

OHL:SEC:52<sup>nd</sup> :AGM:2022/23  
July 29, 2022

To

The Manager – Listing  
National Stock Exchange of India Ltd.  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1G  
Block, BandraKurla Complex  
Bandra (E), Mumbai : 400051  
Symbol : ORIENTHOT

The Manager – Listing Department  
Bombay Stock Exchange Ltd.  
II Floor, New Trading Ring  
Rountana Building P J Towers,  
Dalal Street, Mumbai : 400001  
Scrip Code : 500314

Dear Sir,

**Sub:-Disclosure/submissions undertaking pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

With reference to the captioned subject, please find attached the following:-

1. Voting results of the 52<sup>nd</sup> Annual General Meeting of the Company held on July 28, 2022, as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 wherein all the resolutions proposed in the notice of AGM dated April 15, 2022 were passed with the requisite majority.
2. Report of Scrutinizer dated July 28, 2022, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

Please note that the documents referred above are also being uploaded on the website of the Company [www.orientalhotels.co.in](http://www.orientalhotels.co.in).

Kindly take on record the above.

Thanking you,

Yours faithfully,

For **ORIENTAL HOTELS LIMITED**



**Sreyas Arumbakkam**  
CFO

Encl.: as above



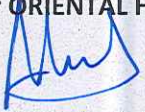
## ORIENTAL HOTELS LIMITED

Voting Results of the 52nd Annual General Meeting of the Company held on July 28, 2022  
Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Date of AGM :	July 28, 2022
Total No. of Shareholders on record date : (ie., July 21, 2022 - Cut - Off date for Voting purpose)	51,120
No. of shareholders present in the meeting either in person or through proxy :	
Promoters & Promoters Group	Not Applicable
Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing :	
Promoters & Promoters Group	16
Public	37
No. of resolution passed in the meeting :	5

Yours faithfully,

For ORIENTAL HOTELS LIMITED



Sreyas Arumbakkam  
CFO

Place : Chennai

Date : 29.07.2022





**Resolution No.: 1**

Resolution Required : (Ordinary/Special)		ORDINARY						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2022 together with the Report of the Board of Directors and Auditors thereon						
Category	Mode of Voting	No of Shares held (1)	No of Votes Polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1)]*100	No of Votes in favour (4)	No. of votes Against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
PROMOTERS & PROMOTERS GROUP	E-Voting	120654273	89776620	74.41	89776620	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot if applicable		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>89776620</b>	<b>74.41</b>	<b>89776620</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
PUBLIC - INSTITUTION	E-Voting	12416431	11511494	92.71	11511494	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot if applicable		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>11511494</b>	<b>92.71</b>	<b>11511494</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
PUBLIC - NON INSTITUTION	E-Voting	45528476	82453	0.18	82308	145	99.82	0.18
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot if applicable		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>82453</b>	<b>0.18</b>	<b>82308</b>	<b>145</b>	<b>99.82</b>	<b>0.18</b>
<b>TOTAL</b>		<b>178599180</b>	<b>101370567</b>	<b>56.76</b>	<b>101370422</b>	<b>145</b>	<b>100.00</b>	<b>0.00</b>

Whether resolution is passed or not? (Yes/No) : Yes

**Details of Invalid Votes**

Category	No. of Votes
Promoter and Promoter Group	0
Public - Institutions	0
Public - Non Institutions	0





**Resolution No.: 2**

Resolution Required : (Ordinary/Special)		ORDINARY						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To receive, consider and adopt Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 together with the report of the Auditors thereon						
Category	Mode of Voting	No of Shares held (1)	No of Votes Polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1)]*100	No of Votes in favour (4)	No. of votes Against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
PROMOTERS & PROMOTERS GROUP	E-Voting	120654273	89776620	74.41	89776620	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot if applicable		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>89776620</b>	<b>74.41</b>	<b>89776620</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
PUBLIC - INSTITUTION	E-Voting	12416431	11511494	92.71	11511494	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot if applicable		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>11511494</b>	<b>92.71</b>	<b>11511494</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
PUBLIC - NON INSTITUTION	E-Voting	45528476	82453	0.18	82308	145	99.82	0.18
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot if applicable		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>82453</b>	<b>0.18</b>	<b>82308</b>	<b>145</b>	<b>99.82</b>	<b>0.18</b>
<b>TOTAL</b>		<b>178599180</b>	<b>101370567</b>	<b>56.76</b>	<b>101370422</b>	<b>145</b>	<b>100.00</b>	<b>0.00</b>

Whether resolution is passed or not? (Yes/No) : Yes

**Details of Invalid Votes**

Category	No. of Votes
Promoter and Promoter Group	0
Public - Institutions	0
Public - Non Institutions	0





