

ROBUST HOTELS LIMITED

CIN: L55101TN2007PLC062085

Registered Office: No. 365, Anna Salai, Teynampet, Chennai – 600 018.

☎ 044 6100 1256 ✉ info_rhl@sarahotels.com 🌐 www.robusthotels.in

21st August, 2025

To,

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001	National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai-400 051
Type of Security: Equity shares Scrip Code : 543901	Type of Security: Equity shares NSE Symbol : RHL

Dear Sir/Madam,

Subject : Submission of voting results along with the Scrutinizer's report of the 18th Annual General Meeting of the Company held on 21st August, 2025

Ref : Intimation under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you the following:

We are enclosing herewith the voting results of the 18th Annual General Meeting of the Company held on 21st August, 2025 as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the consolidated report of the Scrutinizer on remote e-voting and e-voting at the AGM dated 21st August, 2025.

Kindly take the above on record.

Thanking You

With regards,

For Robust Hotels Limited



**Yasotha Benazir N
Company Secretary & Compliance officer**

ROBUST HOTELS LIMITED
CIN-L55101TN2007PLC062085
Registered office: 365, Anna Salai, Teynampet, Chennai - 600018
Tel: +91 44 6100 1256 Email: Info_rhl@sarafhotels.com

Details of Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

S.No.	Particulars	Details
1	Date of Annual General Meeting	21.08.2025
2	Total Number of shareholders on cut-off date i.e. 14th August, 2025	8213
3	No. of Shareholders present in the meeting either in person or through proxy or through authorised representative:	Not Applicable
	Promoters and Promoter Group	
	Public	
4	No. of Shareholders attended the meeting through video conferencing:	
	Promoters and Promoter Group	2
	Public	84



Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2025, the report of the board of directors and 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	11349179	11349179	100.0000	11349179	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11349179	11349179	100.0000	11349179	0	100.0000
Public- Institutions	E-Voting	37947	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		37947	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	5904570	1745248	29.5576	1745215	33	99.9981	0.0019
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5904570	1745248	29.5576	1745215	33	99.9981
Total	Total	17291696	13094427	75.7267	13094394	33	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Arun Kumar Saraf (DIN: 00339772), 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	11349179	11349179	100.0000	11349179	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11349179	11349179	100.0000	11349179	0	100.0000
Public- Institutions	E-Voting	37947	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		37947	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	5904570	1745248	29.5576	1743853	1395	99.9201	0.0799
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5904570	1745248	29.5576	1743853	1395	99.9201
Total	Total	17291696	13094427	75.7267	13093032	1395	99.9893	0.0107
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider the re-appointment of Mr. Mahendran S as Manager 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		11349179	100.0000	11349179	0	100.0000	0.0000
	Poll	11349179	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	11349179	11349179	100.0000	11349179	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	37947	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	37947	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		1745248	29.5576	1745163	85	99.9951	0.0049
	Poll	5904570	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	5904570	1745248	29.5576	1745163	85	99.9951	0.0049
Total	Total	17291696	13094427	75.7267	13094342	85	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Consider Re-appointment of Mr. Pawan Kumar Sikka (DIN: 07232389) as a Non-Executive Independent Director of the Company for a second term.				
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		11349179	100.0000	11349179	0	100.0000	0.0000
	Poll	11349179	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	11349179	11349179	100.0000	11349179	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	37947	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	37947	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		1745248	29.5576	1745163	85	99.9951	0.0049
	Poll	5904570	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	5904570	1745248	29.5576	1745163	85	99.9951	0.0049
Total	Total	17291696	13094427	75.7267	13094342	85	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve the increase in limit under regulation 23 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015				
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	11349179	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11349179	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	37947	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		37947	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	5904570	1745248	29.5576	1744165	1083	99.9379	0.0621
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5904570	1745248	29.5576	1744165	1083	99.9379
Total	Total	17291696	1745248	10.0930	1744165	1083	99.9379	0.0621
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider the appointment of secretarial auditor for 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		11349179	100.0000	11349179	0	100.0000	0.0000
	Poll	11349179	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	11349179	11349179	100.0000	11349179	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	37947	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	37947	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		1745248	29.5576	1745163	85	99.9951	0.0049
	Poll	5904570	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	5904570	1745248	29.5576	1745163	85	99.9951	0.0049
Total	Total	17291696	13094427	75.7267	13094342	85	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





REPORT OF SCRUTINIZER (E-VOTING)

[Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman of the Annual General Meeting,
Robust Hotels Limited,
CIN: L55101TN2007PLC062085
365, Anna Salai, Teynampet, Chennai TN 600018 IN

Dear Sir,

Sub: Report of Scrutinizer on Remote e-voting and e-voting conducted at the Annual General Meeting (AGM) held on Thursday, the 21st day of August, 2025 through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

I, V. Mahesh, Practicing Company Secretary of V. Mahesh & Associates, has been appointed by the Board of Directors of M/s. Robust Hotels Limited as a Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read along with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

The management of the Company is responsible to ensure Compliance with the requirements of the Companies Act, 2013, Rules and Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India relating to voting through electronic means on the resolutions contained in the notice. My responsibility as a Scrutinizer for the e-voting process is restricted to providing the Scrutinizer's report pertaining to the votes casted "in favour" or "against" the resolutions stated in the notice of the AGM, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the Authorized Agency to provide e-voting facilities, engaged by the Company.



