



September 25, 2025

**National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East)
Mumbai – 400 051**

**BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400 001**

Name of Scrip: LEMONTREE

BSE Scrip Code: 541233

Subject: Proceedings of 33rd Annual General Meeting of the Company

Ref: Regulation 30(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

The 33rd Annual General Meeting (AGM) of the Company was held on Thursday, September 25, 2025 through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).

Mr. Patanjali Govind Keswani, Chairman and Managing Director of the Company, chaired the proceedings of the meeting, welcomed the members, and informed that as the requisite Quorum was present, the meeting was called to order.

He further informed that the Meeting was being held through Video Conferencing in compliance of circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI).

He also apprised that all the members joining the meeting will be placed on mute to avoid any background disturbances and to ensure smooth and seamless conduct of the meeting. If any shareholder is unable to attend the AGM through Audio/Video mode, he can attend through audio mode and if any member faces any technical issue, they can contact the concerned person as per the details are given in the notice of the meeting.

He further introduced the Directors of the Company (including Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee, Chairman of the Stakeholders' Relationship Committee), KMP's & other senior officials of the Company and the representatives of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Statutory Auditors) and M/s DPV & Associates, Secretarial Auditors attending the meeting.

Thereafter, the Chairman delivered his speech to the Shareholders, giving highlights of the Company's performance and placed his appreciation and thanks to the Members, Directors, Officers' and others present during the meeting.

He then requested Mr. Pawan Kumar Kumawat, Company Secretary & Compliance Officer of the Company to address the members about regulatory aspects of the meeting.

Lemon Tree Hotels Limited

(CIN No. L74899DL1992PLC049022)

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

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



Mr. Kumawat, Company Secretary & Compliance Officer, further welcomed the members and informed that the physical presence of members is dispensed with in accordance with the circulars of MCA/SEBI facilitating holding of AGM through VC/OAVM.

He further informed that the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013; the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act and Certificate from Secretarial Auditors of the Company certifying that Krizm Hotels Private Limited Employee Stock Option Program 2006 and LTHL Stock Appreciation Rights Scheme – 2024 of the Company is in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 are available electronically for inspection by Members on the website of the Company during the AGM.

It was further informed that Notice of 33rd AGM along with Integrated Annual Report 2024-25 which inter-alia contains Audited Standalone and Consolidated Financial Statements together with Directors/ Auditors report have been emailed to all shareholders whose emails IDs are registered with the Company/Depository Participant/RTA and also sent letter to the shareholders providing a direct web link to Integrated Annual Report 2024-25 and Notice of 33rd AGM who have not registered their email ID with the Company. Accordingly taken as read.

It was further informed that the Statutory Auditors' Report and the Secretarial Audit Report for FY 2025 did not contain any qualification, comments or other remarks, and the same were taken as read.

Mr. Kumawat, Company Secretary & Compliance Officer, further informed that the facility of remote e-voting, provided to shareholders to enable them to cast their votes electronically, had concluded at 05.00 P.M. yesterday i.e., September 24, 2025. The members who attended the AGM who had not cast their vote through remote e-voting were eligible to cast their vote through e-voting during the AGM.

The results of the e-voting along with the Scrutinizer's Report shall be intimated to the members through the website of the Company <https://investors.lemontreehotels.com/> and shall also be submitted to the National Stock Exchange of India Limited, BSE Limited and National Securities Depository Limited within 2 working days of the conclusion of the meeting.

The Shareholders were informed that the Board of Directors had appointed Mr. Prakash Verma, Practicing Company Secretary, as the Scrutinizer to supervise the remote e-voting and e-voting process during the AGM and submit his report on all the resolutions contained in the Notice of the 33rd AGM of the Company.

Mr. Kumawat briefed the following Agenda items as per the Notice of AGM dated August 08, 2025:

Ordinary Business:

1. To receive, consider and adopt:
 - a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025 together with the reports of the Auditors and the Board of Directors thereon; and
 - b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025 together with the reports of the Auditors thereon.
2. To appoint a Director in place of Mr. Patanjali Govind Keswani (DIN: 00002974) who retires by rotation and being eligible, offers himself for reappointment.

Special Business:

3. Appointment of M/s DPV & Associates LLP, Practicing Company Secretaries, as Secretarial Auditors of the Company.
4. Appointment of Mr. Patanjali Govind Keswani (DIN: 00002974) as Executive Director and Chairman of the Company w.e.f. October 01, 2025.
5. Approval of remuneration of Mr. Patanjali Govind Keswani (DIN: 00002974) as Executive Director and Chairman of the Company w.e.f. October 01, 2025.
6. Approval of remuneration of Mr. Patanjali Govind Keswani (DIN: 00002974) as Executive Director and Chairman in Fleur Hotels Limited (Material Subsidiary Company).
7. Appointment of Mr. Neelendra Singh (DIN: 08491872) as Managing Director of the Company w.e.f. October 1, 2025.
8. Approval of remuneration of Mr. Neelendra Singh (DIN: 08491872) as Managing Director of the Company w.e.f. October 1, 2025.
9. Appointment of Mr. Kapil Sharma (DIN: 00352890) as Executive Director and Chief Financial Officer of the Company w.e.f. October 1, 2025.
10. Approval of remuneration of Mr. Kapil Sharma (DIN: 00352890) as Executive Director and Chief Financial Officer of the Company w.e.f. October 1, 2025.
11. Approval of one-time Ex-gratia payment to Mr. Patanjali Govind Keswani (DIN: 00002974), Chairman & Managing Director of the Company.
12. Approval of one-time Ex-gratia payment to Mr. Kapil Sharma, Chief Financial Officer of the Company.
13. Re-appointment of Mr. Niten Malhan (DIN: 00614624) as Non-Executive Independent Director of the Company.
14. Amendment in LTHL Stock Appreciation Rights Scheme -2024.

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15. Approve the extension of grant of Stock Appreciation Rights to the employees of existing unlisted Subsidiary Companies of the Company under LTHL Stock Appreciation Rights Scheme – 2024.
16. Approval of overall limit of the Commission to the Non- Executive Directors of the Company.

The members of the Company were informed that shareholders having any query may use that chat box facility and also write as well on email to the Company.

He further apprised that e-voting shall remain open for next 15 minutes after closure of the meeting.

Mr. Kumawat, Company Secretary & Compliance Officer, requested to the Chairman to conclude the meeting.

The Chairman then concluded the meeting with a vote of thanks to the Members, Directors, Officers' and others present during the meeting.

The meeting then concluded at 01:31 P.M.

Kindly take the above information into record.

Thanking you,

Yours faithfully

For **Lemon Tree Hotels Limited**

Pawan Kumar Kumawat
Company Secretary
& Compliance Officer
M. No: A25377