

**Postal Ballot by voting through electronic means of ITC Hotels Limited - Voting Results**

<b>Date of the AGM / EGM Closure of e-voting (in case of Postal Ballot):</b>	26 <sup>th</sup> March, 2025
<b>Total number of shareholders on record date (cut-off date):</b>	27,34,522
<b>No. of shareholders present in the meeting either in person or through proxy:</b>  Promoters and Promoter Group: Public:	Not Applicable
<b>No. of Shareholders attended the meeting through video conferencing:</b>  Promoters and Promoter Group: Public:	Not Applicable

**Agenda – wise disclosure**

**SPECIAL BUSINESSES:**

**Item No. 1 - To approve material related party transactions by the Company.**

<b>Resolution Required:</b>			Ordinary Resolution					
<b>Whether promoter / promoter group are interested in the agenda / resolution?</b>			Yes					
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) = $[(2)/(1)] \times 100$	(4)	(5)	(6) = $[(4)/(2)] \times 100$	(7) = $[(5)/(2)] \times 100$
Promoter and Promoter Group	E-Voting	83,00,00,000	0	0.0000	0	0	0.0000	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.
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public - Institutions	E-Voting	1,00,03,32,816	69,49,12,914	69.4682	61,40,94,394	8,08,18,520	88.3700	11.6300
	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.
	<b>Total</b>		<b>69,49,12,914</b>	<b>69.4682</b>	<b>61,40,94,394</b>	<b>8,08,18,520</b>	<b>88.3700</b>	<b>11.6300</b>
Public - Non-Institutions	E-Voting	25,08,38,224	1,15,59,625	4.6084	1,14,16,052	1,43,573	98.7580	1.2420
	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.
	<b>Total</b>		<b>1,15,59,625</b>	<b>4.6084</b>	<b>1,14,16,052</b>	<b>1,43,573</b>	<b>98.7580</b>	<b>1.2420</b>
<b>Total</b>		<b>2,08,11,71,040</b>	<b>70,64,72,539</b>	<b>33.9459</b>	<b>62,55,10,446</b>	<b>8,09,62,093</b>	<b>88.5400</b>	<b>11.4600</b>



**Item No. 2 - To approve material related party transactions by the Subsidiaries of the Company.**

<b>Resolution Required:</b>			Ordinary Resolution					
<b>Whether promoter / promoter group are interested in the agenda / resolution?</b>			Yes					
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	83,00,00,000	0	0.0000	0	0	0.0000	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.
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public - Institutions	E-Voting	1,00,03,32,816	69,49,98,076	69.4767	69,09,11,071	40,87,005	99.4119	0.5881
	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.
	<b>Total</b>		<b>69,49,98,076</b>	<b>69.4767</b>	<b>69,09,11,071</b>	<b>40,87,005</b>	<b>99.4119</b>	<b>0.5881</b>
Public - Non-Institutions	E-Voting	25,08,38,224	1,16,02,703	4.6256	1,14,55,715	1,46,988	98.7332	1.2668
	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.
	<b>Total</b>		<b>1,16,02,703</b>	<b>4.6256</b>	<b>1,14,55,715</b>	<b>1,46,988</b>	<b>98.7332</b>	<b>1.2668</b>
<b>Total</b>		<b>2,08,11,71,040</b>	<b>70,66,00,779</b>	<b>33.9521</b>	<b>70,23,66,786</b>	<b>42,33,993</b>	<b>99.4008</b>	<b>0.5992</b>

The Ordinary Resolutions, as set out in the Postal Ballot Notice dated 25<sup>th</sup> January, 2025, have been passed by the Members with requisite majority.



**RAMENDRA LAL AUDDY**  
**SOLICITOR & ADVOCATE**

**C/O SANDERSONS & MORGANS**  
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**Scrutinizer's Report**

*[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014]*

The Chairman  
ITC Hotels Limited

Ordinary Resolutions for approval of the Members for entering into and / or continuing to enter into material related party transactions by the Company and its Subsidiaries - Results of voting by Postal Ballot through electronic means

Dear Sir,

I, R. L. Auddy, Senior Solicitor and Partner, Messrs. Sandersons & Morgans, Advocates & Solicitors, appointed by the Board of Directors of the Company at the meeting held on 25<sup>th</sup> January, 2025 to act as the Scrutinizer in terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the postal ballot by voting through electronic means ('remote e-voting') in respect of the Ordinary Resolutions for approval of material related party transactions by the Company and its Subsidiaries, as set out in the Postal Ballot Notice dated 25<sup>th</sup> January, 2025, do hereby submit my report as follows:-

1. Despatch of the Postal Ballot Notice along with the Explanatory Statement through electronic mode to the Members of the Company was completed on 24<sup>th</sup> February, 2025.
2. Members whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e., 31<sup>st</sup> January, 2025, were entitled to cast their votes by remote e-voting.
3. Remote e-voting commenced at 9:00 a.m. (IST) on 25<sup>th</sup> February, 2025 and ended at 5:00 p.m. (IST) on 26<sup>th</sup> March, 2025.
4. Remote e-voting was blocked at 5:00 p.m. (IST) on 26<sup>th</sup> March, 2025 by National Securities Depository Limited ('NSDL'), engaged by the Board of Directors of the Company for facilitating the e-voting process.
5. The votes cast through remote e-voting were unblocked on 26<sup>th</sup> March, 2025 at 5:07 p.m. (IST) in the presence of 2 (two) witnesses, Ms. A. Guhamallick and Mr. S. Sil, neither of whom are in the employment of the Company.

*Handwritten signature*

6. Based on the scrutiny of the votes cast, the results of remote e-voting are reported as under:

**SPECIAL BUSINESS – ORDINARY RESOLUTIONS**

**Item No. 1 - To approve material related party transactions by the Company.**

	E-voting		Postal Ballot		Total Votes		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	10,350	62,55,10,446	N.A.	N.A.	10,350	62,55,10,446	88.54
Voted against the resolution	928	8,09,62,093	N.A.	N.A.	928	8,09,62,093	11.46
Invalid votes	-	-	N.A.	N.A.	-	-	-

*Handdy*

**Item No. 2 - To approve material related party transactions by the Subsidiaries of the Company.**

	E-voting		Postal Ballot		Total Votes		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	10,756	70,23,66,786	N.A.	N.A.	10,756	70,23,66,786	99.40
Voted against the resolution	498	42,33,993	N.A.	N.A.	498	42,33,993	0.60
Invalid votes	-	-	N.A.	N.A.	-	-	-

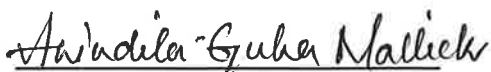
Yours faithfully,



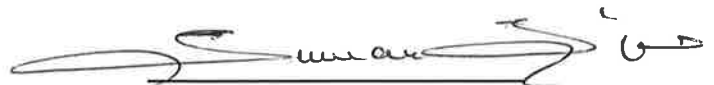
**(R. L. Auddy)**  
**SCRUTINIZER**

Place: Kolkata  
Date: 26<sup>th</sup> March, 2025

We, the undersigned, have witnessed that the votes cast through remote e-voting were unblocked from NSDL's e-voting website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) in our presence on 26<sup>th</sup> March, 2025 at 5.07 p.m. (IST).



Name: A. Guhamallick  
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Name: S. Sil  
Address: M/s. Sandersons & Morgans  
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