



THE LEELA

PALACES HOTELS RESORTS

August 20, 2018

The Department of Corporate Services

BSE Limited

1st floor, Rotunda Building

B.S. Marg, Fort

Mumbai – 400 001

Stock Code: 500193

NCD Code: HLVL19DEC08

The Listing Department

National Stock Exchange of India

Limited

Exchange-Plaza,

Bandra Kurla Complex

Bandra (E)

Mumbai – 400 051

HOTELEELA

Dear Sir,

Sub: Declaration of the 37th Annual General Meeting Results and Scrutinizer's Report

This is to inform you that 37th Annual General Meeting of the Company was held on 20th August, 2018 at 11.00 A.M. at St. Andrews Auditorium, St. Dominic Road, Bandra West, Opposite Arya Vidya Mandir School, Behind Holy Family Hospital, Off Hill Road, Mumbai – 400 050.

All resolutions set out in the Notice of 37th Annual General Meeting have been duly approved and passed by the shareholders with requisite majority.

The details of voting results, in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are enclosed in the prescribed format together with the Report of the Scrutinizer.

Please take the above on record.

Thanking you,

Yours faithfully

For **Hotel Leelaventure Limited**


Alen Ferns
Company Secretary



Encl: as above

Regd. Office:

HOTEL LEEAVENTURE 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, East Delhi, Gurugram, Udaipur, Goa, Kovalam and Mahatma Mandir Convention and Exhibition Centre, Gandhinagar, Gujarat.

Upcoming Hotels: Jaipur, Hyderabad, Bhartiya City Bengaluru, Gandhinagar Gujarat and Agra.

Corporate Identity Number (CIN): L55101MH1981PLC024097

HOTEL LEELEAVENTURE LTD	
Date of the AGM/EGM	20-08-2018
Total number of shareholders on record date	86306
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	14
Public:	71
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	ORDINARY - Adoption of Audited Financial Statements of the Company (including Audited Consolidated Financial Statements) for the financial year ended 31st March, 2018 and the Reports of the Board of Directors and Auditors thereon.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes	No	No	No	No	No	No	No	No	No
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		
Promoter and Promoter Group	E-Voting		298068744	99.9939	298068744	0	100.0000	0.0000		
	Poll	298087074		0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)			0.0000	00	0	0.0000	0.0000		
	Total		298068744	99.9939	298068744	0	100	0		
Public- Institutions	E-Voting		22268897	90.4809	22268897	0	100.0000	0.0000		
	Poll	24611719		0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)			0.0000	00	0	0.0000	0.0000		
	Total		22268897	90.4809	22268897	0	100	0		
Public- Non Institutions	E-Voting		165398841	53.7266	165397091	1750	99.9989	0.0010		
	Poll	307852973		0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)			0.0000	00	0	0.0000	0.0000		
	Total		165494542	53.7577	165492712	1830	99.9989	0.0011		
	Total	630551766	485832183	77.0487	485830353	1830	99.9996	0.0004		



Resolution No.	ORDINARY - Appointment of Mr. Vijay Sharma (DIN 00138852) as an Independent Director.									
Whether promoter/ promoter group are interested in the agenda/resolution? Category	Yes	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		
Promoter and Promoter Group	E-Voting		298068744	99.9939	298068744	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)	298087074		0						
	Total		298068744	99.9939	298068744	0	100	0		
Public- Institutions	E-Voting		22268897	90.4809	22268897	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)	24611719		0						
	Total		22268897	90.4809	22268897	0	100	0		
Public- Non Institutions	E-Voting		95701	0.0311	95581	120	99.8746	0.1253		
	Poll		165398841	53.7266	165397091	1750	99.9989	0.0010		
	Postal Ballot (if applicable)	307852973		0						
	Total		165494542	53.7577	165492672	1870	99.9989	0.0011		
	Total	630551766	485832183	77.0487	485830313	1870	99.9996	0.0004		



