



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@royalorchidshotels.com

Date: September 28, 2017

**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,

Subject: Disclosure of voting results of 31st Annual General Meeting (AGM) of the Company held on September 27, 2017.

Pursuant to Regulation 44 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR"), the Members of the Company at the 31st AGM held on September 27, 2017 at 09:30 A. M. at "Royal Orchid Resort and Convention Centre", Allalsandra, Bellary Road, Yelahanka, Near Jakkur Flying Club, Bengaluru – 560 068, Karnataka, transacted and approved all the items of business contained in the Notice calling 31st AGM with requisite majority.

The details of the combined voting results i.e., the results of remote e-voting together with Poll (Ballot) conducted for the AGM in the format prescribed under Regulation 44(3) of the LODR is enclosed herewith as **Annexure I**.

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**

R. Sanyal

**RANABIR SANYAL
COMPANY SECRETARY & COMPLIANCE OFFICER**

Encl: As Above



ANNEXURE - I

General information about company	
Scrip code	532699
Name of the company	ROYAL ORCHID HOTELS LIMITED
Type of meeting	AGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	27-09-2017
Start time of the meeting	09:30 AM
End time of the meeting	10:40 AM



Voting results	
Record date	19-09-2017
Total number of shareholders on record date	15519
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	7
b) Public	214
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolutions passed in the meeting	7
Disclosure of notes on voting results	



Resolution(1)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt : (a) the audited Financial Statements of the Company for Financial Year ended March 31, 2017, with reports of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statement of the Company for the Financial year ended March 31, 2017, together with reports 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	19216938						
	Poll		19216938	100	19216938	0	100	0
	Postal Ballot (if applicable)							
	Total	19216938	19216938	100	19216938	0	100	0
Public-Institutions	E-Voting	152047						
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	152047	0	0	0	0	0	0
Public-Non Institutions	E-Voting	7864980	182967	2.3264	182886	81	99.9557	0.0443
	Poll		1454	0.0185	1454	0	100	0
	Postal Ballot (if applicable)							
	Total	7864980	184421	2.3448	184340	81	99.9561	0.0439
Total		27233965	19401359	71.2396	19401278	81	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Ms Sunita Baljee (DIN: 00080737), who retires by rotation and being eligible, offers herself for reappointment.				
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							
	Poll	19216938	0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	19216938	0	0	0	0	0	0
Public- Institutions	E-Voting							
	Poll	152047	0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	152047	0	0	0	0	0	0
Public- Non Institutions	E-Voting		182967	2.3264	182885	82	99.9552	0.0448
	Poll	7864980	1454	0.0185	1454	0	100	0
	Postal Ballot (if applicable)							
	Total	7864980	184421	2.3448	184339	82	99.9555	0.0445
Total		27233965	184421	0.6772	184339	82	99.9555	0.0445
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(3)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To ratify the appointment of M/s Deloitte Haskins & Sells LLP, Chartered Accountants, Bengaluru as Statutory Auditors of the Company to hold office from the conclusion of Thirty First Annual General Meeting upto the conclusion of the Thirty Second Annual General Meeting and to authorize the Board of Directors or any Committee thereof to fix their remuneration, in consultation with the Auditors.						
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	19216938						
	Poll		19216938	100	19216938	0	100	0
	Postal Ballot (if applicable)							
	Total		19216938	100	19216938	0	100	0
Public-Institutions	E-Voting	152047						
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		152047	0	0	0	0	0
Public-Non Institutions	E-Voting	7864980	182967	2.3264	182645	322	99.824	0.176
	Poll		1454	0.0185	1454	0	100	0
	Postal Ballot (if applicable)							
	Total		7864980	184421	2.3448	184099	99.8254	0.1746
Total		27233965	19401359	71.2396	19401037	322	99.9983	0.0017
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Naveen Jain as an Independent Director 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	19216938						
	Poll		19216938	100	19216938	0	100	0
	Postal Ballot (if applicable)							
	Total	19216938	19216938	100	19216938	0	100	0
Public- Institutions	E-Voting	152047						
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	152047	0	0	0	0	0	0
Public- Non Institutions	E-Voting	7864980	182967	2.3264	182883	84	99.9541	0.0459
	Poll		1454	0.0185	1449	5	99.6561	0.3439
	Postal Ballot (if applicable)							
	Total	7864980	184421	2.3448	184332	89	99.9517	0.0483
Total		27233965	19401359	71.2396	19401270	89	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Borrow money exceeding paid-up capital and free reserves upto Rs. 150 crores.				
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	19216938						
	Poll		19216938	100	19216938	0	100	0
	Postal Ballot (if applicable)							
	Total		19216938	100	19216938	0	100	0
Public- Institutions	E-Voting	152047						
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		152047	0	0	0	0	0
Public- Non Institutions	E-Voting	7864980	182967	2.3264	182602	365	99.8005	0.1995
	Poll		1454	0.0185	1374	80	94.4979	5.5021
	Postal Ballot (if applicable)							
	Total		7864980	184421	2.3448	183976	99.7587	0.2413
Total		27233965	19401359	71.2396	19400914	445	99.9977	0.0023
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To authorise Grant Loans, make Investment and give corporate Guarantee on loans taken by subsidiary and Joint Ventures Companies up to Rs. 350 Crores.				
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	19216938						
	Poll		19216938	100	19216938	0	100	0
	Postal Ballot (if applicable)							
	Total		19216938	100	19216938	0	100	0
Public- Institutions	E-Voting	152047						
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		152047	0	0	0	0	0
Public- Non Institutions	E-Voting	7864980	182967	2.3264	182602	365	99.8005	0.1995
	Poll		1454	0.0185	1378	76	94.773	5.227
	Postal Ballot (if applicable)							
	Total		7864980	184421	2.3448	183980	99.7609	0.2391
Total		27233965	19401359	71.2396	19400918	441	99.9977	0.0023
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To Pay Reuneration to Mr. C.K. Baljee as Managing Director for the year 2018-20.				
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	19216938						
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	19216938	0	0	0	0	0	0
Public- Institutions	E-Voting	152047						
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	152047	0	0	0	0	0	0
Public- Non Institutions	E-Voting	7864980	182967	2.3264	182604	363	99.8016	0.1984
	Poll		1444	0.0184	1439	5	99.6537	0.3463
	Postal Ballot (if applicable)							
	Total	7864980	184411	2.3447	184043	368	99.8004	0.1996
Total		27233965	184411	0.6771	184043	368	99.8004	0.1996
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

