

ITC Hotels Limited
Corporate Office
ITC Green Centre
10 Institutional Area, Sector 32
Gurugram-122 001, Haryana, India
Tel.: 91 124 417 1717
Website: www.itchotels.com

11th August, 2025

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza
Plot No. C-1, G Block
Bandra-Kurla Complex
Bandra (East), Mumbai 400 051

The General Manager
Dept. of Corporate Services
BSE Ltd.
P. J. Towers
Dalal Street
Mumbai 400 001

Dear Sirs,

2nd Annual General Meeting of the Company – 11th August, 2025

We enclose, in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), a summary of the proceedings of the 2nd Annual General Meeting ('AGM') of the Company held today.

We would like to advise that all the Resolutions for consideration at the 2nd AGM, in respect of the items set out in the Notice dated 15th May, 2025, have been passed by the Members by requisite majority. The Voting Results in the prescribed format in terms of Regulation 44(3) of the Listing Regulations are also enclosed.

Yours faithfully,
ITC Hotels Limited

Diwaker Dinesh
Company Secretary

Encl.: As above.



ITC HOTELS LIMITED

Registered Office: Virginia House, 37 J. L. Nehru Road, Kolkata 700 071, West Bengal, India
Tel.: 91 33 2288 9371, Email: investorservices@itchotels.in
Corporate Identity Number: L55101WB2023PLC263914



Summary of the proceedings of the 2nd Annual General Meeting of ITC Hotels Limited

The 2nd Annual General Meeting ('AGM') of the Members of ITC Hotels Limited was held on Monday, 11th August, 2025 through Video Conferencing / Other Audio Visual Means in conformity with the regulatory provisions and the Circulars issued by the Ministry of Corporate Affairs, Government of India. The Meeting commenced at 10:30 a.m. (IST).

- Mr. S. Puri, Chairman and Non-Executive Director, chaired the 2nd AGM. The business before the Meeting was taken up as quorum was present at the commencement of the Meeting and throughout the Meeting. 358 Members attended the Meeting.
- The Chairman, at the outset, advised that necessary steps had been taken by the Company to ensure that the Members were able to attend the AGM and vote on the resolutions proposed at the Meeting.
- The Chairman thereafter introduced the Directors present at the meeting and advised that the Company Secretary and the representatives of the Statutory Auditors and the Secretarial Auditors were also attending the Meeting. He further advised the Members that the registers and documents, as statutorily required, were available for inspection through electronic mode during the AGM.
- The Chairman on the occasion of the 2nd AGM addressed the Members and thereafter briefed on the Ordinary Business and Special Business items covered in the AGM Notice dated 15th May, 2025, as listed below:

Ordinary Business

1. Adoption of the Financial Statements of the Company for the financial year ended 31st March, 2025, the Consolidated Financial Statements for the said financial year and the Reports of the Board of Directors and the Auditors thereon;
2. Appointment of Mr. Supratim Dutta who retired by rotation and offered himself for re-election;
3. Approval to remuneration of Messrs. S. R. Batliboi & Co. LLP, Chartered Accountants, Statutory Auditors of the Company, for conduct of audit for the financial year 2025-26;

Special Business

4. Appointment of Messrs. S. N. Ananthasubramanian and Co., Company Secretaries, as the Secretarial Auditors of the Company to conduct secretarial audit for a period of five consecutive financial years commencing from the financial year 2025-26.
- The Chairman gave opportunity to the Members who had registered themselves as Speakers to ask questions or seek clarifications on the Agenda items. Thereafter, he responded to the queries raised / clarifications sought by the Members who spoke at the Meeting.





- E-voting facility was provided at the Meeting to the Members who had not cast their votes earlier through remote e-voting. The facility to cast votes through remote e-voting was provided to the Members from 9:00 a.m. (IST) on 7th August, 2025 till 5:00 p.m. (IST) on 10th August, 2025.
- The Chairman advised the Members that the Voting Results, along with the Scrutinizer's Report, would be made available on the Company's website and also on the website of National Securities Depository Limited. The Voting Results would also be forwarded to the National Stock Exchange of India Limited and BSE Limited, where the Company's shares are listed.

The Meeting concluded at 12:40 p.m. (IST).

All the Resolutions for consideration at the 2nd AGM, in respect of the items set out in the Notice dated 15th May, 2025, have been passed by the Members by requisite majority through remote e-voting and e-voting during the AGM.




