



ORIENTAL HOTELS LIMITED

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

OHL:SEC:AGM– Results:2023 – 2024

July 24, 2023

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

The Manager – Listing Department
B S E 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

The 53rd AGM of the Company was held on Thursday, July 20, 2023 at 11.00 p.m. (IST) via two-way Video Conference to transact the business as stated in the Notice dated April 20, 2023, convening the AGM.

In this regard, please find enclosed the following:

1. Voting Results of the business transacted at the AGM, as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 – **Annexure A**.
2. Consolidated Report of the Scrutinizer dated June 21, 2023, on remote e-Voting before/during the AGM, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 – **Annexure B**.

As per the consolidated Scrutinizer's Report dated July 21, 2023, all the resolutions mentioned in the Notice of AGM were passed by the Members of the Company with the requisite majority. The Voting Results along with the Scrutinizer's Report dated July 21, 2023 is also being made available on the Company's website and on the website of National Securities Depository Limited at www.evoting.nsdl.com.

You are requested to kindly take the same on record

Thanking you,

Yours faithfully,

For ORIENTAL HOTELS LIMITED

S Akila
Company Secretary



ORIENTAL HOTELS LIMITED

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

Annexure-A

| 53RD Annual General Meeting Voting Results Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015 | |
|---|----------------|
| Date of AGM: | July 20,2023 |
| Record Date: | July 13,2023 |
| | |
| Total No. of Shareholders on record date: | 57541 |
| | |
| No. of shareholders present in the meeting either in person or through proxy: | |
| Promoters & Promoter Group | Not Applicable |
| Public | Not Applicable |
| | |
| No. of shareholders attended the meeting through Video Conferencing: | |
| Promoters & Promoters Group | 15 |
| Public | 38 |
| | |
| No . of resolution passed in the meeting: | 6 |

Yours faithfully,
For **ORIENTAL HOTELS LIMITED**

S Akila
Company Secretary

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| Resolution (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 Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon. | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | | 73905410 | 61.2559 | 73905410 | 0 | 100.0000 | 0.0000 |
| | Poll | 120650243 | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 120650243 | 73905410 | 61.2559 | 73905410 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | | 256851 | 12.6776 | 256851 | 0 | 100.0000 | 0.0000 |
| | Poll | 2026019 | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 2026019 | 256851 | 12.6776 | 256851 | 0 | 100.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | | 79646 | 0.1424 | 78197 | 1449 | 98.1807 | 1.8193 |
| | Poll | 55922918 | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 55922918 | 79646 | 0.1424 | 78197 | 1449 | 98.1807 | 1.8193 |
| Total | | 178599180 | 74241907 | 41.5690 | 74240458 | 1449 | 99.9980 | 0.0020 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

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| Resolution (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 the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report of the Auditors thereon | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | | 73905410 | 61.2559 | 73905410 | 0 | 100.0000 | 0.0000 |
| | Poll | 120650243 | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 120650243 | 73905410 | 61.2559 | 73905410 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | | 256851 | 12.6776 | 256851 | 0 | 100.0000 | 0.0000 |
| | Poll | 2026019 | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 2026019 | 256851 | 12.6776 | 256851 | 0 | 100.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | | 79546 | 0.1422 | 78097 | 1449 | 98.1784 | 1.8216 |
| | Poll | 55922918 | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 55922918 | 79546 | 0.1422 | 78097 | 1449 | 98.1784 | 1.8216 |
| Total | | 178599180 | 74241807 | 41.5690 | 74240358 | 1449 | 99.9980 | 0.0020 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

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| Resolution (3) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To declare a dividend on Equity Shares for the Financial Year ended March 31, 2023 | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 120650243 | 73905410 | 61.2559 | 73905410 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 73905410 | 61.2559 | 73905410 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 2026019 | 256851 | 12.6776 | 256851 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 256851 | 12.6776 | 256851 | 0 | 100.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 55922918 | 79546 | 0.1422 | 78097 | 1449 | 98.1784 | 1.8216 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 79546 | 0.1422 | 78097 | 1449 | 98.1784 | 1.8216 |
| Total | | 178599180 | 74241807 | 41.5690 | 74240358 | 1449 | 99.9980 | 0.0020 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

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| Resolution (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.Puneet Chhatwal (DIN :07624616) who retires by rotation and being eligible offers himself for re-appointment | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 120650243 | 73905410 | 61.2559 | 73905410 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 73905410 | 61.2559 | 73905410 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 2026019 | 256851 | 12.6776 | 256851 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 256851 | 12.6776 | 256851 | 0 | 100.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 55922918 | 79546 | 0.1422 | 78067 | 1479 | 98.1407 | 1.8593 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 79546 | 0.1422 | 78067 | 1479 | 98.1407 | 1.8593 |
| Total | | 178599180 | 74241807 | 41.5690 | 74240328 | 1479 | 99.9980 | 0.0020 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

