

July 8, 2025

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort,
Mumbai – 400 001.
Scrip Code: 500850

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (E)
Mumbai 400 051.
Scrip Code: INDHOTEL

Sub: Voting Results and Scrutinizer's Report of the 124th Annual General Meeting (AGM) of the Company held on July 7, 2025

The 124th AGM of the Company was held on Monday, July 7, 2025, at 2:30 p.m. (IST) via Video Conference (VC) / Other Audio-Visual Means (OAVM) to transact the business as stated in the Notice dated May 5, 2025, convening the AGM.

In this regard, please find enclosed the following:

1. Voting Results of the business transacted at the AGM, as required under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – **Annexure A.**
2. Consolidated Report of the Scrutinizer dated July 8, 2025 on remote e-Voting before/during the AGM, pursuant to Section 108 of the Companies Act 2013 and Rules 20 of the Companies (Management and Administration) Rules, 2014 – **Annexure B.**

As per the consolidated Scrutinizers Report dated July 8, 2025, all the resolutions mentioned in the Notice of AGM were passed by the Members of the Company with the requisite majority.

The Voting Results along with the Scrutinizers Report dated July 8, 2025, is also being made available on the Company's website at <https://investor.ihcltata.com/AGM-FY2025> and on the website of the National Securities Depository Limited at www.evoting.nsdl.com.

You are requested to kindly take the same on record.

Yours sincerely,

BEEJAL DESAI (F3320)
Executive Vice President
Corporate Affairs & Company Secretary (Group)

THE INDIAN HOTELS COMPANY LIMITED

CORP Office: 9th Floor, Express Towers, Barrister Rajni Patel Marg, Nariman Point, Mumbai 400 021, Maharashtra, India
REGD Office: Mandlik House, Mandlik Road, Mumbai 400 001, Maharashtra, India
www.ihcltata.com

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T +91 22 6137 1637, F +91 22 6137 1919
T +91 22 6639 5515, F +91 22 2202 7442

ANNEXURE A

124th Annual General Meeting Voting Results Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	
Date of Annual General Meeting	Monday, July 7, 2025
Total number of Shareholders on record date	As of cut-off date i.e. Monday, June 30, 2025: 636606
No. of shareholders present in the meeting either person or through proxy	As the meeting was conducted through VC/OAVM, there was no physical attendance of any member, nor any provision for appointment of proxy.
No. of shareholders attended the meeting through video conferencing:	
a) Promoters and Promoter Group	13
b) Public	127
No. of resolution passed in the meeting	5 Resolution-wise detail of voting results attached.

BEEJAL DESAI (F3320)
Executive Vice President
Corporate Affairs & Company Secretary (Group)

THE INDIAN HOTELS COMPANY LIMITED

CORP Office: 9th Floor, Express Towers, Barrister Rajni Patel Marg, Nariman Point, Mumbai 400 021, Maharashtra, India
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[Home](#)[Validate](#)**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 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.						
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		542557742	100.0000	542557742	0	100.0000	0.0000
	Poll	542557742	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	542557742	542557742	100.0000	542557742	0	100.0000	0.0000
Public-Institutions	E-Voting		540445582	83.0806	540445582	0	100.0000	0.0000
	Poll	650507604	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	650507604	540445582	83.0806	540445582	0	100.0000	0.0000
Public- Non Institutions	E-Voting		29488746	12.8008	29462399	26347	99.9107	0.0893
	Poll	230366881	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	230366881	29488746	12.8008	29462399	26347	99.9107	0.0893
Total		1423432227	1112492070	78.1556	1112465723	26347	99.9976	0.0024
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	0
Public Insitutions	0
Public - Non Insitutions	0

BEEJAL DESAI (F3320)**Executive Vice President****Corporate Affairs & Company Secretary (Group)**

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Resolution (2)								
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 Consolidated Financial Statements of the Company for the financial Year ended March 31, 2025, together with the Report of the 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		542557742	100.0000	542557742	0	100.0000	0.0000
	Poll	542557742	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	542557742	542557742	100.0000	542557742	0	100.0000	0.0000
Public-Institutions	E-Voting		540445582	83.0806	540445582	0	100.0000	0.0000
	Poll	650507604	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	650507604	540445582	83.0806	540445582	0	100.0000	0.0000
Public- Non Institutions	E-Voting		29455897	12.7865	29429845	26052	99.9116	0.0884
	Poll	230366881	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	230366881	29455897	12.7865	29429845	26052	99.9116	0.0884
Total		1423432227	1112459221	78.1533	1112433169	26052	99.9977	0.0023
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	0
Public Insitutions	0
Public - Non Insitutions	0

BEEJAL DESAI (F3320)