2nd Annual General Meeting ('AGM') of ITC Hotels Limited - Details of Voting Results

Date of the AGM	11 th August, 2025
Total number of shareholders on record date:	25,64,861
(being the cut-off date for determining shareholders entitled to vote – 4 th August, 2025)	
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through video conferencing:	
Promoters and Promoter Group: Public:	7 351

Agenda – wise disclosure
ORDINARY BUSINESS

Item No. 1 - Adoption of the Financial Statements of the Company for the financial year ended 31st March, 2025, the Consolidated Financial Statements for the said financial year and the Reports of the Board of Directors and the Auditors thereon.

Resolution Required:			Ordinary Resolution					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held as on cut-off date	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*	83,00,00,000	83,00,00,000	100	83,00,00,000	0	100	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		83,00,00,000	100	83,00,00,000	0	100	0.0000
Public - Institutions	E-Voting*	94,36,62,053	91,30,87,369	96.7600	91,30,87,369	0	100	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		91,30,87,369	99.7600	91,30,87,369	0	100	0.0000
Public - Non-Institutions	E-Voting*	30,88,84,639	95,52,418	3.0926	95,21,005	31,413	99.6712	0.3288
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		95,52,418	3.0926	95,21,005	31,413	99.6712	0.3288
Total		2,08,25,46,692	1,75,26,39,787	84.1585	1,75,26,08,374	31,413	99.9982	0.0018





Item No. 2 - Appointment of Mr. Supratim Dutta who retires by rotation and offers himself for re-election.

Resolution Required:			Ordinary Resolution					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held as on cut-off date	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*	83,00,00,000	83,00,00,000	100	83,00,00,000	0	100	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		83,00,00,000	100	83,00,00,000	0	100	0.0000
Public - Institutions	E-Voting*	94,36,62,053	91,31,79,004	96.7697	89,60,61,800	1,71,17,204	98.1255	1.8745
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		91,31,79,004	96.7697	89,60,61,800	1,71,17,204	98.1255	1.8745
Public - Non-Institutions	E-Voting*	30,88,84,639	95,56,564	3.0939	95,12,543	44,021	99.5394	0.4606
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		95,56,564	3.0939	95,12,543	44,021	99.5394	0.4606
Total		2,08,25,46,692	1,75,27,35,568	84.1631	1,73,55,74,343	1,71,61,225	99.0209	0.9791





Item No. 3 - Approval to remuneration of Messrs. S. R. Batliboi & Co. LLP, Chartered Accountants, Statutory Auditors of the Company, for conduct of audit for the financial year 2025-26.

Resolution Required:			Ordinary Resolution					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held as on cut-off date	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*	83,00,00,000	83,00,00,000	100	83,00,00,000	0	100	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		83,00,00,000	100	83,00,00,000	0	100	0.0000
Public - Institutions	E-Voting*	94,36,62,053	91,31,79,004	96.7697	91,26,80,397	4,98,607	99.9454	0.0546
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		91,31,79,004	96.7697	91,26,80,397	4,98,607	99.9454	0.0546
Public - Non-Institutions	E-Voting*	30,88,84,639	95,58,394	3.0945	95,31,348	27,046	99.7170	0.2830
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		95,58,394	3.0945	95,31,348	27,046	99.7170	0.2830
Total		2,08,25,46,692	1,75,27,37,398	84.1632	1,75,22,11,745	5,25,653	99.9700	0.0300



**SPECIAL BUSINESS**

Item No. 4 - Appointment of Messrs. S. N. Ananthasubramanian and Co., Company Secretaries, as the Secretarial Auditors of the Company to conduct secretarial audit for a period of five financial years commencing from the financial year 2025-26.

Resolution Required:			Ordinary Resolution					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held as on cut-off date	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*	83,00,00,000	83,00,00,000	100	83,00,00,000	0	100	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		83,00,00,000	100	83,00,00,000	0	100	0.0000
Public - Institutions	E-Voting*	94,36,62,053	91,31,73,842	96.7692	91,31,73,842	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		91,31,73,842	96.7692	91,31,73,842	0	100	0.0000
Public - Non-Institutions	E-Voting*	30,88,84,639	95,60,028	3.0950	95,34,863	25,165	99.7368	0.2632
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		95,60,028	3.0950	95,34,863	25,165	99.7368	0.2632
Total		2,08,25,46,692	1,75,27,33,870	84.1630	1,75,27,08,705	25,165	99.9986	0.0014

* aggregate of votes cast through remote e-voting (i.e. facility to cast votes prior to the AGM) and e-voting during the AGM.

All the Resolutions for consideration at the 2nd AGM, in respect of the items set out in the Notice dated 15th May, 2025, have been passed by the Members by requisite majority through remote e-voting and e-voting during the AGM.

