



ORIENTAL HOTELS LIMITED

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

OHL:SEC:48-AGM_Results:2018 – 2019

July 26, 2018

To

The Manager – Listing Department
Bombay Stock Exchange Ltd.
II Floor, New Trading Ring
Rountana Building P J Towers,
Dalal Street, Mumbai : 400001
Symbol : ORIENTHOT

The Manager – Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor, Plot No. C/1
G Block, Bandra Kurla Complex
Bandra (E), Mumbai : 400051
Scrip Code : 500314

Dear Sir,

Sub:-Disclosure/submissions undertaking pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to the captioned subject, please find attached the following in respect to Annual General Meeting (AGM) of the Company held on July 25, 2018:-

1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 wherein all the resolutions proposed in the notice of AGM were passed with the requisite majority.
2. Report of Scrutinizer dated July 26, 2018, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

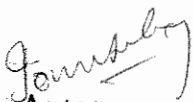
Please note that the documents referred above are also being uploaded on the website of the Company.

Kindly take on record the above.

Thanking you,

Yours faithfully,

For ORIENTAL HOTELS LIMITED


Tom Antony
Company Secretary

Encl.: as above

cc.: Luxembourg Stock Exchange
Societe de la Bourse
De Luxembourg S A B.P.165
L-2011 Luxembourg

ORIENTAL HOTELS LIMITED

Combined Results of E-voting and Polling of the 48th Annual General Meeting of the Company held on July 25, 2018

Date of AGM : 25-Jul-18

Total No. of Shareholders on record date : 25,913

No. of shareholders present in the meeting either in person or through proxy :

Promoters & Promoters Group 6

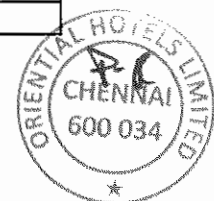
Public 3409

No. of shareholders attended the meeting through Video Conferencing :

Promoters & Promoters Group Nil

Public Nil

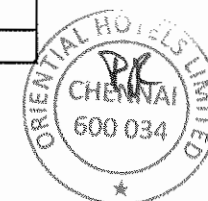
Promoter / Public	No of Shares held (1)	No of Votes Polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1)]*100	No of Votes in favour (4)	No. of votes Against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
RESOLUTION NO.: 1	To receive, consider and adopt the Audited Financial Statements for the financial year ended March 31, 2018 [Ordinary Resolution]						
PROMOTERS & PROMOTERS GROUP							
E-Voting	110139068	92486744	83.97%	92486744	0	100.00%	0.00%
Poll	110139068	0	0.00%	0	0	0.00%	0.00%
PUBLIC - INSTITUTION							
E-Voting	30888710	12556849	40.65%	12556849	0	100.00%	0.00%
Poll	30888710	0	0.00%	0	0	0.00%	0.00%
PUBLIC - NON INSTITUTION							
E-Voting	37571402	33378	0.09%	33078	300	99.10%	0.90%
Poll	37571402	7355	0.02%	7345	10	99.86%	0.14%