**Resolution No.: 3**

Resolution Required : (Ordinary/Special)		ORDINARY						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To appoint a Director in place of Mr. D Vijayagopal Reddy (DIN: 00051554) who retires by rotation and being eligible, offers himself for reappointment						
Category	Mode of Voting	No of Shares held (1)	No of Votes Polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1)]*100	No of Votes in favour (4)	No. of votes Against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
PROMOTERS & PROMOTERS GROUP	E-Voting	120654273	89776620	74.41	89776620	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot if applicable		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>89776620</b>	<b>74.41</b>	<b>89776620</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
PUBLIC - INSTITUTION	E-Voting	12416431	11511494	92.71	11511494	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot if applicable		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>11511494</b>	<b>92.71</b>	<b>11511494</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
PUBLIC - NON INSTITUTION	E-Voting	45528476	82453	0.18	81818	635	99.23	0.77
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot if applicable		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>82453</b>	<b>0.18</b>	<b>81818</b>	<b>635</b>	<b>99.23</b>	<b>0.77</b>
<b>TOTAL</b>		<b>178599180</b>	<b>101370567</b>	<b>56.76</b>	<b>101369932</b>	<b>635</b>	<b>100.00</b>	<b>0.00</b>

Whether resolution is passed or not? (Yes/No) : Yes

**Details of Invalid Votes**

Category	No. of Votes
Promoter and Promoter Group	0
Public - Institutions	0
Public - Non Institutions	0





**Resolution No.: 4**

Resolution Required : (Ordinary/Special)		ORDINARY						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To appoint a Director in place of Mr. Giridhar Sanjeevi (DIN: 06648008) who retires by rotation and being eligible, offers himself for reappointment						
Category	Mode of Voting	No of Shares held (1)	No of Votes Polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1)]*100	No of Votes in favour (4)	No. of votes Against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
PROMOTERS & PROMOTERS GROUP	E-Voting	120654273	89776620	74.41	89776620	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot if applicable		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>89776620</b>	<b>74.41</b>	<b>89776620</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
PUBLIC - INSTITUTION	E-Voting	12416431	11511494	92.71	11511494	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot if applicable		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>11511494</b>	<b>92.71</b>	<b>11511494</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
PUBLIC - NON INSTITUTION	E-Voting	45528476	82453	0.18	81818	635	99.23	0.77
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot if applicable		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>82453</b>	<b>0.18</b>	<b>81818</b>	<b>635</b>	<b>99.23</b>	<b>0.77</b>
<b>TOTAL</b>		<b>178599180</b>	<b>101370567</b>	<b>56.76</b>	<b>101369932</b>	<b>635</b>	<b>100.00</b>	<b>0.00</b>

Whether resolution is passed or not? (Yes/No) : Yes

**Details of Invalid Votes**

Category	No. of Votes
Promoter and Promoter Group	0
Public - Institutions	0
Public - Non Institutions	0





**Resolution No.: 5**

Resolution Required : (Ordinary/Special)		ORDINARY						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To re-appoint Messrs PKF Sridhar & Santhanam LLP., Chartered Accountants as Statutory Auditors and fix their remuneration						
Category	Mode of Voting	No of Shares held (1)	No of Votes Polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1)]*100	No of Votes in favour (4)	No. of votes Against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
PROMOTERS & PROMOTERS GROUP	E-Voting	120654273	89776620	74.41	89776620	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot if applicable		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>89776620</b>	<b>74.41</b>	<b>89776620</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
PUBLIC - INSTITUTION	E-Voting	12416431	11511494	92.71	11511494	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot if applicable		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>11511494</b>	<b>92.71</b>	<b>11511494</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
PUBLIC - NON INSTITUTION	E-Voting	45528476	82453	0.18	82057	396	99.52	0.48
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot if applicable		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>82453</b>	<b>0.18</b>	<b>82057</b>	<b>396</b>	<b>99.52</b>	<b>0.48</b>
<b>TOTAL</b>		<b>178599180</b>	<b>101370567</b>	<b>56.76</b>	<b>101370171</b>	<b>396</b>	<b>100.00</b>	<b>0.00</b>

Whether resolution is passed or not? (Yes/No) : Yes

**Details of Invalid Votes**

Category	No. of Votes
Promoter and Promoter Group	0
Public - Institutions	0
Public - Non Institutions	0





**CONSOLIDATED SCRUTINIZER'S REPORT**

*(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015)*

To

**Mr. Puneet Chhatwal**  
**Chairman of 52<sup>nd</sup> Annual General Meeting**  
**Oriental Hotels Limited**  
Taj Coromandel  
No. 37, Mahatma Gandhi Road,  
Nungambakkam, Chennai - 600 034