Executive Vice President

Corporate Affairs & Company Secretary (Group)

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Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To declare a dividend on Equity Shares for the Financial Year ended March 31, 2025.						
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		542557742	100.0000	542557742	0	100.0000	0.0000
	Poll	542557742	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	542557742	542557742	100.0000	542557742	0	100.0000	0.0000
Public-Institutions	E-Voting		553352881	85.0648	553352881	0	100.0000	0.0000
	Poll	650507604	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	650507604	553352881	85.0648	553352881	0	100.0000	0.0000
Public- Non Institutions	E-Voting		29455167	12.7862	29429610	25557	99.9132	0.0868
	Poll	230366881	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	230366881	29455167	12.7862	29429610	25557	99.9132	0.0868
Total		1423432227	1125365790	79.0600	1125340233	25557	99.9977	0.0023
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	0
Public Insitutions	0
Public - Non Insitutions	0

BEEJAL DESAI (F3320)**Executive Vice President****Corporate Affairs & Company Secretary (Group)**

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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. N. Chandrasekaran (DIN: 00121863) 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		542557742	100.0000	542557742	0	100.0000	0.0000
	Poll	542557742	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	542557742	542557742	100.0000	542557742	0	100.0000	0.0000
Public-Institutions	E-Voting		553320681	85.0598	513703109	39617572	92.8400	7.1600
	Poll	650507604	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	650507604	553320681	85.0598	513703109	39617572	92.8400	7.1600
Public- Non Institutions	E-Voting		29454795	12.7860	29423046	31749	99.8922	0.1078
	Poll	230366881	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	230366881	29454795	12.7860	29423046	31749	99.8922	0.1078
Total		1423432227	1125333218	79.0577	1085683897	39649321	96.4767	3.5233
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	0
Public Insitutions	0
Public - Non Insitutions	0

BEEJAL DESAI (F3320)**Executive Vice President****Corporate Affairs & Company Secretary (Group)**

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Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Secretarial Auditors 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		542557742	100.0000	542557742	0	100.0000	0.0000
	Poll	542557742	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	542557742	542557742	100.0000	542557742	0	100.0000	0.0000
Public- Institutions	E-Voting		553325747	85.0606	552608747	717000	99.8704	0.1296
	Poll	650507604	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	650507604	553325747	85.0606	552608747	717000	99.8704	0.1296
Public- Non Institutions	E-Voting		29454789	12.7860	29428461	26328	99.9106	0.0894
	Poll	230366881	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	230366881	29454789	12.7860	29428461	26328	99.9106	0.0894
Total		1423432227	1125338278	79.0581	1124594950	743328	99.9339	0.0661
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	0
Public Insitutions	0
Public - Non Insitutions	0

BEEJAL DESAI (F3320)

Executive Vice President

Corporate Affairs & Company Secretary (Group)

Servai Building, 2nd Floor, Flat No. 5B, Sleater Road,
Next to Girton High School, Grant Road West,
Mumbai-400 007.
Tel Nos. : (Off) : 2380 6380/81 / 35039863.
Mbl.: 98219 12252 E mail : kkdlegal@gmail.com

KHUSHROO
DRIVER & CO.
CORPORATE & LEGAL CONSULTANT

REPORT OF SCRUTINIZER

FORM NO. MGT-13

[Pursuant to Section 108 of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015]

To,
Mr. N. Chandrasekaran
Chairman
The Indian Hotels Company Limited
Mandlik House, Mandlik Road,
Colaba, Mumbai- 400001.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote e-Voting conducted pursuant to the provisions of Section 108 of the Companies Act 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) rules 2014, as amended at the 124th Annual General Meeting of The Indian Hotels Company Limited, held on Monday, July 7, 2025, 2.30 p.m. IST through Video Conferencing ('VC') / other audio-visual means ('OAVM').

I, Khushroo K. Driver, Advocate High Court (Reg. No. OS-811), have been appointed as the Scrutinizer by the Board of Directors of The Indian Hotels Company Limited (CIN: L74999MH1902PLC000183), pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) rules 2014 as amended to conduct Remote e-Voting before and during the 124th Annual General Meeting ("Meeting" or "AGM") of The Indian Hotels Company Limited, held on Monday, July 7, 2025 at 2.30 p.m. (IST) through VC / OAVM.

The Ministry of Corporate Affairs ("MCA") vide its General Circular Nos. 14/ 2020 dated April 8, 2020, 17 / 2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars"), has permitted the holding of the AGM through Video Conferencing ("VC") or through Other Audio-Visual Means ("OAVM"), without the physical presence of the Members at a common venue.



In compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars, the 124th AGM of the Company was held through VC on Monday, July 7, 2025 at 2.30 p.m. (IST).

The Notice convening the AGM along-with Integrated Annual Report 2024-25 was sent through electronic mode to those Members whose e-mail addresses were registered with the Company / Depositories in compliance with the MCA Circulars and Securities and Exchange Board of India ('SEBI') Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023 and October 3, 2024, unless any Member had requested for a physical copy of the Annual Report.

The Notice and Integrated Annual Report 2024-2025 was also uploaded on the Company's website www.ihcltata.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL at www.evoting.nsdl.com.

The Company had availed the e-Voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-Voting by the Shareholders of the Company.

Members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date i.e. Monday, June 30, 2025, were allowed to cast their vote either by remote e-Voting before or during the meeting. The remote e-Voting period commenced on Thursday, July 3, 2025 at 9.00 a.m. (IST) and ended on Sunday, July 6, 2025 at 5.00 p.m. (IST).

The Members who were present at the Meeting by VC but had not cast their votes by availing the remote e-voting facility, were allowed to vote electronically during the Meeting.

After the e-voting was concluded at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted by me. Subsequently, the votes cast were reconciled with the records maintained by the Company and the authorizations lodged with the Company.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the Notice of the AGM.

My responsibility as Scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.



I now submit my consolidated report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions:

Resolution No. 1 - Ordinary Resolution

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.

i. **Voted in favour** of the resolution:

Number of Members voted electronically	Number of votes cast by them	% of total number of valid votes cast
1986	1112465723	100.00

ii. **Voted against** the resolution:

Number of Members voted electronically	Number of votes cast by them	% of total number of valid votes cast
19	26347	00.00

iii. **Invalid votes:**

Number of Members voted electronically	Number of votes cast by them
Nil	Nil

Resolution No. 2 – Ordinary Resolution

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.

i. **Voted in favour** of the resolution:

Number of Members voted electronically	Number of votes cast by them	% of total number of valid votes cast
1983	1112433169	100.00



ii. **Voted against the resolution:**

Number of Members voted electronically	Number of votes cast by them	% of total number of valid votes cast
13	26052	00.00

iii. **Invalid votes:**

Number of Members voted electronically	Number of votes cast by them
Nil	Nil

Resolution No. 3 – Ordinary Resolution

To declare a dividend on Equity Shares for the Financial Year ended March 31, 2025.

i. **Voted in favour of the resolution:**

Number of Members voted electronically	Number of votes cast by them	% of total number of valid votes cast
1986	1125340233	100.00

ii. **Voted against the resolution:**

Number of Members voted electronically	Number of votes cast by them	% of total number of valid votes cast
14	25557	0.00

iii. **Invalid votes:**

Number of Members voted electronically	Number of votes cast by them
Nil	Nil



Resolution No. 4- Ordinary Resolution

To appoint a Director in place of Mr. N. Chandrasekaran (DIN: 00121863) who retires by rotation and, being eligible, offers himself for re-appointment.

i. **Voted in favour of the resolution:**

Number of Members voted electronically.	Number of votes cast by them	% of total number of valid votes cast
1808	1085683897	96.48

ii. **Voted against the resolution:**

Number of Members voted electronically.	Number of votes cast by them	% of total number of valid votes cast
202	39649321	3.52

iii. **Invalid votes:**

Number of Members voted electronically.	Number of votes cast by them
Nil	Nil

Resolution No. 5 – Special Resolution

Appointment of Secretarial Auditors of the Company.

i. **Voted in favour of the resolution:**

Number of Members voted electronically	Number of votes cast by them	% of total number of valid votes cast
1972	1124594950	99.93

ii. **Voted against the resolution:**

Number of Members voted electronically	Number of votes cast by them	% of total number of valid votes cast
23	743328	0.07



Servai Building, 2nd Floor, Flat No. 5B, Sleater Road,
Next to Girton High School, Grant Road West,
Mumbai-400 007.
Tel Nos. : (Off) : 2380 6380/81 / 35039863.
Mbl.: 98219 12252 E mail : kkdlegal@gmail.com

**KHUSHROO
DRIVER & CO.**
CORPORATE & LEGAL CONSULTANT

iii. Invalid votes:

Number of Members voted electronically	Number of votes cast by them
Nil	Nil

I report that all the Resolutions have been passed by the Shareholders by the requisite majority.

Thank you,

Yours Faithfully,

For: Khushroo Driver & Co.




(Khushroo K. Driver)
Advocate High Court

For THE INDIAN HOTELS CO. LTD.


BEEJAL DESAI
Executive Vice President
Corporate Affairs & Company Secretary (Group)

Place: Mumbai

Date: 07/07/2025.