Promoter / Public	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
RESOLUTION NO.: 2	To receive, consider and adopt the Audited Consolidated Financial Statements for the year ended March 31, 2018 [Ordinary Resolution]						
PROMOTERS & PROMOTERS GROUP							
E-Voting	110139068	92486744	83.97%	92486744	0	100.00%	0.00%
Poll	110139068	0	0.00%	0	0	0.00%	0.00%
PUBLIC - INSTITUTION							
E-Voting	30888710	12556849	40.65%	12556849	0	100.00%	0.00%
Poll	30888710	0	0.00%	0	0	0.00%	0.00%
PUBLIC - NON INSTITUTION							
E-Voting	37571402	33378	0.09%	33048	330	99.01%	0.99%
Poll	37571402	7355	0.02%	6545	10	88.99%	0.14%
RESOLUTION NO.: 3	To appoint a Director in the palce of Mr. Ramesh D. Hariani (DIN:00131240), who retires by rotation and being eligible, offers himself for re- appointment [Ordinary Resolution]						
PROMOTERS & PROMOTERS GROUP							
E-Voting	110139068	92486744	83.97%	92486744	0	100.00%	0.00%
Poll	110139068	0	0.00%	0	0	0.00%	0.00%
PUBLIC - INSTITUTION							
E-Voting	30888710	15646418	50.65%	15646418	0	100.00%	0.00%
Poll	30888710	0	0.00%	0	0	0.00%	0.00%
PUBLIC - NON INSTITUTION							
E-Voting	37571402	33378	0.09%	31964	1414	95.76%	4.24%
Poll	37571402	7355	0.02%	6545	10	88.99%	0.14%
RESOLUTION NO.: 4	To appoint a Director in the palce of Mr. Pramod Ranjan (DIN:00887569), who retires by rotation and being eligible, offers himself for re- appointment [Ordinary Resolution]						
PROMOTERS & PROMOTERS GROUP							
E-Voting	110139068	92486744	83.97%	92486744	0	100.00%	0.00%
Poll	110139068	0	0.00%	0	0	0.00%	0.00%
PUBLIC - INSTITUTION							
E-Voting	30888710	15646418	50.65%	15646418	0	100.00%	0.00%
Poll	30888710	0	0.00%	0	0	0.00%	0.00%
PUBLIC - NON INSTITUTION							
E-Voting	37571402	32338	0.09%	30954	1384	95.72%	4.28%
Poll	37571402	7355	0.02%	6545	10	88.99%	0.14%



Promoter / Public	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
RESOLUTION NO.: 5	Ratification of Appointment of Auditors [Ordinary Resolution]						
PROMOTERS & PROMOTERS GROUP							
E-Voting	110139068	92486744	83.97%	92486744	0	100.00%	0.00%
Poll	110139068	0	0.00%	0	0	0.00%	0.00%
PUBLIC - INSTITUTION							
E-Voting	30888710	15646418	50.65%	15646418	0	100.00%	0.00%
Poll	30888710	0	0.00%	0	0	0.00%	0.00%
PUBLIC - NON INSTITUTION							
E-Voting	37571402	32678	0.09%	32064	614	98.12%	1.88%
Poll	37571402	7355	0.02%	6545	10	88.99%	0.14%
RESOLUTION NO.: 6	Appointment of Mr Giridhar Sanjeevi (DIN 06648008) as a Non-executive Director of the Company [Special Business - Ordinary Resolution]						
PROMOTERS & PROMOTERS GROUP							
E-Voting	110139068	92486744	83.97%	92486744	0	100.00%	0.00%
Poll	110139068	0	0.00%	0	0	0.00%	0.00%
PUBLIC - INSTITUTION							
E-Voting	30888710	15646418	50.65%	15646418	0	100.00%	0.00%
Poll	30888710	0	0.00%	0	0	0.00%	0.00%
PUBLIC - NON INSTITUTION							
E-Voting	37571402	33128	0.09%	32044	1084	96.73%	3.27%
Poll	37571402	7355	0.02%	6545	10	88.99%	0.14%
RESOLUTION NO.: 7	Appointment of Mr Puneet Chhatwal (DIN 07624616) as a Non-executive Director of the Company [Special Business - Ordinary Resolution]						
PROMOTERS & PROMOTERS GROUP							
E-Voting	110139068	92486744	83.97%	92486744	0	100.00%	0.00%
Poll	110139068	0	0.00%	0	0	0.00%	0.00%
PUBLIC - INSTITUTION							
E-Voting	30888710	15646418	50.65%	15646418	0	100.00%	0.00%
Poll	30888710	0	0.00%	0	0	0.00%	0.00%
PUBLIC - NON INSTITUTION							
E-Voting	37571402	32378	0.09%	31264	1114	96.56%	3.44%
Poll	37571402	7355	0.02%	6545	10	88.99%	0.14%



