



ORIENTAL HOTELS LIMITED

Corporate Office : No.47, Paramount Plaza, Mahatma Gandhi Road, Chennai - 600 034. India.

OHL:SEC:PB – Results:2021 – 2022

May 7, 2021

The Manager – Listing
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor, Plot No. C/1G
Block, Bandra Kurla 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 Postal Ballot of the Company as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 wherein the Special Resolution as set out in the Notice of Postal Ballot dated March 25, 2021 was passed by the Members with the requisite majority through remote e-voting.
2. Report of Scrutinizer dated May 7, 2021, Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014.

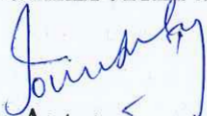
Please note that the documents referred above are also being uploaded on the website of the Company www.orientalhotels.co.in.

Kindly take on record the above.

Thanking you,

Yours faithfully,

For ORIENTAL HOTELS LIMITED


Tom Antony
Company Secretary

Encl.: as above

POSTAL BALLOT - 2021 - VOTING RESULTS

ORIENTAL HOTELS LIMITED

Resolution Required : (Ordinary/Special)		SPECIAL						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Re-appointment of Mr Vijay Sankar (DIN:00007875) as an Independent Director of the Company for his second term of five (5) years with effect from May 12, 2021						
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		97986360	82.88	97986360	0	100.00	0.00
	Poll	118219655	0	0.00	0	0	0.00	0.00
	Postal ballot if applicable		0	0.00	0	0	0.00	0.00
	Total		97986360	82.88	97986360	0	100.00	0.00
PUBLIC - INSTITUTION	E-Voting		19333643	80.41	19333643	0	100.00	0.00
	Poll	24043603	0	0.00	0	0	0.00	0.00
	Postal ballot if applicable		0	0.00	0	0	0.00	0.00
	Total		19333643	80.41	19333643	0	100.00	0.00
PUBLIC - NON INSTITUTION	E-Voting		144374	0.40	97007	47367	67.19	32.81
	Poll	36335922	0	0.00	0	0	0.00	0.00
	Postal ballot if applicable		0	0.00	0	0	0.00	0.00
	Total		144374	0.40	97007	47367	67.19	32.81
TOTAL		178599180	117464377	65.77	117417010	47367	99.96	0.04



SCRUTINIZER'S REPORT

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014)

To
The Chairman/ Authorised Person
M/s. Oriental Hotels Limited
Taj Coromandel
No. 37, Mahatma Gandhi Road,
Nungambakkam, Chennai-600 034

Sub: Scrutinizer's Report on Postal Ballot conducted through Remote Electronic Voting

1. 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 March 25, 2021 for the purpose of conducting the Postal Ballot process through remote voting by electronic means ("remote e-voting") in a fair and transparent manner as per the provisions of the Companies Act, 2013 and Rule 22(5) of the Companies (Management and Administration) Rules, 2014 on the Special Resolution as set out in the Postal Ballot Notice dated March 25, 2021 ("Notice") in respect of the following special business:
 - (i) Re-appointment of Mr. Vijay Sankar (DIN: 00007875) as an Independent Director of the Company, for his second term of five (5) years, with effect from May 12, 2021
2. In accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings / conducting postal ballot process through e-voting vide General Circulars No. 14/2020 dated April 08, 2020, No.17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020 and No. 39/2020 dated December 31, 2020 in view of the Covid-19 pandemic (collectively referred to as "MCA Circulars"), the Special Resolution as set out in the Notice was proposed to be passed by the Members of the Company by way of Postal Ballot only through remote e-voting.

Page 1 of 6



Company Secretaries | Trade Marks Attorneys | Insolvency Professionals

Office No.40, TNHB Complex, No.180, Luz Church Road, Chennai - 600 004. Ph: 91-44-4353 5195.

www.ksmassociates.net

3. The Notice was sent by e-mail on April 05, 2021 to the Members whose name(s) appeared in the Register of Members / list of beneficiaries as on March 31, 2021 (Cut-off date/record date). The Notice was also uploaded on the website of the Company, the Stock Exchanges viz., National Stock Exchange of India Limited (NSE) and Bombay Stock Exchange Limited (BSE) and e-voting service provider viz., National Securities Depository Ltd. (NSDL).
4. Apart from sending the Notice to the Members through electronic mode, the Company also made available the said notice electronically to the members for access on the following URL link as available on the date of signing this Report:

<https://orientalhotels.co.in/investors/postal-ballot/notice/>
5. The Company on April 07, 2021 released an advertisement in Financial Express (Newspaper – English) and Makkal Kural (Newspaper – Tamil) informing the Members about dispatch of Notice.
6. 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 Members of the Company.
7. The Service Provider had provided a system for recording the votes of the Members electronically on the above-mentioned item of special business. The Service Provider accordingly had set up e-Voting facility on their website www.evoting.nsdl.com.
8. The Postal Ballot Notice sent contained the detailed instructions to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.



