



**ROYAL ORCHID HOTELS LTD.,**

Regd. Office:  
1, Golf Avenue, adjoining KGA Golf Course,  
HAL Airport Road, Kodihalli, Bangalore - 08, India.  
T: +91 80 406 12345, F: +91 80 25203366  
CIN: L55101KA1986PLC007392  
E: investors@royalorchidhotels.com

**Date: 05.05.2026**

To,  
The Manager,  
Listing Compliance,  
Department of Corporate Services,  
**BSE Limited,**  
Floor 25, P. J. Towers,  
Dalal Street,  
Mumbai – 400 001  
**BSE Scrip Code: 532699**

To,  
The Manager,  
Listing Compliance,  
Department of Corporate Services,  
**National Stock Exchange of India Limited,**  
Exchange Plaza, Plot no. C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai – 400 051  
**NSE Scrip Symbol: ROHLTD**

Dear Sir/Ma'am,

**Sub: Submission of Scrutinizers' Report for the Remote E-Voting conducted through Postal Ballot of the Company**

In continuation to our intimations dated April 02, 2026, we are enclosing herewith, the Scrutinizers' Report on Remote E-Voting conducted through Postal Ballot Notice dated April 02, 2026.

The above information is also being uploaded on the Company's website, viz., [www.royalorchidhotels.com](http://www.royalorchidhotels.com).

Kindly take the above information on record.

**For ROYAL ORCHID HOTELS LIMITED**

**AMIT JAISWAL  
CHIEF FINANCIAL OFFICER**

**Encl: as above**



## SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the  
Companies (Management and Administration) Rules, 2014]

To,  
**The Chairman,**  
**Royal Orchid Hotels Limited**  
**No. 1, Golf Avenue, Adjoining KGA Golf Course,**  
**HAL Airport Road, Kodihalli**  
**Bengaluru-560008**

Dear Sir,

1. The Board of Directors of the Company in the Board meeting held on February 14, 2026 appointed me as a Scrutinizer for scrutinizing the Postal Ballot through remote e-voting process.

I submit my report as under:

As per General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and 03/2025 September 22, 2025 in relation to "Clarification on passing of ordinary and special resolutions by Companies under the Companies Act, 2013 and the rules made thereunder" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), the Company has sent the Postal Ballot Notice dated April 02, 2026 on April 02, 2026 by email only to the members whose email ids were available with the Company / Registrar and Share Transfer Agent (RTA). The Notice of Postal Ballot was sent to the members whose name(s) appeared on the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on cut-off date i.e., Friday, March 27, 2026.



- 2.1 Particulars of votes cast through electronic means only have been entered in the register separately maintained for the purpose.
  - 2.2 Since there was no voting by physical Postal Ballot form, the question of keeping them under my safe custody before commencing the scrutiny does not arise.
  - 2.3 The votes cast through electronic means were unblocked on Sunday, May 03, 2026, at 05:01 PM.
  - 2.4 Votes cast through electronic means were scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company / list of beneficiaries as on Friday, March 27, 2026.
  - 2.5 Votes cast through electronic means up to 5.00 PM on Sunday, May 03, 2026, being the last time and date fixed by the Company for voting through electronic means were considered for my scrutiny.
  - 2.6 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing Postal Ballot form received after due date and up to the date of this report does not arise.
  - 2.7 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing Postal Ballot forms returned undelivered also does not arise.
  - 2.8 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot paper too does not arise.
2. A summary of votes cast through electronic means is given in **Annexure-I**.
  3. I have emailed all the e-registers and records relating to e-voting for the safe custody to the CFO/ Chairman.





**Annexure I**  
**Royal Orchid Hotels Limited**  
**No. 1, Golf Avenue, Adjoining KGA Golf Course,**  
**HAL Airport Road, Kodihalli Bengaluru-560008**

Summary of votes cast through electronic means for the resolutions mentioned in the Postal  
Ballot Notice dated April 02, 2026

- 1. TO CONSIDER AND APPROVE THE PROPOSAL FOR CHANGE IN DESIGNATION OF MR. KESHAV BALJEE (DIN: 00344855) FROM NON-EXECUTIVE DIRECTOR TO WHOLE-TIME DIRECTOR DESIGNATED AS AN EXECUTIVE DIRECTOR.**

*Special Resolution*

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 27/03/2026) 2,74,25,215 Equity Shares
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Re. 10/- each)	
(a) Total e-votes received.	91	1,87,85,248	68.50
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	Nil	Nil	Nil
(c) Net valid e-votes (as per register)	91	1,87,85,248	68.50
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	75	1,76,07,727	93.73
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	16	11,77,521	6.27



2. TO CONSIDER AND APPROVE THE PROPOSAL FOR INCREASING THE REMUNERATION OF MR. ARJUN BALJEE, PRESIDENT OF THE COMPANY WHO IS HOLDING OFFICE/ PLACE OF PROFIT

*Ordinary Resolution*

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e., 27/03/2026) 2,74,25,215 Equity Shares
	No. of members voted through e-voting system	No. of votes cast through e-voting system. (Equity Shares of Re. 10/- each)	
(a) Total e-votes received.	91	1,87,85,248	68.50
(b) <b>Less:</b> Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	Nil	Nil	Nil
(c) Net valid e-votes (as per register)	91	1,87,85,248	68.50
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	71	1,76,07,201	93.73
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	20	11,78,047	6.27