Promoter / Public	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
RESOLUTION NO.: 8	Appointment of Mr Harish Lakshman (DIN 00012602) as an Independent Director of the Company [Special Business - Ordinary Resolution]						
PROMOTERS & PROMOTERS GROUP							
E-Voting	110139068	92486744	83.97%	92486744	0	100.00%	0.00%
Poll	110139068	0	0.00%	0	0	0.00%	0.00%
PUBLIC - INSTITUTION							
E-Voting	30888710	15646418	50.65%	15646418	0	100.00%	0.00%
Poll	30888710	0	0.00%	0	0	0.00%	0.00%
PUBLIC - NON INSTITUTION							
E-Voting	37571402	32338	0.09%	31224	1114	96.56%	3.44%
Poll	37571402	7355	0.02%	6545	10	88.99%	0.14%
RESOLUTION NO.: 9	Payment of Commission to Non-executive Directors of the Company [Special Business - Ordinary Resolution]						
PROMOTERS & PROMOTERS GROUP							
E-Voting	110139068	92486744	83.97%	92486744	0	100.00%	0.00%
Poll	110139068	0	0.00%	0	0	0.00%	0.00%
PUBLIC - INSTITUTION							
E-Voting	30888710	15646418	50.65%	15646418	0	100.00%	0.00%
Poll	30888710	0	0.00%	0	0	0.00%	0.00%
PUBLIC - NON INSTITUTION							
E-Voting	37571402	32378	0.09%	22747	9631	70.25%	29.75%
Poll	37571402	7355	0.02%	6545	10	88.99%	0.14%
RESOLUTION NO.: 10	To consider and determine the fees for delivery of any document through a particular mode of delivery to a member [Special Business - Ordinary Resolution]						
PROMOTERS & PROMOTERS GROUP							
E-Voting	110139068	92486744	83.97%	92486744	0	100.00%	0.00%
Poll	110139068	0	0.00%	0	0	0.00%	0.00%
PUBLIC - INSTITUTION							
E-Voting	30888710	12556849	40.65%	12556849	0	100.00%	0.00%
Poll	30888710	0	0.00%	0	0	0.00%	0.00%
PUBLIC - NON INSTITUTION							
E-Voting	37571402	33678	0.09%	31764	1914	94.32%	5.68%
Poll	37571402	7355	0.02%	6545	10	88.99%	0.14%

For ORIENTAL HOTELS LIMITED

MANAGING DIRECTOR





**COMBINED SCRUTINIZER REPORT FOR REMOTE E-VOTING & PHYSICAL BALLOT
FOR ORIENTAL HOTELS LIMITED**

To,

The Chairman,

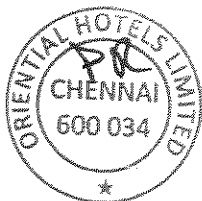
48th Annual General Meeting (AGM) of the Shareholders of Oriental Hotels Limited held on Wednesday, 25th July, 2018 at 9:00 a.m. at Sathguru Sri Gnanananda Hall, Narada Gana Sabha, 314, T.T.K Road, Chennai - 600 018.

Sub: Passing of resolution through Remote Electronic Voting and Physical Ballot at AGM conducted at the 48th AGM of Oriental Hotels Limited (the Company) held on Wednesday, 25th July, 2018

I, Deepa V Ramani, Practicing Company Secretary, having Membership No. 5574, CP No. 8760, Chennai, representing M/s. KSM Associates, Company Secretaries have been appointed as Scrutinizer by Oriental Hotels Limited (the Company) vide letter dated 13th June 2018 for the purpose of scrutinizing e-voting (remote e-voting) and voting by use of ballot at the Annual General Meeting in respect of the proposed resolutions for members approval at the 48th Annual General Meeting of the Company held on Wednesday, 25th July, 2018 at 9.00 a.m. at Sathguru Sri Gnanananda Hall, Narada Gana Sabha, 314, T.T.K Road, Chennai - 600 018.

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 to the shareholders of the Company from 9:00 a.m. on 22nd July, 2018 till 5:00 p.m. on 24th July, 2018. The Service Provider had provided a system for recording the votes of the shareholders electronically on all the items of the businesses (both Ordinary and Special businesses) sought to be transacted at the 48th 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 e-Voting.