**Sub: Consolidated Scrutinizer's Report on Electronic Voting for the 52<sup>nd</sup> Annual General Meeting of Oriental Hotels Limited ("the Company") held on Thursday, 28<sup>th</sup> July, 2022 at 11:00 a.m. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').**

I, Deepa V Ramani, Partner, M/s. KSM Associates, Company Secretaries, Chennai, have been appointed as Scrutinizer by Oriental Hotels Limited ("the Company") vide resolution passed at the meeting of the Board of Directors held on April 15, 2022 for the purpose of scrutinizing e-voting (remote e-voting and e-voting during the course of AGM) process in respect of the resolutions proposed at the 52<sup>nd</sup> Annual General Meeting ("AGM") of Oriental Hotels Limited held on Thursday, July 28, 2022 at 11:00 a.m. through VC / OAVM.

The AGM Notice dated April 15, 2022, as confirmed by the Company, was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses were registered with the Company/Depositories and also by way of public notice on July 02, 2022 in English newspaper "The Financial Express" and Tamil newspaper "Makkal Kural", in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020, December 9, 2020, January 15, 2021 and June 3, 2022 (collectively referred to as "SEBI Circulars"). The AGM Notice was also uploaded on the website of the Company, the Stock Exchanges and of the Depository.





The Company had appointed National Securities Depository Ltd. (hereinafter **NSDL** or **the Service Provider**) as the e-Voting Service Provider, for extending the facility of electronic voting (remote e-voting) to the shareholders of the Company from 9:00 a.m. on July 24, 2022 till 5:00 p.m. on July 27, 2022.

The Company had also provided, through the same Service Provider, remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The Service Provider had provided a system for recording the votes of the shareholders electronically on all the Businesses sought to be transacted at the 52<sup>nd</sup> Annual General Meeting (AGM) of the Company.

The Service Provider accordingly had set up e-Voting facility on their website [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The Company had uploaded all the items of the business to be transacted, on the website of the Company and also its Service Provider to facilitate their shareholders to cast their vote through remote e-Voting and e-voting during the course of AGM.

Compliance with the provisions of the Companies Act, 2013, the Rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 relating to the modes of voting, that is, through electronic means (by remote e-voting and e-voting during the course of the AGM), by the shareholders on the resolutions/matters proposed in the Notice of the 52<sup>nd</sup> Annual General Meeting of the Company is the responsibility of the management of the Company. Our responsibility as Scrutinizers is to ensure that the voting process by remote e-Voting and e-voting during the course of AGM are conducted in a fair and transparent manner and render a Scrutinizer's Report on the total votes cast in favour or against if any, to the Chairman, on the resolutions based on the reports generated from the electronic voting system provided by NSDL.

The Cut-off date (record date) for the purposes of identifying the shareholders who were entitled to vote on the resolutions placed for approval of the shareholders was July 21, 2022. As on that date, the Company had 51,120 (Fifty-One Thousand One Hundred and Twenty) shareholders.

Apart from sending the notice of AGM to the shareholders through electronic mode, the Company also gave access to the said notice electronically on the following URL links as available on the date of signing this Report:

<http://orientalhotels.co.in/wp-content/uploads/2022/07/OHL-Annual-Report-2021-22-Final-1.pdf>



The AGM Notice sent contained the instructions to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014. As prescribed in the aforesaid Rules, the e-Voting facility was kept open for four (4) days from 9:00 a.m. on July 24, 2022 till 5:00 p.m. on July 27, 2022. The Company also released advertisement on July 06, 2022 in English newspaper "The Financial Express" and in Tamil newspaper "Makkal Kural", confirming completion of despatch (electronically) of Annual Report to the shareholders.

At the end of the remote e-voting period on July 27, 2022 at 5.00 p.m. the voting portal of the Service Provider was blocked forthwith. Further for the purposes of ascertaining e-voting during the course of the AGM on July 28, 2022, the voting facility was blocked by the Service Provider after fifteen minutes of the conclusion of the AGM in compliance with the MCA Circulars and read with SEBI Circulars. The votes cast through remote e-Voting facility and during the course of the AGM were duly unblocked and the results were downloaded from NSDL portal by us as a Scrutinizer in the presence of Ms. Ashwini S Desai and Mr. C.Vishnu Prasad who are not in employment of the Company and acted as witnesses, as prescribed in sub rule 4 (xii) of the said rule 20.

