

PALACES HOTELS RESORTS

September 19, 2016

The Department of Corporate Services BSE Limited

1<sup>st</sup> floor, Rotunda Building B.S. Marg, Fort Mumbai – 400 001

Stock Code: 500193

The Listing Department
National Stock Exchange of India Limited
Exchange-Plaza, Bandra Kurla Complex
Bandra (E)
Mumbai – 400 051

Dear Sir,

Sub: Intimation of Voting Results of Postal Ballot [Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

**HOTELEELA** 

The Company had sought the approval of the shareholders in respect of following matters as contained in the Postal Ballot Notice dated 1<sup>st</sup> August, 2016:

- 1. Approval for sale/transfer of the undertaking of the Company pertaining exclusively to The Leela Palace, Chennai and/or the undertaking of the Company pertaining exclusively to The Leela Palace, New Delhi
- 2. To make investments, give loans, guarantees and provide securities beyond the prescribed limits

The above Special Resolutions as mentioned in the Postal Ballot Notice dated 1st August, 2016 have been approved by the Members with the requisite majority.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Voting Results of the Postal Ballot, together with the report of the Scrutinizer.

The above result was announced by the Chairman on 19<sup>th</sup> September, 2016 at the Registered Office of the Company.

Please take the above information and documents on record.

Thanking you,

Yours faithfully

For Hotel Leelaventure Limited

A S. Solu Anandghan Bohra Company Secretary

Encl: As above

\$ 57

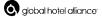
Regd. Office: HOTEL LEELAVENTURE LIMITED

The Leela Mumbai, Sahar, Mumbai 400 059 India. Phone: (91-22) 6691 1234; Fax: (91-22) 6691 1212; Email: leela@theleela.com; www.theleela.com

The Leela Palaces, Hotels and Resorts: New Delhi, Bengaluru, Chennai, Mumbai, Gurgaon, Udaipur, Goa and Kovalam.

Upcoming Properties: Jaipur; Agra; Lake Ashtamudi (Kerala); Bhartiya City, Bengaluru and Lucknow.

Corporate Identity Number (CIN): L55101MH1981PLC024097







### HOTEL LEELAVENTURE LIMITED

Date of Declaration of results of Postal Ballot	19th September, 2016		
Total Number of shareholders as on 5th August, 2016 (Cut-off date for reckoning the voting rights of the shareholders)	99,013		
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Pubic	Not Applicable		
No. of shareholders attended the meeting through Video Conferencing Promoters and Promoter Group Pubic	Not Applicable		

## Agenda-wise Disclosure:

Resolution	Special Re	esolution:				1.000				
required:	D A	-1.61-16								
(Ordinary/	I) Approv	al for sale/trans	fer of the unde	ertaking of the	e Company perta	ining exclusi	vely to The	Leela		
Special)			he undertaking	of the Comp	oany pertaining e	xclusively to	The Leela P	alace,		
38/1 (1	New Delh									
Whether	No									
promoter/										
promoter										
group are										
interested in										
the agenda/										
Resolution?	ļ.,	T	T		T		<b>,</b>			
Category	Mode of	No. of	No. of votes	% of Votes	No. of Votes –	No. of	% of Votes			
	Voting	shares held	polled	Polled on	in favour	Votes –	in favour	against on		
		(1)	(2)	outstandin	(4)	against (5)	on votes	votes		
				g shares			polled	polled		
		ļ		(3)=[(2)/			(6)=[(4)/	(7)=[(5)/		
				(1)]* 100			(2)]*100	(2)]*100		
Promoter and	e-Voting		295716279	99.20	295716279	0	100.00	0		
Promoter	Poll			-	_	-	-	-		
Group	Postal	298087074	2352465	0.79	2352465	0	100.00	0		
	Ballot									
	Total		298068744	99.99	298068744	0	100.00	-		
Public-	e-Voting		500000	1.98	500000	0	100.00	0		
Institutions	Poll	05074504	-	-	-		-	-		
	Postal	25274561	0	-	0	0	-	-		
	Ballot									
	Total		500000	1.98	500000	0	100.00			
Public- Non	e-Voting		891894	0.62	840445	51449	94.23	5.77		
Institutions	Poll	4.400.40070	-	-	-	-	-	-		
	Postal	143246672	697328	0.49	697328	0	100.00	-		
	Ballot				7.1.1.1					
T-4-1	Total	4000000	1589222	1.11	1537773	51449	96.76	3.24		
Total		466608307	300157966	64.33	300106517	51449	99.98	0.02		