[Home](#)[Validate](#)**Resolution (5)**

| Resolution required: (Ordinary / Special) | | Ordinary | | | | | | |
|--|-------------------------------|--|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? | | No | | | | | | |
| Description of resolution considered | | Payment of Commission to Non-Executive Directors | | | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 120650243 | 73905410 | 61.2559 | 73905410 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 120650243 | 73905410 | 61.2559 | 73905410 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 2026019 | 256851 | 12.6776 | 0 | 256851 | 0.0000 | 100.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 2026019 | 256851 | 12.6776 | 0 | 256851 | 0.0000 |
| Public- Non Institutions | E-Voting | 55922918 | 79196 | 0.1416 | 77687 | 1509 | 98.0946 | 1.9054 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 55922918 | 79196 | 0.1416 | 77687 | 1509 | 98.0946 |
| Total | | 178599180 | 74241457 | 41.5688 | 73983097 | 258360 | 99.6520 | 0.3480 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

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Resolution (6)

| Resolution required: (Ordinary / Special) | | Ordinary | | | | | | |
|--|-------------------------------|--|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? | | No | | | | | | |
| Description of resolution considered | | Payment of Remuneration to Non-Executive Directors | | | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 120650243 | 73905410 | 61.2559 | 73905410 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 120650243 | 73905410 | 61.2559 | 73905410 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 2026019 | 256851 | 12.6776 | 256851 | 0 | 100.0000 | 0.0000 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 2026019 | 256851 | 12.6776 | 256851 | 0 | 100.0000 |
| Public- Non Institutions | E-Voting | 55922918 | 79546 | 0.1422 | 78037 | 1509 | 98.1030 | 1.8970 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 55922918 | 79546 | 0.1422 | 78037 | 1509 | 98.1030 |
| Total | | 178599180 | 74241807 | 41.5690 | 74240298 | 1509 | 99.9980 | 0.0020 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

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 53rd 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 53rd Annual General Meeting of Oriental Hotels Limited ("the Company") held on Thursday, 20th July, 2023 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 20, 2023 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 53rd Annual General Meeting ("AGM") of Oriental Hotels Limited held on Thursday, July 20, 2023 at 11:00 a.m. through VC / OAVM.

The AGM Notice dated April 20, 2023, 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 June 29, 2023 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, May 5, 2022 and December 28, 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 17, 2023 till 5:00 p.m. on July 19, 2023.

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 53rd Annual General Meeting (AGM) of the Company.

The Service Provider accordingly had set up e-Voting facility on their website 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 53rd 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 13, 2023. As on that date, the Company had 57,541 (Fifty-Seven Thousand Five Hundred and Forty-One) 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/2023/06/OHLAnnualReport2223Final27062023C.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 two (2) days from 9:00 a.m. on July 17, 2023 till 5:00 p.m. on July 19, 2023.

The Company also released advertisement on June 29, 2023 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 19, 2023 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 20, 2023, 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. Harshika Jain and Mr. Pragn Chordia 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, 2023 together with the Reports of the Board of Directors and Auditors thereon.

Type of Resolution: Ordinary Resolution

| Manner of Voting | Votes in favour of the resolution | Votes against the resolution | Invalid votes |
|--|--|-------------------------------------|----------------------|
| Remote E-voting prior to AGM | 7,42,40,432 | 1,449 | - |
| Remote E-voting during the course of AGM | 26 | - | - |
| Total | 7,42,40,458 | 1,449 | - |
| Total - % (approx.) | 99.9980 | 0.0019 | |



Agenda No. 2:

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the report of the Auditors thereon.

Type of Resolution: Ordinary Resolution

| Manner of Voting | Votes in favour of the resolution | Votes against the resolution | Invalid votes |
|--|--|-------------------------------------|----------------------|
| Remote E-voting prior to AGM | 7,42,40,332 | 1,449 | - |
| Remote E-voting during the course of AGM | 26 | - | - |
| Total | 7,42,40,358 | 1,449 | - |
| Total - %(approx.) | 99.9980 | 0.0019 | |

Agenda No. 3:

To declare a dividend on Equity Shares for the financial year ended March 31, 2023

Type of Resolution: Ordinary Resolution

| Manner of Voting | Votes in favour of the resolution | Votes against the resolution | Invalid votes |
|--|--|-------------------------------------|----------------------|
| Remote E-voting prior to AGM | 7,42,40,332 | 1,449 | - |
| Remote E-voting during the course of AGM | 26 | - | - |
| Total | 7,42,40,358 | 1,449 | - |
| Total - % (approx.) | 99.9980 | 0.0019 | |



Agenda No. 4:

To appoint a Director in place of Mr. Puneet Chhatwal (DIN: 07624616) who retires by rotation and, being eligible, offers himself for re-appointment.

