October 15, 2018

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E), Mumbai – 400 051

NSE Scrip Symbol: LEMONTREE

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

BSE Scrip Code: 541233

Dear Sir

Subject: Reconciliation of Share Capital Audit

Please find enclosed the Reconciliation of Share Capital Audit Report for the Equity Shares, for the quarter ended September 30, 2018 signed by Mr. Dhawal Kant Singh, Practising Company Secretary.

This report is submitted in compliance with Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018 (erstwhile Regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996).

You are requested to kindly take the same on record.

Thanking You

For Lemon Tree Hotels Limited

Nikhil Sethi
Group Company Secretary & GM Legal and Compliance Officer

Encl. as above
# RECONCILIATION OF SHARE CAPITAL AUDIT

1. For Quarter Ended: 30<sup>th</sup> September, 2018
2. ISIN: INE970X01018
3. Face Value: Rs.10/-
4. Name of the Company: Lemon Tree Hotels Limited
5. Registered Office Address: Asset No. 6, Aerocity Hospitality District, IGI Airport, New Delhi-110037
6. Correspondence Address: Asset No. 6, Aerocity Hospitality District, IGI Airport, New Delhi-110037
7. Telephone No. and Fax No.: Tel No: 011-46050101 Fax: 011-46050111
8. Email Address: sectdept@lemontreehotels.com
9. Name of the Stock Exchanges where the Company's Securities are Listed: BSE Limited, National Stock Exchange of India Limited
10. Issued Capital: | No. of Shares | % of Total Issued Capital |
    | 79,22,46,464 | 100.00% |
11. Listed Capital (Exchange wise) – BSE (As per Company's Records) - NSE: | 79,22,46,464 | 100.00% |
                            | 79,22,46,464 | 100.00% |
12. Held IN DEMAT Form in CDSL: 3,10,94,835 3.92%
13. Held IN DEMAT Form in NSDL: 59,73,10,500 75.39%
14. Physical: 16,38,41,129 20.68%
15. Total No. of Shares (12+13+14): 79,22,46,464 100.00%
16. Reason for Difference if Any, between (10 & 11), (10 & 15), (11 & 15): N.A.
17. Certifying the Details Of Changes In Share Capital During The Quarter Under Consideration As per Table

<table>
<thead>
<tr>
<th>Particulars ***</th>
<th>No. of Shares</th>
<th>Applied/ Not Applied</th>
<th>Listed On Stock Ex. (Names)</th>
<th>Whether Intimated to CDSL</th>
<th>Whether Intimated to NSDL</th>
<th>In-prin.appr. pending for SE(Names)</th>
</tr>
</thead>
<tbody>
<tr>
<td>ESOPs</td>
<td>5833281</td>
<td>Applied</td>
<td>BSE Limited National Stock Exchange of India Limited</td>
<td>Yes</td>
<td>Yes</td>
<td>N/A</td>
</tr>
</tbody>
</table>

***Rights,Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture Any Other (to Specify)

18. Register of Members is Updated (Yes / No) (Not, Updated Upto Which Date): Yes
19. Reference of previous quarter with regards to excess dematerialized shares, if any: N.A.

CERTIFIED TRUE COPY

[Signature]

D.S. ASSOCIATES
Company Secretaries

Off. : A-233, Ground Floor, Bankei Colony, Ashok Vihar IV, Delhi – 110052
Phone : +91 11 27307634, 43985535
Mobile : +91 9212735835
E-mail : info@dssassociate.com
Website: www.dssassociate.com
20. Has the Company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reasons why?

N.A.

21. Mention the Total No. of Requests, if any, confirmed after 21 days and the total No. of requests beyond 21 days with the reasons for delay:

As per table given below

<table>
<thead>
<tr>
<th>Total No. of Demat Requests</th>
<th>No. of Requests</th>
<th>No. of Shares</th>
<th>Reasons for Delay</th>
</tr>
</thead>
<tbody>
<tr>
<td>Confirmed After 21 Days</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
</tr>
<tr>
<td>Pending For More than 21 Days</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
</tr>
</tbody>
</table>

22. Name, Telephone And Fax No. of the Compliance Officer of the Company.

Mr. Nikhil Sethi
Group Company Secretary & GM Legal and Compliance Officer
Tel: 011-46050122
Fax: 011-46050110

23. Name, Address, Tele No. Fax No. Regn. of the Practicing Company Secretary

Dhawal Kant Singh
Company Secretary
CP No. 7347
A-233, G.F. Bunkar Colony, Ashok Vihar IV, Delhi – 110052
011-27307634

24. Appointment of Common Agency for Share Registry Work(If Yes, Name and Address)

Karvy Computershare Private Limited
“Karvy Selenium Tower B”, Plot NO. 31 & 32, Financial District, Nanakramguda, Gachibowli, Hyderabad-500032, Telangana

25. Any other details that the Practicing Company Secretary may like to Provide (EG. BIFR Company, Delisting From SE, Company Changes its Name Etc. – NIL

Date: 16/10/2018
Place: New Delhi

For D.S. Associates
Company Secretaries

Dhawal Kant Singh
Prop.
CP No. 7347

CERTIFIED TRUE COPY

NIKHIL SETHI
Group Company Secretary
A-7347 Company Secretaries