



October 1, 2021

**National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block G  
Bandra Kurla Complex  
Bandra (E), Mumbai – 400051**

**BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai – 400001**

**NSE Scrip Symbol: LEMONTREE**

**BSE Scrip Code: 541233**

**Subject: Submission of Voting Results under Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Report of Scrutinizer pursuant to Section 108 of the Companies Act, 2013**

**Dear Sir**

We wish to inform you that the 29<sup>th</sup> Annual General Meeting (AGM) of the members of the Company was held through Video Conferencing at 03.00 p.m on September 30, 2021.

Pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Section 108 of the Companies Act, 2013 and rules made thereunder, the Company had provided facility of remote e-voting and voting at AGM to the members entitled to cast their votes on all resolutions.

Mr. Prakash Verma, Company Secretary in whole time practice has been appointed as the scrutinizer for scrutinizing e-voting process and has submitted his report on all the resolutions contained in the Notice of the AGM.

All the resolutions contained in the notice of the above AGM are approved by requisite majority of shareholders through e-voting.

The consolidated voting results in the prescribed format along with the scrutinizer's report are enclosed herewith for your records.

Kindly take the above information into record.

Thanking You

For **Lemon Tree Hotels Limited**

  
**Nikhil Sethi**  
**Group Company Secretary & GM Legal  
& Compliance Officer**



**Lemon Tree Hotels Limited**

(CIN No. L74899DL1992PLC049022)

Registered Office: Asset No. 6, Aerocity Hospitality District, New Delhi-110037

T +91 11 4605 0101 | F +91 11 46050110 | E hi@lemontreehotels.com

Central Reservation: +91 9911 701 701 | www.lemontreehotels.com

|   |                           |
|---|---------------------------|
|   | LEMON TREE HOTELS LIMITED |
| Date of the AGM   | 30-Sep-2021               |
| Total number of shareholders on record date                                   | 150148                    |
| No. of shareholders present in the meeting either in person or through proxy: |                           |
| Promoters and Promoter Group:   |                           |
| Public:   | N.A                       |
| No. of Shareholders attended the meeting through Video Conferencing           |                           |
| Promoters and Promoter Group:   | 4                         |
| Public:   | 65                        |

|   |  |                        |                         |  |                              |                            |  |  |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution No.  | 1  |                        |                         |  |                              |                            |  |  |
| Resolution required: (Ordinary/ Special)                                  | ORDINARY - To receive, consider and adopt (a) the Audited Standalone Financial Statements of the Company for the period ended March 31, 2021 including the Audited Balance Sheet as at March 31, 2021 and the Statement of Profit and Loss and Cash Flow Statements for the year ended March 31, 2021 and the Reports of the Auditors and Board of Directors in respect thereof; and (b) the Audited Consolidated Financial Statements of the Company for the period ended March 31, 2021 and report of the Auditors in respect thereof. |                        |                         |  |                              |                            |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No   |                        |                         |  |                              |                            |  |  |
| Category  | Mode of Voting   | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group   | E-Voting   | 205,004,803            | 205,004,803             | 100.00   | 205,004,803                  | 0                          | 100.0000   | 0  |
|   | Poll   |                        | 0                       | 0.0000   | 0                            | 0                          | 0  | 0  |
|   | Total  |                        | 205,004,803             | 205,004,803  | 100.0000                     | 205,004,803                | 0  | 100.0000   |
| Public- Institutions  | E-Voting   | 269,004,981            | 256,520,156             | 95.3589  | 256,520,156                  | 0                          | 100.0000   | 0  |
|   | Poll   |                        | 0                       | 0.0000   | 0                            | 0                          | 0  | 0  |
|   | Total  |                        | 269,004,981             | 256,520,156  | 95.3589                      | 256,520,156                | 0  | 100.0000   |
| Public- Non Institutions  | E-Voting   | 318,236,680            | 162,586,880             | 51.0899  | 162,561,838                  | 25,042                     | 99.9846  | 0.0154   |
|   | Poll   |                        | 0                       | 0  | 0                            | 0                          | 0  | 0  |
|   | Total  |                        | 318,236,680             | 162,586,880  | 51.0899                      | 162,561,838                | 25,042   | 99.9846  |
|   | Total  | 792,246,464            | 624,111,839             | 78.7775  | 624,086,797                  | 25,042                     | 99.9960  | 0.0040   |