Resolution No.	ORDINARY - Appointment of Ms. Saija Nair (DIN 03623949) as an Independent Director.									
Resolution required: (Ordinary/ Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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		
Promoter and Promoter Group	E-Voting		298068744	99.9939	298068744	0	100.0000	0.0000		
	Poll	298087074		0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)			0	00	0	0.0000	0.0000		
	Total		298068744	99.9939	298068744	0	100	0		
Public- Institutions	E-Voting		22268897	90.4809	408124	21860773	1.8327	98.1672		
	Poll	24611719		0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)			0	00	0	0.0000	0.0000		
	Total		22268897	90.4809	408124	21860773	1.8327	98.1673		
Public- Non Institutions	E-Voting		95701	0.0311	75181	20520	78.5582	21.4417		
	Poll	307852973		53.7266	165397091	1750	99.9989	0.0010		
	Postal Ballot (if applicable)			0	00	0	0.0000	0.0000		
	Total		165494542	53.7577	165472272	22270	99.9865	0.0135		
	Total	630551766	485832183	77.0487	463949140	21883043	95.4958	4.5042		



Resolution No.	ORDINARY - Sale of the Company's land in Pune to Leela Lace Holdings Private Limited, a related party.									
Resolution required: (Ordinary/ Special)	ORDINARY - Sale of the Company's land in Pune to Leela Lace Holdings Private Limited, a related party.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	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			
Promoter and Promoter Group	E-Voting	0	0.0000	00	0	0.0000	0.0000			
	Poll	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)	298087074	0	0.0000	00	0	0.0000			
	Total	0	0	0	0	0	0			
Public- Institutions	E-Voting	22268897	90.4809	408124	21860773	1.8327	98.1672			
	Poll	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)	24611719	0	0.0000	00	0	0.0000			
	Total	22268897	22268897	90.4809	408124	21860773	1.8327	98.1672		
Public- Non Institutions	E-Voting	95701	0.0311	75136	20565	78.5111	21.4888			
	Poll	165398841	53.7266	165397091	1750	99.9989	0.0010			
	Postal Ballot (if applicable)	307852973	0	0.0000	00	0	0.0000			
	Total	165494542	165494542	53.7577	165472227	22315	99.9865	0.0135		
Total	187763439	187763439	29.7776	165880351	21883088	88.3454	11.6546			



FORM No. MGT-13

Consolidated Scrutinizer Report

[Pursuant to rule section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

Name of Company	Hotel Leelaventure Limited
Meeting	37 th Annual General Meeting
Date & Time	August 20, 2018 AT 11:00 A.M.
Venue	St. Andrews Auditorium, St. Domnic Road, Bandra West, Opposite Arya Vidya Mandir School, Behind Holy Family Hospital, Off Hill Road, Mumbai - 400 050.

To,
Mr. Vivek Nair,
Chairman,
Hotel Leelaventure Limited,
The Leela Sahar,
Mumbai - 400059.

Dear Sir,

I, Prashant S. Mehta, Practicing Company Secretary appointed as Scrutinizer by the Board of the Directors of Hotel Leelaventure Limited at its meeting held on June 11, 2018 to conduct the remote electronic voting process and to scrutinize the physical ballot forms received from the shareholders at the Annual General Meeting held on August 20, 2018, hereby submit my report as under:

1. Pursuant to the Section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014, the Annual Reports along with the Notice of the 37th Annual General Meeting for the financial year 2017-18 had been sent electronically to all those Members whose email addresses are registered with the Company / Depository Participant for communication purposes and the dispatch was completed on July 27, 2018. For Members who have not registered their email addresses or have requested for hard copies of the Annual Report, copies have been sent at their registered address by Courier and the dispatch for the same has been completed on July 27, 2018.
2. The Annual Report along with the Notice convening the 37th Annual General Meeting was also placed on the website of the Company. The Members of the Company were given option to vote electronically on Remote E-Voting system, provided by Karvy Computershare Private Limited. ("KARVY")
3. The Remote E-voting period commenced on Friday, August 17, 2018 (9.00 a.m. IST) and ended on Sunday, August 19, 2018 (5.00 p.m. IST). Remote E-voting Portal was blocked at 5:00 P. M.

