



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 23, 2019

**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 33rd Annual General Meeting of the Company held on 23.09.2019

Pursuant to Regulation 30 - Para A of Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to inform that the 33rd Annual General Meeting of the Company was duly convened and held on 23rd September, 2019 at **"Hotel Royal Orchid Regenta, No.1 Golf Avenue, Adjoining KGA Golf Course, Bangalore -560008, Karnataka"** and we are enclosing herewith, a summary of Proceedings of the 33rd Annual General Meeting of the Company as **Annexure "A"**.

Further, the consolidated result of Remote Electronic Voting opted by the Company and Poll (Ballot) 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.

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**

Encl: As Above



Annexure "A"

Summary of the Proceedings of 33rd Annual General Meeting of the Company

Mr. Chander K. Baljee was requested to preside the meeting. The Chairman of the meeting stated that requisite quorum was present, the Chairman called the Meeting to order. All Directors, Statutory Auditors and Secretarial Auditors of the Company attended the Meeting the Chairman delivered his speech and the Notice of the Meeting was taken as read with the consent of the meeting.

The following items of businesses as set out in the Notice calling Annual General Meeting were duly proposed, seconded and put for approval of Members:

S. No.	Details of Agenda	Resolution Required
1	1. To consider and adopt: (a) the Audited Standalone Financial Statements of the Company for Financial Year ended March 31, 2019, together 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, 2019, together with reports of the Auditors thereon.	Ordinary
2	To appoint a Director in place of Mrs. Sunita Baljee (DIN: 00080737), who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary
3	To declare a dividend of Rs. 2/- per share Equity Share of Rs. 10/- each for the Financial Year ended March 31, 2019.	Ordinary
4	To Alter the Memorandum of Association of the Company.	Special
5	To Alter the Articles of Association of the Company	Special
7	Re-appointment of Mr. Naveen Jain (DIN: 00051183) as an Independent Director of the Company	Special
8	Approval of loans, investments, guarantee or security under section 185 of Companies act, 2013:	Special



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The members were informed that Mr. Chander K. Baljee, Managing Director of the Company, had intimated the Company that he desires that the resolution as stated in Item No 6 to the aforesaid AGM Notice be not moved at present.

Consequently, Item No 6 of the aforesaid AGM Notice was not moved with the leave of the meeting.

The Chairman then invited the Members to express their views, suggestions and make enquiries on the operations and financial performance of the Company and related matters. The Chairman responded to all the queries raised by Members.

The Members were informed that Mr. G. Shanker Prasad, Practicing Company Secretary (Membership Number: 6357), was appointed as Scrutinizer to scrutinize the remote e-voting and poll (ballot) process in a fair and transparent manner, at the Annual General Meeting

The Members were briefed that the facility of remote e-voting for the Members was made available from Friday, the 20th Day of September, 2019 at 09:00 Hrs and ends on Sunday, the 22nd Day of September, 2019 at 17:00 Hrs and that the facility for conducting resolutions through e voting had been conducted for the Annual General Meeting and those Members who were present at the Annual General Meeting and had not cast their votes through remote e-voting could cast their votes at the Meeting through poll (ballot).

The Chairman thanked the Members for attending and participating in the Meeting and requested the Members to continue voting.

Yours Sincerely,

For **ROYAL ORCHID HOTELS LIMITED**

RANABIR SANYAL
COMPANY SECRETARY & COMPLIANCE OFFICER
FCS: 7814