|   |  |                        |                         |  |                              |                            |  |  |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution No.  | 2  |                        |                         |  |                              |                            |  |  |
| Resolution required: (Ordinary/ Special)                                  | ORDINARY - To appoint a director in the place of Mr. Rattan Keswani who retires by rotation and is eligible for re-appointment |                        |                         |  |                              |                            |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? | NO   |                        |                         |  |                              |                            |  |  |
| Category  | Mode of Voting   | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group   | E-Voting   | 205,004,803            | 205,004,803             | 100.0000   | 205,004,803                  | 0                          | 100.0000   | 0.0000   |
|   | Poll   |                        | 0                       | 0.0000   | 0                            | 0                          | 0.0000   | 0.0000   |
|   | Total  | 205,004,803            | 205,004,803             | 100.0000   | 205,004,803                  | 0                          | 100.0000   | 0.0000   |
| Public- Institutions  | E-Voting   | 269,004,981            | 256,520,156             | 95.3589  | 256,520,156                  | 0                          | 100.0000   | 0.0000   |
|   | Poll   |                        | 0                       | 0.0000   | 0                            | 0                          | 0.0000   | 0.0000   |
|   | Total  | 269,004,981            | 256,520,156             | 95.3589  | 256,520,156                  | 0                          | 100.0000   | 0.0000   |
| Public- Non Institutions  | E-Voting   | 318,236,680            | 162,586,837             | 51.0899  | 162,552,451                  | 34,386                     | 99.9789  | 0.0211   |
|   | Poll   |                        | 0                       | 0.0000   | 0                            | 0                          | 0.0000   | 0.0000   |
|   | Total  | 318,236,680            | 162,586,837             | 51.0899  | 162,552,451                  | 34,386                     | 99.9789  | 0.0211   |
| Total   | Total  | 792,246,464            | 624,111,796             | 78.7775  | 624,077,410                  | 34,386                     | 99.9945  | 0.0055   |

|   |   |                        |                         |  |                              |                            |  |  |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|--|--|
| Resolution No.  | 3   |                        |                         |  |                              |                            |  |  |
| Resolution required: (Ordinary/ Special)                                  | ORDINARY - To consider and approve appointment of Mr. Niten Malhan as an Independent Director of the Company for a period of 5 years w.e.f 6th November, 2020 |                        |                         |  |                              |                            |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No  |                        |                         |  |                              |                            |  |  |
| Category  | Mode of Voting  | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group   | E-Voting  | 205,004,803            | 205,004,803             | 100.0000   | 205,004,803                  | 0                          | 100.0000   | 0.0000   |
|   | Poll  |                        | 0                       | 0.0000   | 0                            | 0                          | 0.0000   | 0.0000   |
|   | Total   | 205,004,803            | 205,004,803             | 100.0000   | 205,004,803                  | 0                          | 100.0000   | 0.0000   |
| Public- Institutions  | E-Voting  | 269,004,981            | 256,520,156             | 95.3589  | 256,520,156                  | 0                          | 100.0000   | 0.0000   |
|   | Poll  |                        | 0                       | 0.0000   | 0                            | 0                          | 0.0000   | 0.0000   |
|   | Total   | 269,004,981            | 256,520,156             | 95.3589  | 256,520,156                  | 0                          | 100.0000   | 0.0000   |
| Public- Non Institutions  | E-Voting  | 318,236,680            | 162,546,842             | 51.0773  | 162,506,645                  | 40,197                     | 99.9753  | 0.0247   |
|   | Poll  |                        | 0                       | 0.0000   | 0                            | 0                          | 0.0000   | 0.0000   |
|   | Total   | 318,236,680            | 162,546,842             | 51.0773  | 162,506,645                  | 40,197                     | 99.9753  | 0.0247   |
| Total   | Total   | 792,246,464            | 624,071,801             | 78.7724  | 624,031,604                  | 40,197                     | 99.9936  | 0.0064   |