The members who were present at the Meeting but had not cast their votes by Remote E-voting were allowed to vote through ballot at Annual General Meeting.

Scrutinizer's Report - 2018



5. After the close of the meeting, as announced by the Chairman, ballot box kept for physical voting was locked in my presence with due identification marks placed. The locked ballot box was subsequently opened by me in the presence of two witnesses, Ms. Hinal Mehta and Ms. Dhara Shah who are not in employment of the Company and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents/ the Company and the authorizations / proxies lodged with the Company.
6. The register has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares, number of vote cast in favour and against. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining the list of shares with differential voting rights.
7. My responsibility as a scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the annual general meeting is conducted in a fair and transparent manner and render a consolidated report of the total votes cast in favour and against to the Chairman on the resolutions, based on the reports generated from the remote e-Voting system provided by KARVY and voting by use of ballots at the meeting.
8. I did not find any invalid/ defective forms.

The result of the voting is as under:

ORDINARY BUSINESS:

Resolution No.1- Ordinary Resolution

Adoption of Audited Financial Statements of the Company (including Audited Consolidated Financial Statements) for the financial year ended 31st March, 2018 and the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of Members voted electronically and through ballot (including proxies)	Number of votes cast by them	% of total number of valid votes cast
67	48,58,30,353	99.9996

(ii) Voted against the resolution:

Number of Members voted electronically and through ballot (including proxies)	Number of votes cast by them	% of total number of valid votes cast
4	1,830	0.0004

(iii) Invalid votes:

Number of Members voted electronically and through ballot (including proxies)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

*1 member holding 100 shares has abstained from voting.



SPECIAL BUSINESS:

Resolution No.2- Ordinary Resolution:

Appointment of Mr. Vijay Sharma (DIN 00138852) as an Independent Director.

(i) Voted in favour of the resolution:

Number of Members voted electronically and through ballot (including proxies)	Number of votes cast by Them	% of total number of valid votes cast
65	48,58,30,313	99.9996

(ii) Voted **against** the resolution:

Number of Members voted electronically and through ballot (including proxies)	Number of votes cast by Them	% of total number of valid votes cast
06	1,870	0.0004

(iii) Invalid votes:

Number of Members voted electronically and through ballot (including proxies)	Number of votes cast by Them	% of total number of valid votes cast
0	0	0

***1 member holding 100 shares has abstained from voting.**

Resolution No.3- Ordinary Resolution:

Appointment of Ms. Saija Nair (DIN 03623949) as an Independent Director.

(i) Voted in favour of the resolution:

Number of Members voted electronically and through ballot (including proxies)	Number of votes cast by them	% of total number of valid votes cast
60	46,39,49,140	95.4958

(ii) Voted **against** the resolution:

Number of Members voted electronically and through ballot (including proxies)	Number of votes cast by them	% of total number of valid votes cast
11	2,18,83,043	4.5042

(iii) Invalid votes:

Number of Members voted electronically and through ballot (including proxies)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

***1 member holding 100 shares has abstained from voting.**



Resolution No.4- Ordinary Resolution

Sale of the Company's land in Pune to Leela Lace Holdings Private Limited, a related party.

(i) Voted in favour of the resolution:

Number of Members voted electronically and through ballot (including proxies)	Number of votes cast by them	% of total number of valid votes cast
45	16,58,80,351	88.3454

(ii) Voted against the resolution:

Number of Members voted electronically and through ballot (including proxies)	Number of votes cast by them	% of total number of valid votes cast
13	2,18,83,088	11.6546

(iii) Invalid votes:

Number of Members voted electronically and through ballot (including proxies)	Number of votes cast by them	% of total number of valid votes cast
0	0	00

*15 members holding 29,80,87,174 have abstained from voting.

