S.SANDEEP & ASSOCIATES
COMPANY SECRETARIES

25th July 2025

REPORT OF SCRUTINIZER – COMBINED
(ON REMOTE E-VOTING & E-VOTING AT THE AGM)

Name of the Company	Oriental Hotels Limited
Meeting	55th Annual General Meeting ("AGM")
Day, Date & Time	Thursday, 24th July 2025, at 11 AM (IST)
Deemed Venue	Registered office at: Taj Coromandel, No.37, Mahatma Gandhi Road, Nungambakkam, Chennai-600034
Mode	Video Conferencing ("VC")

1. Appointment as Scrutinizer

We, S Sandeep & Associates, Practicing Company Secretaries have been duly appointed as the Scrutinizer for the 55th AGM by the Board of Directors of Oriental Hotels Limited (the "**Company")** vide resolution dated April 25, 2025 for the purpose of scrutinizing the e-Voting process in a fair and transparent manner, pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014;

The Management of the Company was responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder relating to e-Voting on the resolution(s) contained in the Notice of the AGM of the Company. Our responsibility as Scrutinizer for the e-Voting process for AGM is restricted to make a Scrutinizer's Report of the votes cast "in favor" or "against" on the resolution(s), proposed in the Notice, based on the reports generated from the e-Voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged to provide the facility of remote e-Voting and e-Voting at AGM.

Dispatch of Notice convening the AGM
2.

2.1. In accordance with the guidelines issued by the Ministry of Corporate Affairs ("MCA") for holding General Meetings / conduction Postal Ballot process through e-Voting vide General Circulars No.14/2020, No.17/20, No.22/2020, No.33/2020, No.39/2020, No.10/2021, No.20/2021, No.11/2022, No.9/2023 and No. 9/2024 ("relevant Circulars") the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) ("Listing Regulations") Regulations, 2015, relating to electronic voting, Circular Nos. SEBI/HO/CFD/CMD1/CIR/ P/2020179 dated May 12, 2020, SEBI/HO/CFD/ CMD2/CIR/P/ 2021 /11 dated January 15, 2021 and SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 July 2023 ("SEBI Circulars") and in accordance with Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations as amended from time to time (including any statutory modifications or re-enactments thereof for the time being in force) the resolutions as set out hereunder were placed for approval of the members by passing the Ordinary and Special Resolutions through remote e-Voting and e-Voting at the AGM.

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2.2. Pursuant to the Circulars issued by the Ministry of Corporate Affairs, an advertisement was published in "Financial Express" and "Makkal Kural", on 1st July 2025 specifying the details of availability of the Notice on Company's website, manner of registration of email ids by the members of the Company (both physical & demat) who had not registered their email ids with the Company, manner of voting through remote e-Voting, etc.

2.3. The Company has hosted the Notice of AGM on its website, website of the agency providing the platform for remote e-Voting and e-Voting at the AGM.

2.4. The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by NSDL, the dispatch of Notice of AGM was completed by RTA by E-mail on 30th June 2025 to members who have registered their E-mail IDs with the Company / RTA / Depositories. Further pursuant to Third Amendment to the SEBI (LODR) Regulations, 2015 physical letter providing the web-link of the Annual report was sent to the members who have not so registered.

Cut-off date

3. Voting rights were reckoned as on Thursday, 17th July 2025, being the cut-off date for the purpose of deciding the entitlements of members of the Company for remote e-Voting as set out in the Notice of the AGM dated 25th April 2025.

4. Remote e-Voting process

4.1. Agency

The Company had appointed NSDL as the agency for providing the platform for remote e-Voting and e-Voting at the AGM.

4.2. Voting period

The Remote e-Voting period commenced from 9:00 am (IST) on Monday, July 21, 2025 and ended at 5:00 p.m. (IST) on Wednesday, July 23, 2025 and for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the AGM, after closure of period of remote e-Voting, We have referred the list providing details relating to Members who have cast their votes through remote e-Voting, such as their names, folios, DP / Client Ids, number of shares held by them.

On the day of the AGM, the Company facilitated e-Voting for those members, who could not participate in the remote e-Voting to cast their votes. The members of the Company were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-Voting platform provided by NSDL.

5. Counting Process

5.1. On completion of the remote e-Voting on Wednesday, July 23, 2025 at 5:00 PM (IST) and the e-Voting on Thursday, July 24, 2025 at 12:55 PM (IST), the results of the e-Voting process on the NSDL e-Voting platform was unblocked and downloaded in the presence of two witnesses, namely, Mr. Santhanakrishnan and Ms. Novina Bertina, who were not in employment of the Company, who have signed below in confirmation of the votes being unblocked in their presence.

5.2. We have scrutinized and reviewed the remote e-Voting and e-Voting at the AGM and votes cast therein based on the data downloaded from the NSDL e-Voting system.