1 | Page

Scrutinizer's Report on e-voting for the AGM of M/s. Robust Hotels Limited

Branch at : Tirupur


Further to the above, I submit my report as under:

1. The Annual General Meeting ("AGM") was convened through VC/OAVM without the physical presence of the Members in compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Members of the Company as on the "Cut-off date/Record date" i.e 14th August, 2025 were entitled to vote on resolutions as set out in the notice of AGM.
3. The remote e-voting period was kept open from 18th August, 2025 at 09.00 A.M (IST) till 20th August, 2025 at 05.00 P.M. (IST).
4. The Members of the Company who couldn't cast their vote through remote e-voting prior to the AGM were given an option to cast their vote until the closure of the Annual General Meeting.
5. E-voting was unblocked after completion of voting process i.e. on Thursday, 21st August, 2025 in the presence of 2 witnesses, who are not in employment of the Company and who have appended their signature as witnesses thereto hereunder:

Witness No. 1


[SURIYA KIRTHIKA]

Witness No. 2


[ANANTHA KRISHNA]
PRASAD. V

6. Thereafter, the details containing the list of Equity Shareholders, who voted "for" or "against" each of the resolutions were generated from the website of the E-Voting agency (CDSL) <https://www.evotingindia.com> and based on the information generated, the result of the e-voting are as under.



ORDINARY BUSINESS & ORDINARY RESOLUTION

Item No.1: - TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025 THE REPORT OF BOARD OF DIRECTORS AND AUDITORS THEREON.

Voted In favor of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
98	13094394	99.99%

Voted against the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
14	33	0.01%

Abstained from Voting:

Number of Members who abstained	Total Number of votes cast by them
	NA

Item No.2: - TO APPOINT A DIRECTOR IN PLACE OF MR. ARUN KUMAR SARAF (DIN: 00339772) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR REAPPOINTMENT.

Voted in favor of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
94	13093032	99.98%

Voted against the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
18	1395	0.02%



Abstained from Voting:

Number of Members who abstained	Total Number of votes cast by them
NA	

SPECIAL BUSINESS & SPECIAL RESOLUTION**Item No.3: - TO CONSIDER THE RE-APPOINTMENT OF MR. MAHENDRAN S AS MANAGER OF THE COMPANY:**

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and other applicable provisions of the Companies Act, 2013 read with Schedule V of the Act and the rules made thereunder and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) or any other law and based on the recommendations of the Nomination & Remuneration Committee and the Board, the consent of the shareholders be and is hereby accorded to re-appoint Mr. Mahendran S (PAN: BJWPM3841F) as Manager of the Company from 09th August 2024 to hold office up to 30th September 2026 for a remuneration not exceeding Rs. 16,00,000/- (Rupees Sixteen lakhs only) per annum”.

“RESOLVED FURTHER THAT the remuneration payable to Mr. Mahendran S - Manager be revised/ varied/ altered/ amended as per the terms that may be determined by the Nomination and Remuneration Committee from time to time and approved by the Board, which shall not exceed the maximum amount payable to Manager in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder read with Schedule V to the Act, including any statutory modification or re-enactment thereof;”

“RESOLVED FURTHER THAT the aggregate of salary, perquisites and allowances of Mr. Mahendran S in any one financial year shall not exceed the limit prescribed under Section 197 read with Schedule V of the Companies Act, 2013 (including applicable rules, if any) amended from time to time;

“RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Mahendran S, Manager be paid the minimum remuneration as specified in Section II of Part II of Schedule V to the Companies Act, 2013 as in force in each financial year;”

“RESOLVED FURTHER THAT in addition to the remuneration, Mr. Mahendran S, Manager shall be eligible for reimbursement of expenses incurred relating to official purposes as per the Company Policy from time to time;”



"RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to hereinafter include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

"RESOLVED FURTHER THAT Ms. Yasotha Benazir N, Company Secretary be and is hereby authorized to file necessary forms with the Registrar of Companies (Ministry of Corporate Affairs) and to do all such acts, deeds and things as may be necessary and incidental thereto;"

"RESOLVED FURTHER THAT Ms. Yasotha Benazir N, Company Secretary be and is hereby authorized to sign the certified copy of this resolution to be given as and when required."

