

Date: 24/09/2018

To Department General Manager Bombay Stock Exchange Limited Phiroze Jeejabhoy Towers Dalal Street, Fort Mumbai - 400 001	To Listing Department National Stock Exchanges of India Limited Exchange Plaza , 5 th Floor, Plot No.C/1, G Block, Bandra- kurla Complex, Bandra(East) Mumbai - 400 051
Scrip Code : 523796	Scrip Code : VICEROY

Dear Sir/Madam,

Sub: Proceedings of 53rd Annual General Meeting.

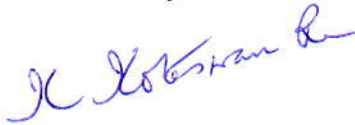
With reference to the captioned subject, we would like to inform you that the 53rd Annual General Meeting (AGM) of the Company was held on Monday, 24th September, 2018 at 11.00 AM at Hotel Marriott Convention Centre, Lower Tank Bund, Gandhinagar, Hyderabad-500080, Telangana.

As per requirement of Regulation 68 (2), Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of 53rd AGM of the Company are enclosed herewith at **Annexure-I**.

We request to take the same on your record.

Thanking You,
Yours Faithfully,

For Viceroy Hotels Limited



Karuchola Koteswara Rao

Resolution Professional

Registration No. IBBI/IPA-003/IP-N00039/2017-18/10301



Encl: A/a

VICEROY HOTELS LIMITED

Annexure-I

PROCEEDINGS OF THE 53RD ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF VICEROY HOTELS LIMITED HELD ON MONDAY, 24TH DAY OF SEPTEMBER, 2018.

The 53rd Annual General Meeting of Viceroy Hotels Limited was held on Monday, the 24th September, 2018 at 11.00 A.M at Hotel Marriot Convention Centre, Lower Tank Bund, Gandhinagar, Hyderabad - 500080, Telangana.

Honorable National Company Law Tribunal, Hyderabad Bench ('NCLT') has initiated Corporate Insolvency Resolution Process (CIRP) in respect of Viceroy Hotels Limited ("the Company") under the provisions of the Insolvency and Bankruptcy Code, 2016 ("the Code") with effect from 12th March, 2018.

In this connection, Mr. CMA Karuchola Koteswara Rao (IP Registration No. IBBI/IPA-003/IP-N00039/2017-18/10301) has been appointed as an Interim Resolution Professional (IRP) to carry out the activities relating to CIRP as per the rules, regulations and guidelines prescribed by the Code. Accordingly, the powers of the Board of Directors of Viceroy Hotels Limited (Corporate Debtor) stands suspended and such powers shall be vested with Mr. CMA Karuchola Koteswara Rao, Interim Resolution Professional is overseeing the management of affairs of the company. In the 1st COC Meeting held on 09.04.2018, the members of the COC appointed Mr. CMA Karuchola Koteswara Rao as the Resolution Professional (RP) of the Company.

Mr. CMA Karuchola Koteswara Rao, Resolution Professional chaired the meeting at 11.00 A.M and welcomed the Members of the company and called the meeting in order as the required quorum under Section 103 of the Companies Act, 2013 was present.

Notice of the Annual General Meeting since already circulated, was taken as read with permission of the members of the company.

Auditors' Report was taken as read as per the request of the members.

The Chairman invited the Members of the company to ask questions or seek clarifications on the Agenda items and thereafter the management of the Company along with the chairman clarified the queries raised by the Members of the company.



Company Secretary further stated that in compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to the Shareholders of the Company to enable them to cast their votes electronically on the items mentioned in the Notice, from September 21, 2018 (09.00 am.) to September 23, 2018 (05.00 pm). Further, it was informed that the Company had fixed September 16, 2018 as the Cut-off date for determining the eligibility to vote by electronic means or through ballot voting in the AGM.

Company Secretary informed that the Company has appointed Mr. M Ramana Reddy, Practicing Company Secretary (M. No: 37864 & CP No: 18415), Hyderabad as the Scrutinizer to scrutinize the votes cast by the shareholders through remote e-voting and ballot voting at the AGM venue. She further informed that the Company had made arrangements for ballot voting at the AGM venue to enable those shareholders, who could not exercise their right to vote through remote e-voting, to cast their vote in respect of business mentioned in the Notice of the 53rd AGM of the Company. She also informed that those shareholders who had cast their vote through remote e-voting can attend the Meeting but shall not be allowed to vote again at the Meeting.

Thereafter, Company Secretary read the items of the Ordinary Business to be transacted at the 53rd Annual General Meeting as detailed below and explained the procedure for casting vote on the resolutions mentioned below through ballot voting:-

ORDINARY BUSINESS:

1. To consider and adopt:

- i) The Audited Financial Statement of the Company for the year 2017-18 together with the Report of the Board of Directors and Auditors thereon; and
- ii) The audited Consolidated Financial Statement of the Company for the year 2017-18.

All the resolutions as per Notice of the 53rd Annual General Meeting of the Company are required to be passed- as ordinary resolutions. The result of e-voting and of the Ballot Papers along with scrutinizer's report will be announced within 48 hours after the conclusion of the Annual General Meeting.



After the ballot voting was completed, the Chairman formally announced the closure of business of 53rd AGM of the Company. There being no other business to transact, the meeting concluded at 11.55 AM. With a vote of thanks to the Chair proposed by Ms. Sonam Jaiswal, Company Secretary of the Company.

This is for your information and records.

Thanking You,
Yours Faithfully,

For Viceroy Hotels Limited



Karuchola Koteswara Rao
Resolution Professional

Registration No. IBBI/PA-003/IP-N00039/2017-18/10301