**PRAKASH VERMA & ASSOCIATES**  
(Company Secretaries in Practice)  
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Unique Code: S2013DE203700

## **CONSOLIDATED REPORT OF SCRUTINIZER**

[Pursuant to Section 108, 109 of the Companies Act, 2013 and  
Rule 20, 21 of the Companies (Management and Administration) Rules, 2014 and  
Regulation 44 of the SEBI (LODR) Regulations, 2015]

To,

**The Chairman of 29<sup>th</sup> Annual General Meeting of the Members of  
LEMON TREE HOTELS LIMITED,**

**CIN: L74899DL1992PLC049022,**

**Address: Asset No.-6, Aerocity Hospitality District, New Delhi - 110037, India**

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and e-voting by your Members during the 29<sup>th</sup> Annual General Meeting of your Company held on Thursday, the 30<sup>th</sup> day of September, 2021, through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") without the physical presence of members.

We are pleased to submit the **Consolidated Scrutinizer's Report**, which is comprehensive and self-explanatory in all respects.

Thanking You,  
Yours faithfully,

**For and on behalf of  
M/s. Prakash Verma & Associates  
(Company Secretaries in Practice)  
ICSI Unique Code – S2013DE203700  
Peer Review Certificate No. – 882/2020**

**CS Prakash Verma  
FCS No. – 9553  
COP No. – 11671  
ICSI UDIN – F009553C001054399**



**Date – 30/09/2021  
Place – Ghaziabad**



### CONSOLIDATED SCRUTINIZER'S REPORT

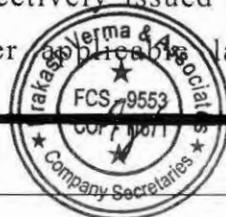
|                     |  |
|---------------------|--|
| Name of the Company | LEMON TREE HOTELS LIMITED  |
| Meeting             | 29 <sup>th</sup> Annual General Meeting ("AGM")  |
| Day, Date & Time    | Thursday, the 30 <sup>th</sup> day of September, 2021 at 03:00 PM  |
| Deemed Venue        | Registered Office of the Company situated at<br>Asset No.-6, Aerocity Hospitality District,<br>New Delhi – 110037, India |
| Mode                | Video Conferencing ("VC") / Other Audio-Visual<br>Means ("OAVM") without the physical presence of<br>members             |

#### 1. Appointment as Scrutinizer

1.1 We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 29<sup>th</sup> Annual General Meeting ("AGM") of **LEMON TREE HOTELS LIMITED** (hereinafter referred to as "**the Company**") scheduled on Thursday, the 30<sup>th</sup> day of September, 2021 at 03:00 p.m. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") without the physical presence of members. Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

#### 2. Dispatch of Notice convening the AGM

2.1 Pursuant to General Circulars No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 08<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 05<sup>th</sup> May, 2020 and 13<sup>th</sup> January, 2021 respectively issued by the Ministry of Corporate Affairs ("MCA") and other laws and regulations (including any





statutory modifications or re-enactments thereof, for the time being in force), advertisements were published in **Financial Express (English) and Jansatta (Hindi)**, having **electronic editions on Wednesday, 01<sup>st</sup> September, 2021** specifying the date & time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

2.2 The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited on **07<sup>th</sup> September, 2021**.

2.3 The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by KFin Technologies Private Limited, the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of AGM:

a) On **07<sup>th</sup> September, 2021** by E-mail to **1,43,229 Members** who had already registered their E-mail IDs with the Company / Depositories.

