



October 28, 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: Submission of Voting Results of Postal Ballot pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Report of Scrutinizer pursuant to Section 108 & 110 of the Companies Act, 2013 and Rules made thereunder**

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Dear Sir,

In continuation to our letter dated September 26, 2025, please find enclosed the following:

- (a) Voting Results of the Postal Ballot through remote e-voting pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015; and
- (b) Report of the Scrutinizer dated October 28, 2025, pursuant to Section 108 and 110 of the Companies Act, 2013 and Rules made thereunder.

The aforesaid voting results along with Scrutinizer's report are also made available on the Company's website viz. <https://investors.lemontreehotels.com>

We wish to inform that as per the Scrutinizer's Report, the Resolution as set out in the Notice of Postal Ballot has been duly approved by the Shareholders with requisite majority.

Kindly take the above intimation into record.

**Thanking you**

For **Lemon Tree Hotels Limited**

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

**Encl: a/a**

**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](http://www.lemontreehotels.com)**

General information about company	
Scrip code	541233
NSE Symbol	LEMONTREE
MSEI Symbol	NOTLISTED
ISIN	INE970X01018
Name of the company	LEMON TREE HOTELS LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	26-10-2025
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	Mr. Prakash Verma
Firms Name	M/s Prakash Verma & Associates
Qualification	CS
Membership Number	9553
Date of Board Meeting in which appointed	17-09-2025
Date of Issuance of Report to the company	28-10-2025

<b>Voting results</b>	
Record date	19-09-2025
Total number of shareholders on record date	373960
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

<b>Resolution(1)</b>								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM “UNION TERRITORY OF DELHI” TO THE “STATE OF HARYANA”				
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	176502353	173908061	98.5302	173908061	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	176502353	173908061	98.5302	173908061	0	100	0
Public- Institutions	E-Voting	327293703	283327778	86.5668	283327778	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	327293703	283327778	86.5668	283327778	0	100	0
Public- Non Institutions	E-Voting	288450408	122103912	42.331	122081927	21985	99.982	0.018
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	288450408	122103912	42.331	122081927	21985	99.982	0.018
Total		792246464	579339751	73.1262	579317766	21985	99.9962	0.0038
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	Based on the aforesaid results, the resolution as mentioned above has been passed with requisite majority as per the applicable resolution.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	







## **SCRUTINIZERS' REPORT**

To,

**THE CHAIRMAN,**  
**LEMON TREE HOTELS LIMITED,**  
**CIN:** L74899DL1992PLC049022  
**Registered Address:** Asset No. 6, Aerocity Hospitality  
District, New Delhi - 110037, India

**Sub: Scrutinizers' Report on postal ballot by way of remote e-voting/Voting by electronic means ("e-voting") conducted in terms of Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time in respect of passing of the resolutions contained in the Postal Ballot Notice dated September 17, 2025**

Dear Sir/Ma'am,

I, Prakash Verma, Proprietor of M/s. Prakash Verma & Associates, Practicing Company Secretaries, having office at Plot No. 14, Rajbagh Colony, Sahibabad, Jain Mandir Road, Ghaziabad, Uttar Pradesh - 201005, was appointed as Scrutinizer by the Board of Directors of Lemon Tree Hotels Limited ("**The Company**") for scrutinizing the postal ballot by way of voting through electronic means / e-voting, in respect of passing of the resolutions contained in the Postal Ballot Notice dated September 17, 2025 ("**Notice**") in a fair and transparent manner. Pursuant to Section 102 of the Act, all the material facts relating to resolution were set out in the Explanatory Statement annexed with the notice.

### **I hereby submit my report as under:**

1. The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of: (i) the Companies Act, 2013 and the rules made thereunder including circular no. 14/2020, 17/2020, 20/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022, 11/2022, 09/2023 and 09/2024 dated April 8, 2020, April 13, 2020, May 05, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 08, 2021, May 05, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 respectively issued by the Ministry of Corporate Affairs ("**MCA Circulars**"); (ii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), the BSE Limited and National Stock Exchange of India Limited ("**Stock Exchanges**"); and (iii) Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India and any other applicable laws, rules and regulations, relating to postal ballot by way of e-voting means.
2. My responsibility as scrutinizer is restricted to prepare a scrutinizers' report of the votes cast by the members for the resolutions contained in the Notice; based on the data



downloaded from website of National Securities Depository Limited ("NSDL"), i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com), an authorised agency engaged by the Company to provide e-voting facilities till the time fixed for closing of the voting process i.e. Sunday, October 26, 2025, 5:00 P.M. (IST).

