



**ROYAL ORCHID HOTELS LTD.,**

Regd. Office :  
1, Golf Avenue, Adjoining KGA Golf Course,  
HAL Airport Road, Kodihalli, Bangalore - 560 008, India.  
T +91 80 41783000, F : +91 80 252 03366  
www.royalorchidhotels.com  
CIN : L55101KA1986PLC007392  
email : investors@royalorchidhotels.com

**Date: September 25, 2025**

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/Madam,

**Sub: Proceedings of 39<sup>th</sup> Annual General Meeting of the Company held on 25.09.2025**

Pursuant to Regulation 30 - Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to inform you that the 39<sup>th</sup> Annual General Meeting of the Company was duly convened and held on 25<sup>th</sup> September, 2025 at **11:00 A.M.** through Video Conferencing / Other Audio Visual Means and we are enclosing herewith, a summary of Proceedings of the 39<sup>th</sup> Annual General Meeting of the Company as **Annexure “A”**.

Further, the consolidated result of Remote Electronic Voting opted by the Company conducted at the Annual General Meeting, along with the Scrutinizers' Report shall be submitted separately. The same shall be displayed on the website of the Company at [www.royalorchidhotels.com](http://www.royalorchidhotels.com).

This is for the information of the Exchange and members thereof.

You are requested to take same on record.

Thanking you,  
Yours Sincerely,  
For **ROYAL ORCHID HOTELS LIMITED**

**RANABIR SANYAL**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**  
**FCS:7814**

**Encl: As Above**



## Annexure "A"

### **Summary of the Proceedings of 39th Annual General Meeting of the Company** **(Commenced at 11:00 A.M. & concluded at 11:53 A.M.)**

Mr. Chander K. Baljee Chairman & Managing Director of the Company, took the chair. The Chairman of the meeting stated that requisite quorum was present, the Chairman called the Meeting to order. All Directors including Statutory and Secretarial Auditors attended the Meeting. The Chairman delivered his speech and the Notice and Directors Report was taken as read with the consent of the members. The Statutory audit report has one Audit qualification and Mr. Amit Jaiswal, Chief Financial Officer of the Company, read out the Audit qualification and briefed the members about the same during the meeting and then the Auditors Report was taken as read.

The members were briefed the following Agenda items as per the Notice of AGM dated 13.08.2025.

<b>S. No.</b>	<b>Details of Agenda</b>	<b>Resolution Required</b>
<b>1.</b>	<b>a.</b> To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon. <b>b.</b> To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Report of the Auditors thereon.	<b>Ordinary</b>
<b>2.</b>	To declare Final Dividend of Rs 2.5/- per Equity Share for the Financial Year ended March 31, 2025.	<b>Ordinary</b>
<b>3.</b>	To appoint a director in place of Mr. Keshav Baljee (DIN: 00344855), who retires by rotation and being eligible, offers himself for re-appointment.	<b>Ordinary</b>
<b>4.</b>	Re-Appointment of M/s Walker Chandiook & Co LLP as the Statutory Auditors of the Company for a second term of Five Years.	<b>Ordinary</b>
<b>5.</b>	Appointment of M/s. V. Sreedharan and Associates, Practicing Company Secretaries, as the Secretarial Auditors of the Company for one term of Five Years.	<b>Ordinary</b>

The registered speakers asked their queries. The Chairman and CFO responded to the queries.



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The Members were informed that the Scrutinizer, Mr. G. Shankar Prasad, Practicing Company Secretary, Bengaluru, had resigned on September 24, 2025, due to personal reasons. The Board of Directors of the Company took note of the said resignation and, by way of circular resolution passed on September 24, 2025, appointed Mr. Kiran Desai, Practicing Company Secretary, Bengaluru, as the Scrutinizer to conduct the remote e-voting process and voting at the 39th Annual General Meeting (AGM) in a fair and transparent manner.

It was further informed that the Scrutinizer's Report would be uploaded on the websites of BSE, NSE, and the Company within two days of the conclusion of the AGM.

The Members were also informed that the Company had duly intimated the stock exchanges and published newspaper advertisements regarding the aforesaid change in Scrutinizer.

The Company Secretary briefed the members about the facility of E-voting and informed the members that all statutory registers & other Statutory documents are available for inspection at the website of the company under Investors Section.

The Chairman thanked the Members for attending and participating in the Meeting and the Members were informed that those who had not casted their vote through e-voting may vote till 15 minutes of the conclusion of the meeting.

Yours Sincerely,

For **ROYAL ORCHID HOTELS LIMITED**

**CHANDER K. BALJEE**  
**CHAIRMAN AND MANAGING DIRECTOR**  
**DIN:00081844**