Type of Resolution: Ordinary Resolution

| Manner of Voting | Votes in favour of the resolution | Votes against the resolution | Invalid votes |
|--|--|-------------------------------------|----------------------|
| Remote E-voting prior to AGM | 7,42,40,302 | 1,479 | - |
| Remote E-voting during the course of AGM | 26 | - | - |
| Total | 7,42,40,328 | 1,479 | - |
| Total - % (approx.) | 99.9980 | 0.0019 | |

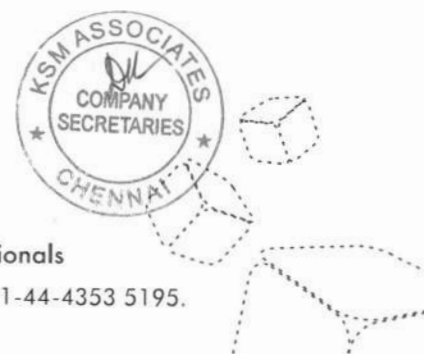
Special Business

Agenda No. 5:

Payment of Commission to Non-Executive Directors

Type of Resolution: Ordinary Resolution

| Manner of Voting | Votes in favour of the resolution | Votes against the resolution | Invalid votes |
|--|--|-------------------------------------|----------------------|
| Remote E-voting prior to AGM | 7,39,83,071 | 2,58,360 | - |
| Remote E-voting during the course of AGM | 26 | - | - |
| Total | 7,39,83,097 | 2,58,360 | - |
| Total - % (approx.) | 99.6520 | 0.3480 | |



Agenda No. 6:

Payment of Remuneration to Non-Executive Directors

Type of Resolution: Ordinary Resolution

| Manner of Voting | Votes in favour of the resolution | Votes against the resolution | Invalid votes |
|--|--|-------------------------------------|----------------------|
| Remote E-voting prior to AGM | 7,42,40,272 | 1,509 | - |
| Remote E-voting during the course of AGM | 26 | - | - |
| Total | 7,42,40,298 | 1,509 | - |
| Total - % (approx.) | 99.9979 | 0.0020 | |

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.

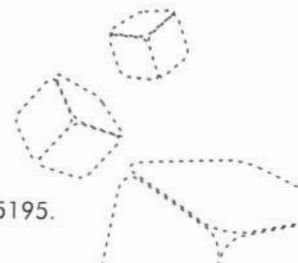
Sincerely yours,
For **KSM Associates | Company Secretaries**

Deepa V. Ramani

DEEPA V RAMANI
Partner
FCS - 5574; CP - 8760
UDIN: F005574E000654893



Place: Chennai
Dated: July 21, 2023



Witness 1:

Harshika Jain

Name: Harshika Jain
Address: No. 13, Nambuliar street, Sowcarpet, Chennai-600001.

Occupation: Service

Witness 2:

Pr Chordia

Name: Pragn Chordia
Address: Flat No. 3, Osian Heights, Ekavalli, Block Old, Washermenpet, Chennai - 600021.

Occupation: Service





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 53rd 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 53rd Annual General Meeting of Oriental Hotels Limited ("the Company") held on Thursday, 20th July, 2023 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 20, 2023 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 53rd Annual General Meeting ("AGM") of Oriental Hotels Limited held on Thursday, July 20, 2023 at 11:00 a.m. through VC / OAVM.

The AGM Notice dated April 20, 2023, 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 June 29, 2023 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, May 5, 2022 and December 28, 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.



Company Secretaries | Trade Marks Attorneys | Insolvency Professionals

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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 17, 2023 till 5:00 p.m. on July 19, 2023.

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 53rd Annual General Meeting (AGM) of the Company.

The Service Provider accordingly had set up e-Voting facility on their website 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 53rd 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 13, 2023. As on that date, the Company had 57,541 (Fifty-Seven Thousand Five Hundred and Forty-One) 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/2023/06/OHLAnnualReport2223Final27062023C.pdf>



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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 two (2) days from 9:00 a.m. on July 17, 2023 till 5:00 p.m. on July 19, 2023.