6. **Results**

The details containing *inter alia*, list of members of the Company who have voted "for" and "against" the resolution(s) that were put to vote, were generated from the e-Voting website of the National Securities Depository Limited (NSDL) i.e. www.evoting.nsdl.com and based on such reports generated, the result of the e-Voting with respect to each item on the agenda as set out in the Notice of the AGM is given below:

Item No. 1: 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. (Ordinary resolution)

(i) Voted in **favour** of the resolution:

Number of members voted in e-Voting and e-Voting at the AGM	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
208	97648318	99.999

(ii) Voted **against** the resolution:

Number of members voted in e-Voting and e-Voting at the AGM	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
4	338	0.001

(iii) **Invalid** Votes: Nil

RESULT

As the number of votes cast in favour of the resolution was not less than the votes cast against the resolution, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite number of votes in favour.

Item No. 2: 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. (Ordinary resolution)

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(i) Voted in **favour** of the resolution:

Number of members voted in e-Voting and e-Voting at the AGM	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
207	97648307	99.999

(ii) Voted **against** the resolution:

Number of members voted in e-Voting and e-Voting at the AGM	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
4	338	0.001

(iii) **Invalid** Votes: Nil

RESULT

As the number of votes cast in favour of the resolution was not less than the votes cast against the resolution, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite number of votes in favour.

Item No. 3: To declare a dividend on Equity Shares for the financial year ended March 31, 2025. (Ordinary Resolution)

(i) Voted in **favour** of the resolution:

Number of members voted in e-Voting and e-Voting at the AGM	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
209	97648319	99.999

(ii) Voted **against** the resolution:

Number of members voted in e-Voting and e-Voting at the AGM	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
3	337	0.001

(iii) **Invalid** Votes: Nil

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RESULT

As the number of votes cast in favour of the resolution was not less than of the votes cast against the resolution, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite number of votes in favour.

Item No. 4: To appoint a Director in place of Mr. D Vijayagopal Reddy (DIN: 00051554) who retires by rotation and, being eligible, offers himself for re-appointment (Ordinary Resolution)

(i) Voted in **favour** of the resolution:

Number of members voted in e-Voting and e-Voting at the AGM	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
200	97647636	99.999

(ii) Voted **against** the resolution:

Number of members voted in e-Voting and e-Voting at the AGM	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
11	960	0.001

(iii) **Invalid** Votes: Nil

RESULT

As the number of votes cast in favour of the resolution was not less than the votes cast against the resolution, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed with requisite number of votes in favour.

Item No. 5: Appointment of Secretarial Auditor of the Company (Ordinary Resolution)

(i) Voted in **favour** of the resolution:

Number of members voted in e-Voting and e-Voting at the AGM	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
207	97648258	99.999

(ii) Voted **against** the resolution:

Number of members voted in e-Voting and e-Voting at the AGM	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
4	338	0.001

(iii) **Invalid** Votes: Nil

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RESULT

As the number of votes cast in favour of the resolution was not less than votes, cast against the resolution, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed with requisite number of votes in favour.

Item No. 6: Payment of Remuneration to Non-Executive Directors (Ordinary Resolution)

(i) Voted in **favour** of the resolution:

Number of members voted in e-Voting and e-Voting at the AGM	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
201	97647884	99.999

(ii) Voted **against** the resolution:

Number of members voted in e-Voting and e-Voting at the AGM	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
10	712	0.001

(iii) **Invalid** Votes: Nil

RESULT

As the number of votes cast in favour of the resolution was not less than votes, cast against the resolution, we report that the Ordinary Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed with requisite number of votes in favour.

Item No. 7: Appointment of Mr. Arvind Singh as an Independent Director of the Company (Special Resolution)

(i) Voted in **favour** of the resolution:

Number of members voted in e-Voting and e-Voting at the AGM	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
202	97645314	99.999

(ii) Voted **against** the resolution:

Number of members voted in e-Voting and e-Voting at the AGM	Number of votes cast (Shares) – E Voting	% of total number of valid votes cast
9	3282	0.001

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(iii) **Invalid** Votes: Nil

RESULT

As the number of votes cast in favour of the resolution was not less than three times the number of the votes cast against the resolution, we report that the Special Resolution with regard to Item no. 7 as set out in the Notice of the AGM is passed with requisite number of votes in favour.