Based on the data downloaded from the official website of NSDL for the remote e-voting system, the result of the remote e-Voting is as under:

**Ordinary Business**

**Agenda No. 1:**

*To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022 together with the Report of the Board of Directors and Auditors thereon.*

**Type of Resolution:** Ordinary Resolution

Manner of Voting	Votes in <b>favour</b> of the resolution	Votes <b>against</b> the resolution	<b>Invalid</b> votes
Remote E-voting prior to AGM	10,13,70,191	145	-
Remote E-voting during the course of AGM	231	-	-
<b>Total</b>	<b>10,13,70,422</b>	<b>145</b>	-
<b>Total - % (approx)</b>	<b>99.9999</b>	<b>0.0001</b>	



**Agenda No. 2:**

*To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the report of the Auditors thereon.*

**Type of Resolution:** Ordinary Resolution

Manner of Voting	Votes in <b>favour</b> of the resolution	Votes <b>against</b> the resolution	<b>Invalid</b> votes
Remote E-voting prior to AGM	10,13,70,191	145	-
Remote E-voting during the course of AGM	231	-	-
<b>Total</b>	<b>10,13,70,422</b>	<b>145</b>	-
<b>Total - % (approx)</b>	<b>99.9999</b>	<b>0.0001</b>	

**Agenda No. 3:**

*To appoint a Director in place of Mr. D Vijayagopal Reddy (DIN: 00051554), who retires by rotation and being eligible, offers himself for re-appointment.*

**Type of Resolution:** Ordinary Resolution

Manner of Voting	Votes in <b>favour</b> of the resolution	Votes <b>against</b> the resolution	<b>Invalid</b> votes
Remote E-voting prior to AGM	10,13,69,701	635	-
Remote E-voting during the course of AGM	231	-	-
<b>Total</b>	<b>10,13,69,932</b>	<b>635</b>	-
<b>Total - % (approx)</b>	<b>99.9994</b>	<b>0.0006</b>	



**Agenda No. 4:**

*To appoint a Director in place of Mr. Giridhar Sanjeevi (DIN: 06648008), who retires by rotation and being eligible, offers himself for re-appointment.*

**Type of Resolution:** Ordinary Resolution

Manner of Voting	Votes in <b>favour</b> of the resolution	Votes <b>against</b> the resolution	<b>Invalid</b> votes
Remote E-voting prior to AGM	10,13,69,701	635	-
Remote E-voting during the course of AGM	231	-	-
<b>Total</b>	<b>10,13,69,932</b>	<b>635</b>	-
<b>Total - % (approx)</b>	<b>99.9994</b>	<b>0.0006</b>	

**Agenda No. 5:**

*To re-appoint Messrs. PKF Sridhar & Santhanam LLP, Chartered Accountants as Statutory Auditors and fix their remuneration*

**Type of Resolution:** Ordinary Resolution

Manner of Voting	Votes in <b>favour</b> of the resolution	Votes <b>against</b> the resolution	<b>Invalid</b> votes
Remote E-voting prior to AGM	10,13,70,041	295	-
Remote E-voting during the course of AGM	130	101	-
<b>Total</b>	<b>10,13,70,171</b>	<b>396</b>	-
<b>Total - % (approx)</b>	<b>99.9996</b>	<b>0.0004</b>	



All the Resolutions/Matters indicated in the notice to the said Annual General Meeting stand passed under remote E-voting prior to AGM and remote E-voting during the Annual General Meeting with the Consolidated requisite majority.

We hereby confirm that we are maintaining the Registers received from the Service Provider electronically, in respect of the votes cast through remote E-Voting prior to AGM and remote E-voting during the Annual General Meeting through which votes were cast by the shareholders of the Company during the said Annual General Meeting. We shall be arranging to handover these records to the Chief Financial Officer of the Company based on the authorisation letter dated July 28, 2022 received from the Chairman of the Company, as prescribed in Rule 20 of the Companies (Management and Administration) Rules, 2014.

Sincerely yours,  
For **KSM Associates | Company Secretaries**

*Deepa V. Ramani*



**DEEPA V RAMANI**  
**Partner**  
**FCS - 5574; CP - 8760**  
**UDIN: F005574D000703326**

Place: Chennai  
Dated: July 28, 2022

**Witness 1:**

Name : Ashwini S Desai  
Address : 9/10 Abirami Street,  
Purusaiwakkam,  
Chennai- 600084

Occupation : Service

**Witness 2:**

Name : C.Vishnu Prasad  
Address : 23, Thulukannam  
Street, Thiruvottiyur,  
Chennai-600019

Occupation: Service

Received on

, 2022 on behalf of the Company.  
For **M/s. Oriental Hotels Limited**

*Sreyas Arumbakkam*  
**Sreyas Arumbakkam**  
**Chief Financial Officer**