The Company also released advertisement on June 29, 2023 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 19, 2023 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 20, 2023, 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. Harshika Jain and Mr. Pragn Chordia 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, 2023 together with the Reports of the Board of Directors and Auditors thereon.

Type of Resolution: Ordinary Resolution

| Manner of Voting | Votes in favour of the resolution | Votes against the resolution | Invalid votes |
|--|--|-------------------------------------|----------------------|
| Remote E-voting prior to AGM | 7,42,40,432 | 1,449 | - |
| Remote E-voting during the course of AGM | 26 | - | - |
| Total | 7,42,40,458 | 1,449 | - |
| Total - % (approx.) | 99.9980 | 0.0019 | |



Agenda No. 2:

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the report of the Auditors thereon.

Type of Resolution: Ordinary Resolution

| Manner of Voting | Votes in favour of the resolution | Votes against the resolution | Invalid votes |
|--|--|-------------------------------------|----------------------|
| Remote E-voting prior to AGM | 7,42,40,332 | 1,449 | - |
| Remote E-voting during the course of AGM | 26 | - | - |
| Total | 7,42,40,358 | 1,449 | - |
| Total - %(approx.) | 99.9980 | 0.0019 | |

Agenda No. 3:

To declare a dividend on Equity Shares for the financial year ended March 31, 2023

Type of Resolution: Ordinary Resolution

| Manner of Voting | Votes in favour of the resolution | Votes against the resolution | Invalid votes |
|--|--|-------------------------------------|----------------------|
| Remote E-voting prior to AGM | 7,42,40,332 | 1,449 | - |
| Remote E-voting during the course of AGM | 26 | - | - |
| Total | 7,42,40,358 | 1,449 | - |
| Total - % (approx.) | 99.9980 | 0.0019 | |



Agenda No. 4:

To appoint a Director in place of Mr. Puneet Chhatwal (DIN: 07624616) who retires by rotation and, being eligible, offers himself for re-appointment.

Type of Resolution: Ordinary Resolution

| Manner of Voting | Votes in favour of the resolution | Votes against the resolution | Invalid votes |
|--|--|-------------------------------------|----------------------|
| Remote E-voting prior to AGM | 7,42,40,302 | 1,479 | - |
| Remote E-voting during the course of AGM | 26 | - | - |
| Total | 7,42,40,328 | 1,479 | - |
| Total - % (approx.) | 99.9980 | 0.0019 | |

Special Business

Agenda No. 5:

Payment of Commission to Non-Executive Directors

Type of Resolution: Ordinary Resolution

| Manner of Voting | Votes in favour of the resolution | Votes against the resolution | Invalid votes |
|--|--|-------------------------------------|----------------------|
| Remote E-voting prior to AGM | 7,39,83,071 | 2,58,360 | - |
| Remote E-voting during the course of AGM | 26 | - | - |
| Total | 7,39,83,097 | 2,58,360 | - |
| Total - % (approx.) | 99.6520 | 0.3480 | |



Agenda No. 6:

Payment of Remuneration to Non-Executive Directors

Type of Resolution: Ordinary Resolution

| Manner of Voting | Votes in favour of the resolution | Votes against the resolution | Invalid votes |
|--|--|-------------------------------------|----------------------|
| Remote E-voting prior to AGM | 7,42,40,272 | 1,509 | - |
| Remote E-voting during the course of AGM | 26 | - | - |
| Total | 7,42,40,298 | 1,509 | - |
| Total - % (approx.) | 99.9979 | 0.0020 | |

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.

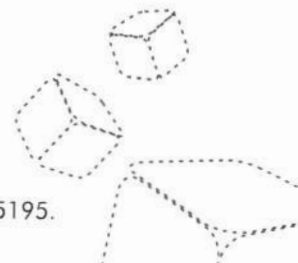
We hereby confirm that we are maintaining the Registers received from the Service Provider electronically, in respect of the votes cast through remote E-Voting prior to AGM and remote E-voting during the Annual General Meeting through which votes were cast by the shareholders of the Company during the said Annual General Meeting.

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

Deepa V. Ramani
DEEPA V RAMANI
Partner
FCS - 5574; CP - 8760
UDIN: F005574E000654893



Place: Chennai
Dated: July 21, 2023



Witness 1:

Harshika Jain

Witness 2:

Pr Chordia

Name: Harshika Jain
Address: No. 13, Nambuliar street, Sowcarpet, Chennai-600001.

Occupation: Service

Name: Pragn Chordia
Address: Flat No. 3, Osian Heights, Ekavalli, Block Old, Washermenpet, Chennai - 600021.

Occupation: Service