### 3. Cut-off date

3.1 Voting rights were reckoned as on **Thursday, 23<sup>rd</sup> September, 2021**, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.





#### 4. Remote e-voting process

##### 4.1 Agency

The Company appointed NSDL as the agency for providing the platform for remote e-voting platform and e-voting at the AGM. The Service provider accordingly has set up e-voting facility on their website <https://www.evoting.nsdl.com>.

##### 4.2 Remote e-voting period

Remote e-voting platform was open from 9:00 a.m. (IST) on Friday, September 24, 2021 till 5:00 p.m. (IST) on Wednesday, September 29, 2021 and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL.

#### 5. Voting at the AGM

5.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have casted their votes through remote e-voting do not vote again during the General Meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have casted their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, NSDL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had casted their votes through remote e-voting.





5.3 In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by poll and show of hands were not available at the General Meeting as e-voting was offered to the members.

## 6. Counting Process

6.1 On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the NSDL e-voting platform and downloaded the results.

6.2 On Completion of voting at the meeting, the NSDL./service provider of e-voting platform provided us with the List of Members who had casted their votes, their holding details and details of vote casted on each of the resolution.

6.3 The votes were reconciled with the records maintained by the Company with RTA.

## 7. Results

7.1 We observe that:

- a) 1 Member had casted his votes through e-voting at the AGM;
- b) **993** Members had casted their votes through remote e-voting for Resolution No. 1, **990** Members had casted their votes through remote e-voting for Resolution No. and **986** Members had casted their votes through remote e-voting for Resolution No. 3.

7.2 Based on the reports generated from the e-voting system provided by NSDL and e-voting casted at Annual General Meeting, we submit the consolidated results of remote e-voting and e-voting casted at Annual General Meeting herewith, in respect to each item on the agenda as set out in the **Notice of the 29<sup>th</sup> AGM** as an **Annexure-1**.





**PRAKASH VERMA & ASSOCIATES**  
(Company Secretaries in Practice)  
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- 7.3 Based on the aforesaid results, we report that **03 Ordinary Resolutions** as set out in **Item Nos. 1 to 3** of the **Notice of the 29<sup>th</sup> AGM** have been **passed with the requisite majority.**
8. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof on the resolutions contained in the Notice of AGM. Our responsibilities as scrutinizers are restricted to make a Scrutinizers' Report of the votes cast "**For**" or "**Against**" the resolutions stated in the Notice.
9. Based on the above voting, all resolutions carried on with requisite majority; accordingly we request the Chairman of the AGM to declare the result of the meeting.

Thanking You,  
Yours faithfully,

For and on behalf of  
M/s. Prakash Verma & Associates  
(Company Secretaries in Practice)  
ICSI Unique Code – S2013DE203700  
Peer Review Certificate No. – 882/2020

CS Prakash Verma  
FCS No. – 9553  
COP No. – 11671  
ICSI UDIN – F009553C001054399



By the Order of the Board of Directors  
For Lemon Tree Hotels Limited

Patanjali Govind Keswani  
Chairman and Managing Director  
DIN No. – 00002974

Date – 30/09/2021  
Place – Ghaziabad



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**“ANNEXURE-1 TO SCRUTINIZER’S REPORT - CONSOLIDATED RESULTS”**

**RESOLUTION 01: (ORDINARY RESOLUTION)**

(a & b) To Receive, consider and adopt the Audited Standalone Financial Statements of the Company for the period ended March 31, 2021 including the Audited Balance Sheet as at March 31, 2021 and the Statement of Profit and Loss and Cash Flow Statements for the year ended March 31, 2021 and the Reports of the Auditors and Board of Directors in respect thereof **and** the Audited Consolidated Financial Statements of the Company for the period ended March 31, 2021 and report of the Auditors in respect thereof.

