



**ROYAL ORCHID HOTELS LTD.,**

Regd. Office :  
1, Golf Avenue, Adjoining KGA Golf Course,  
HAL Airport Road, Kodihalli, Bangalore - 560 008, India.  
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www.royalorchidhotels.com  
CIN : L55101KA1986PLC007392  
email : investors@royalorchidshotels.com

**Date: September 24, 2021**

**To,  
The Manager,  
Listing Compliance,  
Department of Corporate Services,  
BSE Limited,  
Floor 25, P. J. Towers,  
Dalal Street,  
Mumbai – 400 001  
BSE Scrip Code: 532699**

**To,  
The Manager,  
Listing Compliance,  
Department of Corporate Services,  
National Stock Exchange of India  
Limited,  
Exchange Plaza, Plot no. C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai – 400 051  
NSE Scrip Symbol: ROHLTD**

Dear Sir/Madam,

***Subject: Disclosure of voting results of 35<sup>th</sup> Annual General Meeting (AGM) of the Company held on September 24, 2021.***

Pursuant to Regulation 44 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR"), the Members of the Company at the 35<sup>th</sup> AGM held on September 24, 2021 at 11:30 A. M. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), transacted and approved all the items of business contained in the Notice calling 35<sup>th</sup> AGM with requisite majority.

The details of the voting results i.e., the results of remote e-voting conducted for the AGM in the format prescribed under Regulation 44(3) of the LODR is enclosed herewith as **Annexure 1**.

This is for the information of the Exchange and members thereof.

You are requested to take same on record.

Thanking you,

Yours Sincerely,

For **ROYAL ORCHID HOTELS LIMITED**

**RANABIR SANYAL  
COMPANY SECRETARY & COMPLIANCE OFFICER**

Encl: As Above

| Resolution (1)   |                |                    |   |   |                          |                        |                                      |                                    |
|--|----------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                |                    | Ordinary  |   |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                |                    | No  |   |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                |                    | (a) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Reports of the Board of Directors and the Auditors thereon.<br>(b) To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Reports 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       |                    | 18650048  | 98.8014                                 | 18650048                 | 0                      | 100.0000                             | 0.0000                             |
|  | Poll           | 18876308           | 0   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|  | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|  | <b>Total</b>   | 18876308           | 18650048  | 98.8014                                 | 18650048                 | 0                      | 100.0000                             | 0.0000                             |
| Public-Institutions  | E-Voting       |                    | 1369286   | 100.0000                                | 1369286                  | 0                      | 100.0000                             | 0.0000                             |
|  | Poll           | 1369286            | 0   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|  | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|  | <b>Total</b>   | 1369286            | 1369286   | 100.0000                                | 1369286                  | 0                      | 100.0000                             | 0.0000                             |
| Public-Non Institutions  | E-Voting       |                    | 222520  | 3.0993                                  | 221458                   | 1062                   | 99.5227                              | 0.4773                             |
|  | Poll           | 7179621            | 0   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|  | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|  | <b>Total</b>   | 7179621            | 222520  | 3.0993                                  | 221458                   | 1062                   | 99.5227                              | 0.4773                             |
| <b>Total</b>   |                | 27425215           | 20241854  | 73.8075                                 | 20240792                 | 1062                   | 99.9948                              | 0.0052                             |
| <b>Whether resolution is Pass or Not.</b>                                |                |                    |   |   |                          |                        | Yes                                  |                                    |

| Resolution (2)   |                |                    |  |   |                          |                        |                                      |                                    |
|--|----------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                |                    | Ordinary   |   |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                |                    | Yes  |   |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                |                    | To appoint a Director in place of Mr. Keshav Baljee (DIN: 00344855) 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       | 18876308           | 0  | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|  | Poll           |                    | 0  | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|  | Postal Ball    |                    | 0  | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|  | <b>Total</b>   |                    | 18876308   | 0                                       | 0.0000                   | 0                      | 0                                    | 0.0000                             |
| Public-Institutions  | E-Voting       | 1369286            | 1369286  | 100.0000                                | 1369286                  | 0                      | 100.0000                             | 0.0000                             |
|  | Poll           |                    | 0  | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|  | Postal Ball    |                    | 0  | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|  | <b>Total</b>   |                    | 1369286  | 1369286                                 | 100.0000                 | 1369286                | 0                                    | 100.0000                           |
| Public-Non Institutions  | E-Voting       | 7179621            | 222520   | 3.0993                                  | 220607                   | 1913                   | 99.1403                              | 0.8597                             |
|  | Poll           |                    | 0  | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|  | Postal Ball    |                    | 0  | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|  | <b>Total</b>   |                    | 7179621  | 222520                                  | 3.0993                   | 220607                 | 1913                                 | 99.1403                            |
| <b>Total</b>   |                | 27425215           | 1591806  | 5.8042                                  | 1589893                  | 1913                   | 99.8798                              | 0.1202                             |
| <b>Whether resolution is Pass or Not.</b>                                |                |                    |  |   |                          |                        | Yes                                  |                                    |