Voted in favor of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
97	13094342	99.99%

Voted against the resolution:

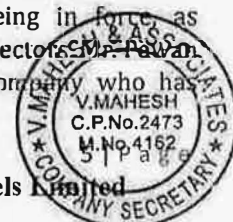
Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
15	85	0.01%

Abstained from Voting:

Number of Members who abstained	Total Number of votes cast by them
NA	

Item No.4: - TO CONSIDER RE-APPOINTMENT OF MR. PAWAN KUMAR SIKKA (DIN: 07232389) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR THE SECOND TERM:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Qualifications of Directors) Rules, 2014 & Regulation 17 of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015, (including any amendment(s), statutory modification(s), variation(s) and/or re-enactment(s) thereof for the time being in force, as recommended by the Nomination & Remuneration Committee and the Board of Directors, Mr. Pawan Kumar Sikka (DIN: 07232389), Non-Executive Independent Director of the Company who has



Scrutinizer's Report on e-voting for the AGM of M/s. Robust Hotels Limited

submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, be and is hereby re-appointed as Non-Executive Independent Director of the Company for the second term of 2 years with effect from 21st September, 2025 till 21st September, 2027.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to hereinafter include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution), be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.”

“RESOLVED FURTHER THAT Ms. Yasotha Benazir N, Company Secretary be and is hereby authorized to file necessary forms with the Registrar of Companies (Ministry of Corporate Affairs) and to do all such acts, deeds and things as may be necessary and incidental thereto;”

“RESOLVED FURTHER THAT Ms. Yasotha Benazir N, Company Secretary be and is hereby authorized to sign the certified copy of this resolution to be given as and when required.”

Voted in favor of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
97	13094342	99.99%

Voted against the resolution:

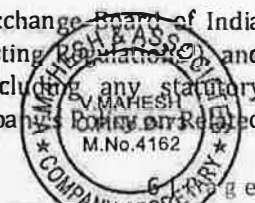
Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
15	85	0.01%

Abstained from Voting:

Number of Members who abstained	Total Number of votes cast by them
	NA

Item No.5: - TO APPROVE THE INCREASE IN LIMIT UNDER REGULATION 23 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

“RESOLVED THAT pursuant to regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and other applicable provisions of Companies Act, 2013 (“Act”), and including any statutory modification(s) or re-enactment thereof for the time being in force, the Company’s Board of Directors be and is hereby authorized to file necessary forms with the Registrar of Companies (Ministry of Corporate Affairs) and to do all such acts, deeds and things as may be necessary and incidental thereto;”



Scrutinizer’s Report on e-voting for the AGM of M/s. Robust Hotels Limited

Party Transactions and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to enter/continue to enter into Material Related Party Transaction(s)/Contract(s)/Arrangement(s)/Agreement(s) including the providing and/or receiving of loans or guarantees or securities or making investments, or any other transactions of whatever nature (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with NOVAK HOTELS PRIVATE LIMITED, a related party, pursuant to Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, for a period of 2 years, for an aggregate value not exceeding Rs. 250,00,00,000 (Rupees two hundred fifty crores only) (increased from Rs. 175 crores to Rs. 250 crores) on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between the related party and the Company, notwithstanding that such transactions may exceed 10% of the Consolidated Turnover of the Company in any financial year or such other threshold limits as may be specified by the Listing Regulations from time to time, upto such extent and on such terms and conditions as the Board of Directors may deem fit, in the normal course of business and on arm's length basis."

"RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Company and any duly constituted/to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution) be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to this Resolution."

"RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and are hereby approved, ratified and confirmed in all respects."

"RESOLVED FURTHER THAT Mrs. Yasotha Benazir N, Company Secretary of the Company, be and is hereby authorized to sign and certify the copy of this resolution as may be required and submit the same to any other authorities concerned for its record and compliance."



Voted in favor of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
93	1744165	99.93%

Voted against the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
15	1083	0.07%

Abstained from Voting:

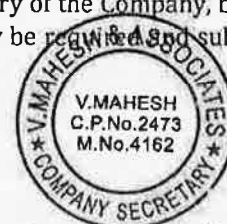
Number of Members who abstained	Total Number of votes cast by them
4	11349179

Item No.6: - TO CONSIDER THE APPOINTMENT OF SECRETARIAL AUDITOR FOR THE COMPANY

“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the recommendation of the audit committee and the Board of Directors of the Company, consent of the Shareholders be and is hereby accorded for appointment of M/s. V. Mahesh & Associates, Company Secretaries (C.P No. 2473) as the Secretarial Auditor of the Company for a period of five (5) years, commencing from, financial year 2025-26 till financial year 2029-30, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors.”

“RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

RESOLVED FURTHER THAT Mrs. Yasotha Benazir N, Company Secretary of the Company, be and is hereby authorized to sign and certify the copy of this resolution as may be required and submit the same to any other authorities concerned for its record and compliance.”



Voted in favor of the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
97	13094342	99.99%

Voted against the resolution:

Number of Members voted	Number of Votes cast by them	% of total number of valid votes cast
15	85	0.01%

Abstained from Voting:

Number of Members who abstained	Total Number of votes cast by them
	NA



For V. Mahesh & Associates

MAHESH
VENKATAR
AMAN

Digitally signed by
MAHESH
VENKATARAMAN
Date: 2025.08.21
17:35:25 +05'30'

V. Mahesh

Practicing Company Secretary

M. No: F4162

CP No: 2473

UDIN: F004162G001052451

Peer Review Cert. No: 2107/2022

Date : 21.08.2025

Place: Chennai