| Mode            | Total Voters | Total Shares     | No Voting/Invalid Votes |          | Favour     |                  | Against   |              |
|-----------------|--------------|------------------|-------------------------|----------|------------|------------------|-----------|--------------|
|                 |              |                  | Number                  | Votes    | Number     | Votes            | Number    | Votes        |
| Remote E-voting | 993          | 624106389        | 0                       | 0        | 949        | 624081347        | 44        | 25042        |
| E-voting at AGM | 1            | 5450             | 0                       | 0        | 1          | 5450             | 0         | 0            |
| <b>Total</b>    | <b>994</b>   | <b>624111839</b> | <b>0</b>                | <b>0</b> | <b>950</b> | <b>624086797</b> | <b>44</b> | <b>25042</b> |

Total Valid Shares = 624111839  
Votes in Favour (% of Total Valid Shares) = 99.996%  
Votes in Against (% of Total Valid Shares) = 00.004%

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated 11<sup>th</sup> August, 2021 has been **passed with requisite majority**.





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**Unique Code:** S2013DE203700

**RESOLUTION 02: (ORDINARY RESOLUTION)**

To appoint a Director in the place of Mr. Rattan Keswani who retires by rotation and is eligible for re-appointment.

| Mode            | Total Voters | Total Shares     | No Voting/Invalid Votes |          | Favour     |                  | Against   |              |
|-----------------|--------------|------------------|-------------------------|----------|------------|------------------|-----------|--------------|
|                 |              |                  | Number                  | Votes    | Number     | Votes            | Number    | Votes        |
| Remote E-voting | 990          | 624106346        | 0                       | 0        | 904        | 624071960        | 86        | 34386        |
| E-voting at AGM | 1            | 5450             | 0                       | 0        | 1          | 5450             | 0         | 0            |
| <b>Total</b>    | <b>991</b>   | <b>624111796</b> | <b>0</b>                | <b>0</b> | <b>905</b> | <b>624077410</b> | <b>86</b> | <b>34386</b> |

**Total Valid Shares** = 624111796  
**Votes in Favour (% of Total Valid Shares)** = 99.994%  
**Votes in Against (% of Total Valid Shares)** = 00.006%

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 11<sup>th</sup> August, 2021 has been **passed with requisite majority**.





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**RESOLUTION 03: (ORDINARY RESOLUTION)**

To appoint Mr. Niten Malhan (DIN: 00614624) as an Independent Director of the Company for the period of 5 (Five) Years w.e.f 6<sup>th</sup> November, 2020 and he shall not be liable to retire by rotation.

| Mode            | Total Voters | Total Shares     | No Voting/Invalid Votes |          | Favour     |                  | Against   |              |
|-----------------|--------------|------------------|-------------------------|----------|------------|------------------|-----------|--------------|
|                 |              |                  | Number                  | Votes    | Number     | Votes            | Number    | Votes        |
| Remote E-voting | 986          | 624066351        | 0                       | 0        | 909        | 624026154        | 77        | 40197        |
| E-voting at AGM | 1            | 5450             | 0                       | 0        | 1          | 5450             | 0         | 0            |
| <b>Total</b>    | <b>987</b>   | <b>624071801</b> | <b>0</b>                | <b>0</b> | <b>910</b> | <b>624031604</b> | <b>77</b> | <b>40197</b> |

Total Valid Shares = 624071801  
Votes in Favour (% of Total Valid Shares) = 99.994%  
Votes in Against (% of Total Valid Shares) = 00.006%

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the AGM dated 11<sup>th</sup> August, 2021 has been passed with requisite majority.

Thanking You,  
Yours faithfully,

For and on behalf of  
M/s. Prakash Verma & Associates  
(Company Secretaries in Practice)  
ICSI Unique Code – S2013DE203700  
Peer Review Certificate No. – 882/2020

CS Prakash Verma  
FCS No. – 9553  
COP No. – 11671  
ICSI UDIN – F009553C001054399



By the Order of the Board of Directors  
For Lemon Tree Hotels Limited

Patanjali Govind Keswani  
Chairman and Managing Director  
DIN No. – 00002974

Date – 30/09/2021  
Place – Ghaziabad