9. The Cut-off date (record date) for the purposes of identifying the Members who were entitled to vote on the resolution placed for approval of the Members was fixed as March 31, 2021. As on that date the Company had 25,896 (Twenty-Five Thousand Eight Hundred and Ninety-Six) Members.
10. The electronic voting facility was kept open from 9:00 a.m. on April 07, 2021 till 5:00 p.m. on May 06, 2021.
11. At the end of the voting period on May 06, 2021 at 5.00 p.m. the voting portal of the Service Provider was blocked forthwith and thereupon we had unblocked the list of the members who have exercised the votes through remote e-voting. The votes cast through remote e-Voting facility were duly unblocked and the results were downloaded from NSDL portal by us as a Scrutinizer in the presence of Ms. R. Bhagyashree and Mr. Viral Kothari who are not in employment of the Company and acted as witnesses, as prescribed in sub rule 4 (xii) of the said rule 20.
12. 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 mode of voting that is, through electronic means (by remote e-voting) by the Members on the resolution proposed in the Notice is the responsibility of the management of the Company. Our responsibility as Scrutinizers is to ensure that the voting process by remote e-Voting in the Postal Ballot is 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/Authorized Person, on the resolution based on the reports generated from the electronic voting system provided by NSDL.
13. On scrutiny, I report that 169 Members have cast their vote electronically.
14. Results of electronic voting are based on the data made available to the undersigned by NSDL through their website.



15. The following resolution was submitted by the Company to its Members for approval as **Special Resolution** as stated in the postal ballot notice:

Re-appointment of Mr. Vijay Sankar (DIN: 00007875) as an Independent Director of the Company, for his second term of five (5) years, with effect from May 12, 2021:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant Rules made thereunder (the “Act”), the applicable provisions of Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”) and any other applicable laws (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force), the provisions of the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company Mr. Vijay Sankar (DIN.:00007875) whose first term as an Independent Director of the Company is due to expire on May 11, 2021 and who meets the criteria of independence as prescribed under the provisions of Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and who is eligible to be re-appointed as an Independent Director of the Company, be and is hereby re-appointed as an Independent Director of the Company for his second term of five (5) years, with effect from May 12, 2021 up to May 11, 2026 (both days inclusive) and that during his tenure as an Independent Director of the Company Mr. Vijay Sankar shall not be liable to retire by rotation, in terms of Section 149(13) of the Act.”

“RESOLVED FURTHER THAT the Board or any committee of directors or executives / officers of the Company authorised by them, be and are hereby authorised to do all such acts, deeds, matters and things and execute such documentation as may be necessary to give effect to this Resolution.”

16. 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:



Special Business

Agenda No. 1:

Re-appointment of Mr. Vijay Sankar (DIN: 00007875) as an Independent Director of the Company, for his second term of five (5) years, with effect from May 12, 2021:

Type of Resolution: Special Resolution

Manner of Voting	Votes IN FAVOUR of the resolution	Votes AGAINST the resolution	Votes INVALID
Remote E-voting	11,74,17,010	47,367	-
Total	11,74,17,010	47,367	-
Total - % (approx.)	99.960	0.040	-

The resolution indicated in the postal ballot notice stand passed under remote E-voting with the 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 by the Members of the Company. We shall be arranging to handover these records to the Company Secretary of the Company once the Chairman considers, approves and signs the minutes.

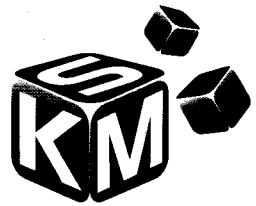
Yours faithfully,
For **KSM Associates | Company Secretaries**

Deepa V. Ramani
DEEPA V RAMANI
Partner
FCS - 5574; CP - 8760



Place: Chennai
Date: May 07, 2021





ASSOCIATES

Witness 1:

R. Bhagyashree
Name : R. Bhagyashree
Address : No.30/48, Nadu
Street, Mylapore,
Chennai - 600004,
Tamilnadu.

Occupation: Service

Witness 2:

Viral Kothari
Name : Viral Kothari
Address : No 20, P.V.K Street
Purusaiwalkam,
Chennai - 600007,
Tamilnadu.

Occupation : Service

Received on May 07, 2021 on behalf of the Company.
For **M/s. Oriental Hotels Limited**

Tom Antony
Company Secretary