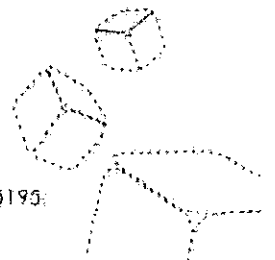


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Deepa V. Ramani

Company Secretaries | Trade Marks Attorneys | Compliance Advisors

Office No. 40, TNHB Complex, No. 180, Luz Church Road, Chennai - 600 004 Ph. 91-44-4333 5193.
www.ksmassociates.in





Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 relating to all the modes of voting {that is, through electronic means (by remote e-voting), voting by use of ballots at the AGM} by the shareholders on the resolutions/matters proposed in the Notice of the 48th 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 processes by remote e-Voting and by use of ballot at the AGM (**Physical Ballot**) are conducted in a fair and transparent manner and render a Combined 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 and based on data compiled by Integrated Registry Management Services Private Limited, Chennai the Registrar and Share Transfer Agents of the Company, for voting by use of ballots at the meeting.

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 20th July, 2018. As on that date the Company had 25,913 (Twenty-Five Thousand Nine Hundred and Thirteen) shareholders.

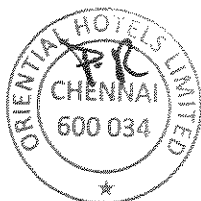
The Company had sent the Notices of the AGM by email to 14,571 (Fourteen Thousand Five Hundred and Seventy-One) shareholders whose email ids were made available by them to the Company. Further, the Company had sent physical notices by Speed Post to 5,539 (Five Thousand Five Hundred and Thirty-Nine) shareholders and by Registered post to 5,803 (Five Thousand Eight Hundred and Three) shareholders. The Shareholders were given access to the Notice electronically by following the URL link, as on the date of signing this Report-

http://orientalhotels.co.in/wp-content/uploads/2018/06/OHL_Annual-Report_2017-18.pdf

The Notices sent (both through email and physical form) 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 three days from 9:00 a.m. on 22nd July, 2018 till 5:00 p.m. on 24th July, 2018.

The Company also released an advertisement, which was published more than 21 days in advance of the date of the AGM, on 2nd July 2018 in English newspaper "The Financial Express" and in Tamil newspaper "Dinamani Chennai".



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Deepa V. Ramani

Company Secretaries | Trade Marks Attorneys | Compliance Advisors

Office No. 40, TNHB Complex, No. 180, Luz Church Road, Chennai - 600 004. Ph: 91-44-4353 5195
www.kmassociates.net



At the end of the voting period on 24th July, 2018 at 5.00 p.m., the voting portal of the Service Provider was blocked forthwith. On 25th July, 2018, the votes casted through e-Voting facility was duly unblocked after the conclusion of the Annual General Meeting and results were downloaded from NSDL website by me as a Scrutinizer in the presence of Ms. Anuradha U and Mr. Avinash Viswanathan who are not in employment of the Company and acted as witnesses, as prescribed in sub rule 3 (xii) of the said rule 20.

At the 48th AGM of the Company, members present at the venue of the AGM were allowed to cast their vote through ballot (Physical Ballot). The ballot papers were distributed to the shareholders present at the venue. The shareholders casted their votes in the two ballot boxes kept at the convenient locations in the venue.

After announcement by the Chairman for voting through Physical Ballot, the boxes kept for voting were checked as empty and then locked in our presence with due identification marks placed by us. After completion of voting through Physical Ballot, the locked ballot boxes were opened in our presence and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company/Registrar and Share Transfer Agents of the Company.

The ballot papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

The votes cast through e-Voting were considered as final in cases where member(s) have also voted by Physical Ballot at the AGM.