The report under Regulation 44 of the SEBI (LODR) Regulations, 2025 as provided by NSDL forms part of this report and is enclosed as Annexure A and

The Electronic data and relevant records relating to remote e-Voting/e-Voting at the AGM shall remain in our safe custody until the Chairperson considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for the safe keeping

Place: Chennai
Date: 25th July 2025

For S Sandeep & Associates

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COMPANY SECRETARY

S Sandeep
Managing Partner
FCS: 5853
UDIN: F005853G000864942
PR No: 6526/2025

For ORIENTAL HOTELS LIMITED

Company Secretary

Annexure A

The details of Voting Results with regard to the Ordinary Resolution and Special Resolution as required under Regulation 44 of the SEBI (LODR) Regulations, 2015 are as given below:

Resolution Details(1)								
Resolution Required					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.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	120650248	92461188	76.63572146	92461188	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	120650248	92461188	76.63572146	92461188	0	100	0
Public Institutions	E-voting	6308666	5112162	81.03396186	5112162	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	6308666	5112162	81.03396186	5112162	0	100	0
Public Non-Institutions	E-voting	51640266	75306	0.145828064	74968	338	99.55116458	0.448835418
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	51640266	75306	0.145828064	74968	338	99.55116458	0.448835418
Total		178599180	97648656	54.67475047	97648318	338	99.99965386	0.000346139

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Resolution Details(2)									
Resolution Required					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.				
Whether promoter/ promoter group are interested in the agenda/resolution?					No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	120650248	92461188	76.63572146	92461188	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	120650248	92461188	76.63572146	92461188	0	100	0
Public Institutions	E-voting	6308666	5112162	81.03396186	5112162	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	6308666	5112162	81.03396186	5112162	0	100	0
Public Non-Institutions	E-voting	51640266	75295	0.145806762	74957	338	99.55109901	0.448900989
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	51640266	75295	0.145806762	74957	338	99.55109901	0.448900989
Total		178599180	97648645	54.67474431	97648307	338	99.99965386	0.000346139

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Resolution Details(3)								
Resolution Required					To declare a dividend on Equity Shares for the financial year ended March 31, 2025.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	120650248	92461188	76.63572146	92461188	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	120650248	92461188	76.63572146	92461188	0	100	0
Public Institutions	E-voting	6308666	5112162	81.03396186	5112162	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	6308666	5112162	81.03396186	5112162	0	100	0
Public Non-Institutions	E-voting	51640266	75306	0.145828064	74969	337	99.5524925	0.447507503
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	51640266	75306	0.145828064	74969	337	99.5524925	0.447507503
Total		178599180	97648656	54.67475047	97648319	337	99.99965489	0.000345115

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Resolution Details(4)								
Resolution Required					To appoint a Director in place of Mr. D Vijayagopal Reddy (DIN: 00051554) who retires by rotation and, being eligible, offers himself for re-appointment.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	120650248	92461188	76.63572146	92461188	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	120650248	92461188	76.63572146	92461188	0	100	0
Public Institutions	E-voting	6308666	5112162	81.03396186	5112162	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	6308666	5112162	81.03396186	5112162	0	100	0
Public Non-Institutions	E-voting	51640266	75246	0.145711875	74286	960	98.72418467	1.275815326
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	51640266	75246	0.145711875	74286	960	98.72418467	1.275815326
Total		178599180	97648596	54.67471687	97647636	960	99.99901688	0.000983117

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Resolution Details(5)								
Resolution Required					Appointment of Secretarial Auditor of the Company.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	120650248	92461188	76.63572146	92461188	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	120650248	92461188	76.63572146	92461188	0	100	0
Public Institutions	E-voting	6308666	5112162	81.03396186	5112162	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	6308666	5112162	81.03396186	5112162	0	100	0
Public Non-Institutions	E-voting	51640266	75246	0.145711875	74908	338	99.55080669	0.449193313
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	51640266	75246	0.145711875	74908	338	99.55080669	0.449193313
Total		178599180	97648596	54.67471687	97648258	338	99.99965386	0.000346139

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Resolution Details(6)								
Resolution Required					Payment of Remuneration to Non-Executive Directors.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	120650248	92461188	76.63572146	92461188	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	120650248	92461188	76.63572146	92461188	0	100	0
Public Institutions	E-voting	6308666	5112162	81.03396186	5112162	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	6308666	5112162	81.03396186	5112162	0	100	0
Public Non-Institutions	E-voting	51640266	75246	0.145711875	74534	712	99.0537703	0.9462297
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	51640266	75246	0.145711875	74534	712	99.0537703	0.9462297
Total		178599180	97648596	54.67471687	97647884	712	99.99927085	0.000729145

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Resolution Required (7)					Appointment of Mr. Arvind Singh as an Independent Director of the Company.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		92461188	76.63572146	92461188	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	120650248	0	0	0	0	0	0
	Total	120650248	92461188	76.63572146	92461188	0	100	0
Public Institutions	E-voting		5112162	81.03396186	5112162	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	6308666	0	0	0	0	0	0
	Total	6308666	5112162	81.03396186	5112162	0	100	0
Public Non-Institutions	E-voting		75246	0.145711875	71964	3282	95.63830636	4.361693645
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	51640266	0	0	0	0	0	0
	Total	51640266	75246	0.145711875	71964	3282	95.63830636	4.361693645
Total		178599180	97648596	54.67471687	97645314	3282	99.99663897	0.003361031

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