| Resolution (3)   |                |                    |   |   |                          |                        |                                      |                                    |
|--|----------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                |                    | Special   |   |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                |                    | No  |   |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                |                    | To insert new sub-clause in the Object Clause of Memorandum of Association. |   |                          |                        |                                      |                                    |
| 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       | 18876308           | 18650048  | 98.8014                                 | 18650048                 | 0                      | 100.0000                             | 0.0000                             |
|  | Poll           |                    | 0   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|  | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|  | <b>Total</b>   |                    | 18876308  | 18650048                                | 98.8014                  | 18650048               | 0                                    | 100.0000                           |
| Public-Institutions  | E-Voting       | 1369286            | 1369286   | 100.0000                                | 1369286                  | 0                      | 100.0000                             | 0.0000                             |
|  | Poll           |                    | 0   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|  | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|  | <b>Total</b>   |                    | 1369286   | 1369286                                 | 100.0000                 | 1369286                | 0                                    | 100.0000                           |
| Public-Non Institutions  | E-Voting       | 7179621            | 222520  | 3.0993                                  | 221388                   | 1132                   | 99.4913                              | 0.5087                             |
|  | Poll           |                    | 0   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|  | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                      | 0                                    | 0                                  |
|  | <b>Total</b>   |                    | 7179621   | 222520                                  | 3.0993                   | 221388                 | 1132                                 | 99.4913                            |
| <b>Total</b>   |                | 27425215           | 20241854  | 73.8075                                 | 20240722                 | 1132                   | 99.9944                              | 0.0056                             |
| <b>Whether resolution is Pass or Not.</b>                                |                |                    |   |   |                          |                        | Yes                                  |                                    |

| Resolution (4)   |                |                    |                     |  |                          |                        |                                      |                                    |
|--|----------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                |                    |                     | Special  |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                |                    |                     | No   |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                |                    |                     | To appoint Mr. Bhaskar Pramanik (DIN: 00316650) as an Independent Director of the Company. |                          |                        |                                      |                                    |
| 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       | 18876308           | 18650048            | 98.8014  | 18650048                 | 0                      | 100.0000                             | 0.0000                             |
|  | Poll           |                    | 0                   | 0.0000   | 0                        | 0                      | 0                                    | 0                                  |
|  | Postal Ballot  |                    | 0                   | 0.0000   | 0                        | 0                      | 0                                    | 0                                  |
|  | <b>Total</b>   |                    | 18876308            | 18650048   | 98.8014                  | 18650048               | 0                                    | 100.0000                           |
| Public-Institutions  | E-Voting       | 1369286            | 1369286             | 100.0000   | 1369286                  | 0                      | 100.0000                             | 0.0000                             |
|  | Poll           |                    | 0                   | 0.0000   | 0                        | 0                      | 0                                    | 0                                  |
|  | Postal Ballot  |                    | 0                   | 0.0000   | 0                        | 0                      | 0                                    | 0                                  |
|  | <b>Total</b>   |                    | 1369286             | 1369286  | 100.0000                 | 1369286                | 0                                    | 100.0000                           |
| Public-Non Institutions  | E-Voting       | 7179621            | 222520              | 3.0993   | 220535                   | 1985                   | 99.1079                              | 0.8921                             |
|  | Poll           |                    | 0                   | 0.0000   | 0                        | 0                      | 0                                    | 0                                  |
|  | Postal Ballot  |                    | 0                   | 0.0000   | 0                        | 0                      | 0                                    | 0                                  |
|  | <b>Total</b>   |                    | 7179621             | 222520   | 3.0993                   | 220535                 | 1985                                 | 99.1079                            |
| <b>Total</b>   |                | 27425215           | 20241854            | 73.8075  | 20239869                 | 1985                   | 99.9902                              | 0.0098                             |
| <b>Whether resolution is Pass or Not.</b>                                |                |                    |                     |  |                          |                        | Yes                                  |                                    |