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Resolution required:	Special Re					***************************************		
(Ordinary/	II) To mal	ke investments	, give loans, g	uarantees ai	nd provide secu	rities beyond	the prescri	bed limits
Special)	under Sec	ction 186.	-					
Whether promoter/ promoter group are interested in the agenda/ Resolution?	No							
Category	Mode of	No. of	No. of votes	% of Votes	No. of Votes -	No. of	% of Votes	% of Votes
outogo.,	Voting	shares held	polled	Polled on	in favour	Votes -	in favour	against on
		(1)	(2)	outstandin	(4)	against (5)	on votes	votes
			(-/	g shares		(-)	polled	polled
				(3)=[(2)/			(6)=[(4)/	· (7)=[(5)/
				(1)]* 100			(2)]*100	(2)]*100
Promoter and	e-Voting		295716279	99.20	295716279	0	100.00	-
Promoter	Poll		-	-	-	-	-	-
Group	Postal Ballot	298087074	2352465	0.79	2352465	0	100.00	-
	Total	1	298068744	99.99	298068744	0	100.00	_
Public-	e-Voting		500000	1.98	500000	0	100.00	-
Institutions	Poll	]	-	-	-	-	-	-
	Postal Ballot	25274561	0	-	0	0		-
	Total	1	500000	1.98	500000	0	100.00	
Public- Non	e-Voting		891896	0.62	883918	7978	99.11	0.89
Institutions	Poll	1	-	-	-	-	-	-
	Postal	143246672	696453	0.49	689993	6460	99.07	0.93
	Ballot							2.30
	Total	1	1588349	1.11	1573911	14438	99.09	0.91
Total		466608307	300157093	64.33	300142655	14438	99.99	0.01



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# V. Sundaram & Co.

### PRACTICING COMPANY SECRETARIES

Residential Address:

704, Satyam Tower, 90 Ft. Road, Thakur Complex, Kandivli (E), Mumbai - 400 101.

Mobile : 9833159899

e-mail: vsundaramfcs1@hotmail.com

#### SCRUTINIZER'S REPORT

The Chairman Hotel Leelaventure Limited The Leela, Sahar, Andheri East Mumbai-400059

Dear Sirs.

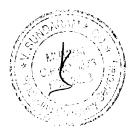
# Sub: Scrutinizer's Report on Postal Ballot and e-Voting conducted by Hotel Leelaventure Limited

- 1. I. V. Sundaram of V. Sundaram & Co., Practicing Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of Hotel Leelaventure Limited (the Company) on August 1, 2016 for conducting & scrutinizing the postal ballot and e- Voting process in a fair and transparent manner pursuant to provisions of Section 110 of the Companies Act, 2013 ("the Act") read with the Rule 22 of the Companies (Management and Administration) Rules, 2014, in respect of following special resolutions.
  - (I) Approval for sale/transfer of the undertaking of the Company pertaining exclusively to The Leela Palace, Chennai and/or the undertaking of the Company pertaining exclusively to The Leela Palace, New Delhi;
  - (II) To make investments, give loans, guarantees and provide securities beyond the prescribed limits under Section 186.
- 2. The Company had appointed Karvy Computershare Private Limited, (KCPL) as the Service Provider for extending the e-Voting facility to the members of the Company, commencing from 09.00 a.m. on Thursday, August 18, 2016 to 5.00 p.m. on Friday, September 16, 2016.
- 3. Accordingly, after completing my detailed verification of both e-Voting and physical postal ballot forms received, I submit my report as under:
  - The Company has on August 17, 2016 completed the dispatch of Postal Ballot Notice along with Postal Ballot Form (a) through electronic means and (b) through physical mode, along with a self-addressed postage prepaid business reply envelope to the members of the Company, seeking their approval in respect of the special resolutions.
  - Particulars of all the Postal Ballot Forms received from the members have been entered in a register separately maintained for the purpose.

- The postal ballot forms were kept under safe custody before commencing the scrutiny of such postal ballot forms.
- The details of postal ballot forms and those under e-Voting were scrutinized by me and the shareholding was matched / confirmed with the Register of Members of the Company/ list of Beneficial Owners received from the Depositories as on August 5, 2016.
- All postal ballot forms received by the Company and all votes cast on e-Voting through KCPL up to 5.00 p.m. on September 16, 2016, the last date and time fixed by the Company for receipt of the said forms and e-Voting were considered for my scrutiny.
- 4. A summary of the Postal Ballot Forms received and e-Voting for the aforesaid Special Resolutions is given below:

#### (a) Category-wise

Resolution required: (Ordinary/ Special)	I) Approva Palace, Cl	Special Resolution:  I) Approval for sale/transfer of the undertaking of the Company pertaining exclusively to The Leela Palace, Chennai and/or the undertaking of the Company pertaining exclusively to The Leela Palace, New Delhi;								
Whether promoter/ promoter group are interested in the agenda/ Resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng 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		
Promoter	e-Voting		295716279	99.20	295716279	0	100.00	0		
and	Poll		-	-	-	-		-		
Promoter Group	Postal Ballot	298087074	2352465	0.79	2352465	0	100.00	0		
	Total		298068744	99.99	298068744	0	100.00	_		
Public-	e-Voting		500000	1.98	500000	0	100.00	0		
Institutions	Poll		-	-	-	-	-	-		
	Postal Ballot	25274561	0	-	0	0	-	-		
	Total		500000	1.98	500000	0	100.00	-		
Public- Non	e-Voting		891894	0.62	840445	51449	94.23	5.77		
Institutions	Poll		-		-	-	-	-		
	Postal Ballot	143246672	697328	0.49	697328	0	100.00	-		
	Total		1589222	1.11	1537773	51449	96.76	3.24		
Total		466608307	300157966	64.33	300106517	51449	99.98	0.02		



Resolution required: (Ordinary/ Special)	II) To ma	Special Resolution:  II) To make investments, give loans, guarantees and provide securities beyond the prescribed limits under Section 186.								
Whether promoter/ promoter group are interested in the agenda/ Resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng 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		
Promoter	e-Voting		295716279	99.20	295716279	0	100.00			
and	Poll		-	-	-		-	-		
Promoter Group	Postal Ballot	298087074	2352465	0.79	2352465	0	100.00	-		
	Total		298068744	99.99	298068744	0	100.00	-		
Public-	e-Voting		500000	1.98	500000	0	100.00			
Institutions	Poll	05074501	-	-		-	-	-		
	Postal Ballot	25274561	0	-	0	0	11	-		
	Total		500000	1.98	500000	0	100.00	_		
Public- Non	e-Voting		891896	0.62	883918	7978	99.11	0.89		
Institutions	Poll				-	-	_	-		
	Postal Ballot	143246672	696453	0.49	689993	6460	99.07	0.93		
	Total		1588349	1.11	1573911	14438	99.09	0.91		
Total		466608307	300157093	64.33	300142655	14438	99.99	0.01		

## (b) General:

Particulars	No. of postal ballot forms including e- Voting	Total No. of shares	% to total shareholdings
Total postal ballot forms mailed / e-mailed	99013	466608307	100.00
Total No. of Postal Ballot forms including e-Voting received	143	300159509	64.33
Total No. of members who abstained from voting including e-Voting	09	1749	-



5. Details of votes in Favour/Against / Invalid as per postal ballot forms, including e-Voting, received by the Company:

Resol ution	Mode	Ballots Received	Total Votes Cast	In favour		n favour Against		Inv	alid
				Ballots	Votes	Ballots	Votes	Ballots	Votes
A	Electronic	110	297108566	87	297056724	21	51449	0	0
	Physical	33	3050943	30	3049793	0	0	2	1100
	Total	143	300159509	117	300106517	21	51449	2	1100
В	Electronic	110	297108566	77	297100197	31	7978	0	0
	Physical	33	3050943	21	3042458	08	6460	2	1100
	Total	143	300159509	98	300142655	39	14438	2	1100

6. The Summary of aforesaid postal ballot forms received including e-Voting is as under:

		I	II				
Particulars		In favour	vour Against				
	No. of		% of	No. of		% of	
	Postal	No. of Votes	total	Postal	No. of	total	
	Ballot	No. of votes	votes	Ballot	Votes	votes	
	Forms		polled	Forms		polled	
Resolution I	117	300106517	99.98	21	51449	0.02	
Resolution II	98	300142655	99.99	39	14438	0.01	

- 7. The postal ballot forms and all other papers relating to postal ballot, shall be under my safe custody till the Chairman signs the minutes and thereafter, the ballot papers and other related papers or register shall be handed over to Mr. Anandghan Bohra, Company Secretary of the Company.
- 8. Accordingly, the above two Special Resolutions as set out in the Postal Ballot Notice dated August 1, 2016 stand approved by the members of the Company with requisite majority.
- 9. You may accordingly declare the results of the voting by Postal Ballot and e-Voting.

Thanking you,

Date: September 17, 2016.

Place: Mumbai

Company Secretory M.No. 2023-CP No. 3373