The result of the remote e-Voting together with Physical Ballot at the AGM is as under:

(A) Consolidated

Number of Members who casted their votes	Total number of Shares held by them	Total number of Valid votes (as per details provided under each one of the Resolutions mentioned hereunder)
109 (through e-Voting)	10,81,66,840	Various as mentioned under each of the Resolution
7 (by way of Physical Ballot at AGM)	7,355	Various as mentioned under each of the Resolution



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Deepa V. Ramani

Company Secretaries | Trade Marks Attorneys | Compliance Advisors

Office No 40 TNHB Complex, No. 180, Luz Church Road, Chennai - 600 004. Ph: 91-44-4353 5195
www.kmassociates.net

(B) Item-wise

Ordinary Business

Agenda No. 1:

To receive, consider and adopt:

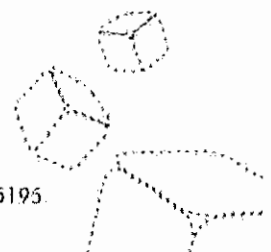
The Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Board of Directors and Auditors thereon.

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
E-voting	10,50,76,671	300	-
Physical Ballot at AGM	7,345	10	-
Total	10,50,84,016	310	
Total - % (approx.)	100%	0	



Deepa V. Ramani



Agenda No. 2:

To receive, consider and adopt:

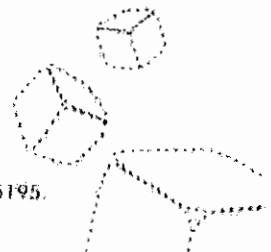
The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the report of the Auditors thereon.

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
E-voting	10,50,76,641	330	-
Physical Ballot at AGM	6,545	10	-
Total	10,50,83,186	340	
Total - % (approx.)	100	0	



Deepa V. Ramani



Agenda No. 3:

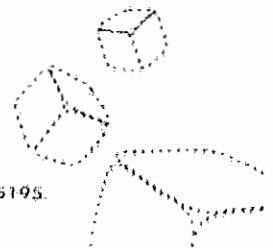
To appoint a Director in place of Mr. Ramesh D. Hariani (DIN: 00131240), who retires by rotation and being eligible offers himself for re-appointment.

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
E-voting	10,81,65,126	1,414	-
Physical Ballot at AGM	6,545	10	-
Total	10,81,71,671	1,424	
Total - % (approx..)	99.999	0.001	



Deepa V. Kamani



Agenda No. 4:

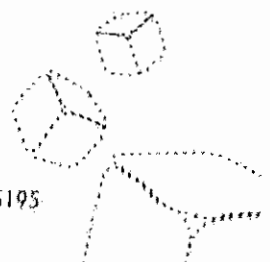
To appoint a Director in place of Mr. Pramod Ranjan (DIN: 00887569), who retires by rotation and being eligible, offers himself for re-appointment

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
E-voting	10,81,64,116	1,384	-
Physical Ballot at AGM	6,545	10	-
Total	10,81,70,661	1,394	
Total - % (approx.)	99.999	0.001	



Deepa V. Ramani



Agenda No. 5:

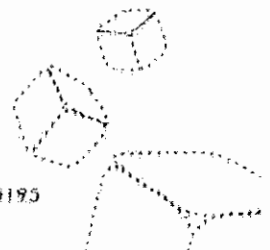
Ratification of Appointment of Auditors.

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
E-voting	10,81,65,226	614	-
Physical Ballot at AGM	6,545	10	-
Total	10,81,71,771	624	
Total - % (approx..)	99.999	0.001	



Deepa V. Ramani



Special Business:

Agenda No. 6:

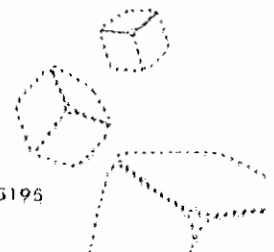
Appointment of Mr. Giridhar Sanjeevi (DIN: 06648008) as a Non-Executive Director of the Company

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
E-voting	10,81,65,206	1,084	-
Physical Ballot at AGM	6,545	10	-
Total	10,81,71,751	1,094	
Total - % (approx..)	99.999	0.001	



Deepa V Kamani



Agenda No. 7:

