



**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 27, 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/Madam,

**Sub: Proceedings of 31<sup>st</sup> Annual General Meeting of the Company held on 27.09.2017**

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 31<sup>st</sup> Annual General Meeting of the Company was duly convened and held today i.e. on 27<sup>th</sup> September, 2017 at "**Royal Orchid Resort and Convention Centre**", Allalsandra, Bellary Road, Yelahanka, Near Jakkur Flying Club, Bengaluru – **560 068, Karnataka** and we are enclosing herewith, a summary of Proceedings of the 31<sup>st</sup> Annual General Meeting of the Company as **Annexure "A"**.

Further, the consolidated result of Remote Electronic Voting opted by the Company and Poll (Ballot) ordered at the Annual General Meeting, along with the Scrutinisers' 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**

*R. Sanyal*

**RANABIR SANYAL**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**



Encl: As Above



**Annexure "A"**

**Summary of the Proceedings of 31<sup>st</sup> Annual General Meeting of the Company**

Mr. Chander K. Baljee chaired the Meeting, requisite quorum was present, the Chairman called the Meeting to order. All Directors except Mr. Vivek Mansingh, who was granted Leave of Absence and Statutory Auditors and Secretarial Auditors of the Company attended the Meeting, the Chairman delivered his speech and Notice of the Meeting was taken as read.

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

<b>S. No.</b>	<b>Details of Agenda</b>	<b>Resolution Required</b>
1	1. To consider and adopt: (a) the Audited Financial Statements of the Company for Financial Year ended March 31, 2017, 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, 2017, together with reports of the Auditors thereon.	<b>Ordinary</b>
2	To appoint a Director in place of Ms. Sunita Baljee (DIN: 00080737), who retires by rotation and being eligible, offers herself for re-appointment.	<b>Ordinary</b>
3	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.	<b>Ordinary</b>
4	To appoint Mr. Naveen Jain as Independent Director of the Company.	<b>Ordinary</b>
5	To Borrow money exceeding paid-up capital and free reserves upto Rs 150 crore.	<b>Special</b>





6	To authorise Grant Loans , make Investment and give Corporate Guarantee on loans taken by subsidiary and Joint Venture Companies upto Rs 350 Crore	<b>Special</b>
7	*To Pay Remuneration to Mr. C. K. Baljee as Managing Director for the years 2018-20	<b>Special</b>

\*Mr Naveen Jain Chaired the meeting for this item.

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 Thursday, the 21st Day of September, 2017 at 09:30 Hrs and ends on Tuesday, the 26th Day of September, 2017 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 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 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**