A softcopy containing a list of equity shareholders who voted "FOR"/ "AGAINST" and those who "ABSTAINED" for each resolution relating to Remote E- Voting and ballot & all other relevant records were sealed and handed over to Mr. Alen Ferns - Company Secretary of Hotel Leelaventure Limited authorized by the Board for safe keeping.

Based on the above results of voting, I report that all the above FOUR resolutions have been passed by the Shareholders with the requisite majority.

Thanking You,
Yours Faithfully,

Prashant S. Mehta
PRASHANT S. MEHTA
COMPANY SECRETARY
M. NO. 5814 CP. NO. 17341



Date: August 20, 2018
Place: Mumbai

Witness:

1. Hinal Mehta *Hinal*
2. Dhara Shah *Dhara*

SUMMARY OF E-VOTING AND BALLOT AT THE 37TH ANNUAL GENERAL MEETING OF HOTEL LEELAVENTURE LIMITED HELD ON AUGUST 20, 2018.

Resolution No. 1- Ordinary Resolution	Adoption of Audited Financial Statements of the Company (including Audited Consolidated Financial Statements) for the financial year ended 31st March, 2018 and the Reports of the Board of Directors and Auditors thereon.							
	Assent	%	Dissent	%	Total	%	Abstained	Total Votes Cast
Total No. of shares on E-Voting	32,04,33,262	100	80	0	32,04,33,342	100	100	32,04,33,342
Total No. of shares on Ballot	16,53,97,091	99.9989	1,750	0.0011	16,53,98,841	100	0	16,53,98,841
Total	48,58,30,353		1,830		48,58,32,183		100	48,58,32,183

Resolution No. 2- Ordinary Resolution	Appointment of Mr. Vijay Sharma (DIN 00138852) as an Independent Director.							
	Assent	%	Dissent	%	Total	%	Abstained	Total Votes Cast
Total No. of shares on E-Voting	32,04,33,222	100	120	0	32,04,33,342	100	100	32,04,33,342
Total No. of shares on Ballot	16,53,97,091	99.9989	1,750	0.0011	16,53,98,841	100	0	16,53,98,841
Total	48,58,30,313		1,870		48,58,32,183		100	48,58,32,183

Resolution No. 3- Ordinary Resolution	Appointment of Ms. Saija Nair (DIN 03623949) as an Independent							
	Assent	%	Dissent	%	Total	%	Abstained	Total Votes Cast
Total No. of shares on E- Voting	29,85,52,049	93.1713	2,18,81,293	6.8287	32,04,33,342	100	100	32,04,33,342
Total No. of shares on Ballot	16,53,97,091	99.9989	1,750	0.0011	16,53,98,841	100	0	16,53,98,841
Total	46,39,49,140		2,18,83,043		48,58,32,183		100	48,58,32,183

Resolution No. 4- Ordinary Resolution	Sale of the Company's land in Pune to Leela Lace Holdings Private Limited, a related party.							
	Assent	%	Dissent	%	Total	%	Abstained	Total Votes Cast
Total No. of shares on E- Voting	4,83,260	2.1608	2,18,81,338	97.8392	2,23,64,598	100	29,80,87,174	2,23,64,598
Total No. of shares on Ballot	16,53,97,091	99.9989	1,750	0.0011	16,53,98,841	100	0	16,53,98,841
Total	16,58,80,351		2,18,83,088		18,77,63,439		29,80,87,174	18,77,63,439

Thanking You,
Yours Faithfully,

Prashant S. Mehta

PRASHANT S. MEHTA
COMPANY SECRETARY
M. NO. 5814 CP. NO. 17341

Date: August 20, 2018; Place: Mumbai.

Scrutinizer's Report - 2018