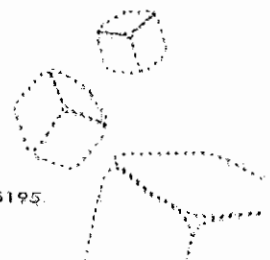
Appointment of Mr. Puneet Chhatwal (DIN: 07624616) as a Non-Executive Director of the Company

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
E-voting	10,81,64,426	1,114	-
Physical Ballot at AGM	6,545	10	-
Total	10,81,70,971	1,124	
Total - % (approx..)	99.999	0.001	



Deepa V. Damani





Agenda No. 8:

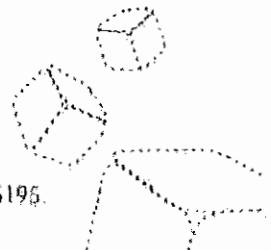
Appointment of Mr. Harish Lakshman (DIN: 00012602) as an Independent Director of the Company

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
E-voting	10,81,64,386	1,114	-
Physical Ballot at AGM	6,545	10	-
Total	10,81,70,931	1,124	
Total - % (approx..)	99.999	0.001	



Deepa V. Ramani

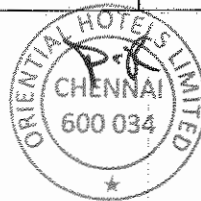


Agenda No. 9:

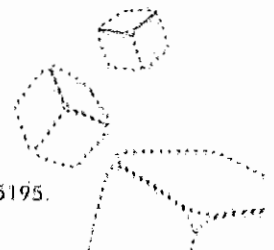
Payment of Commission to Non-Executive Directors of the Company

Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
E-voting	10,81,55,909	9,631	-
Physical Ballot at AGM	6,545	10	-
Total	10,81,62,454	9641	
Total - % (approx..)	99,991	0.009	



Deepa V. Ramani



Agenda No. 10:

To consider and determine the fees for delivery of any document through a particular mode of delivery to a member

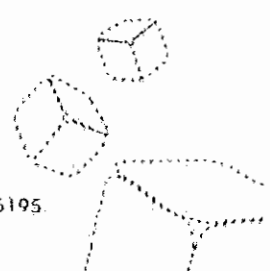
Type of Resolution: Ordinary Resolution

Manner of Voting	Votes in favour of the resolution	Votes against the resolution	Invalid votes
E-voting	10,50,75,357	1,914	-
Physical Ballot at AGM	6,545	10	-
Total	10,50,81,902	1,924	
Total - % (approx..)	99.998	0.002	



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Deepa V. Ramani





All the Resolutions/Matters indicated in the notice to the said Annual General Meeting stand passed under e-Voting and Physical Ballot at the Annual General Meeting with the combined requisite majority.

We hereby confirm that we are maintaining the Registers received from the Service Provider electronically, in respect of the votes cast through e-Voting and all other papers including the physical ballot papers through which votes were casted by the shareholders of the Company at the said Annual General Meeting. We shall be arranging to handover these records to the Chairman or the Company Secretary of the Company or any other authorised person in due course as prescribed in Rule 20 of the Companies (Management and Administration) Rules, 2014.

Sincerely yours,

For KSM Associates, Company Secretaries

Deepa V Ramani

DEEPA V RAMANI

Partner

FCS - 5574; CP - 8760



Place: Chennai

Dated 26th July 2018

Witness 1:

Name

V. Anuradha
: ANURADHA V

Address

: T-20, E BLOCK,
LUZ GOLDEN ENCLAVE,
TNHB COMPLEX, 180,
LUZ CHURCH ROAD, MYLAPORE,
CHENNAI - 600 034

Occupation

: SERVICE

Witness 2:

Name

Avinash Viswanathan

Address

: AVINASH VISWANATHAN
14/A, ASTALAKSHMI NAGAR,
3RD MAIN ROAD, ALAPPAKKAM,
CHENNAI - 600 116

Occupation

: SERVICE



For ORIENTAL HOTELS LIMITED

P. R.

MANAGING DIRECTOR