3. The Members of the Company as on the "cut-off date" i.e. Friday, September 19, 2025 were entitled to vote on the proposed resolution to be passed through postal ballot by way of e-voting means as set-out in the Notice of Postal Ballot and their shareholding as on cut-off date has been reckoned for the purpose of arriving at the results of the postal ballot.
4. The e-voting period remained open from Saturday, September 27, 2025, at 9:00 A.M. (IST) till the close of working hours i.e. 5:00 P.M. (IST) on Sunday, October 26, 2025 on the designated website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
5. On Friday, September 26, 2025, the Company had completed the dispatch of Postal Ballot notice to those Members whose name(s) appeared in the Register of Members/ List of beneficial owners as on the cut-off date i.e. Friday, September 19, 2025 received from Depositories i.e. National Securities Depository Limited ("**NSDL**"), Central Depository Services (India) Limited ("**CDSL**"), Registrars and Share Transfer Agent of the Company ("**RTA**") and whose e-mail id's were registered with the Depositories/NSDL/CDSL or with RTA. Pursuant to the MCA Circulars, the Company had dispatched the notice through e-mails only. The Company had not dispatched the postal ballot notice to those members whose e-mail ID's were not registered with the Company and/or Depositories.

However, the Company had also given an option in the Postal Ballot Notice, which was uploaded on the website of the Company ([www.lemontreehotels.com](http://www.lemontreehotels.com)), National Securities Depository Limited ("NSDL") ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)), BSE Limited ([www.bseindia.com](http://www.bseindia.com)) and National Stock Exchange of India Ltd. ([www.nseindia.com](http://www.nseindia.com)) and also published by way of newspaper advertisements dated September 27, 2025 in "**Financial Express**" (English), all editions and in "**Jansatta**" (Hindi), Delhi edition, to the members to register their e-mail id's with the Company and/ or their depository participants.

6. In view of relaxation given by Ministry of Corporate Affairs and Securities and Exchange Board of India, the Company has not dispatched physical ballots. Further, the Company has also not received any physical ballot form and accordingly, voting done through e-voting means only was considered for this report.
7. As per rule 20 read with rule 22 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 47 of listing regulations, Newspaper Advertisements with respect to Postal Ballot Notice were published by the Company in "**Financial Express**" (English), all editions and in "**Jansatta**" (Hindi), Delhi edition on September 27, 2025 informing about the completion of dispatch of Postal Ballot notice to those Members who registered their e-mail id's with the depositories or with RTA of the Company along with other related matters mentioned therein.
8. I had monitored the process of e-voting through the scrutinizer's secured link provided by NSDL through its designated website.



9. After completion of e-voting, votes cast by the Members, were unblocked in the presence of two witnesses, Ms. Sakshi Nautiyal and Mr. Mayank Singla who are not in the employment of the Company:

**Ms. Sakshi Nautiyal**

**Mr. Mayank Singla**

10. The particulars of report downloaded from the website of NSDL have been entered in a separate register maintained for the purpose of Postal Ballot.
11. Votes casted by the members through e-voting were reconciled with the records maintained by the RTA of the Company and authorizations lodged with the Company.
12. This report is based on votes casted through e-voting, which was downloaded from the website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
13. The management of the Company is responsible for ensuring compliance with the requirements of Act and rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable relating to the voting through Remote e-voting on the resolution.
14. My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's report of votes cast in favour or against the resolution based on the reports generated from postal ballot process and the remote e-voting system provided by NSDL.
15. After ascertaining the votes casted by e-voting, I hereby submit the result as under:

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**ITEM NO. 1: SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM "UNION TERRITORY OF DELHI" TO THE "STATE OF HARYANA"**

	Particulars	E-VOTING	
		Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	1,451	57,93,39,751
Less:	Number of Members & Invalid/Rejected Votes	0	0
Less:	Number of Members & abstained from voting	0	0
	Number of Members & Votes not exercised	0	0
	<b>No. of Valid Votes Cast</b>	<b>1,451</b>	<b>57,93,39,751</b>

Particulars	E-VOTING		
	Number of members voted	Votes cast by them	% of total number of valid votes cast
Favour	1,353	57,93,17,766	99.9962
Against	98	21,985	0.0038
<b>Total</b>	<b>1,451</b>	<b>57,93,39,751</b>	<b>100</b>

Hence, based on votes casted through e-voting, **the aforesaid resolution was passed with requisite majority as a Special Resolution.**



**16. Based on the aforesaid results, the resolution as mentioned above has been passed with requisite majority as per the applicable resolution.**

**17. Therefore, the Chairman or any other person authorized by him may accordingly declare the result of Postal Ballot process.**

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. – 7025/2025**

PRAKASH VERMA  
Digitally signed by  
PRAKASH VERMA  
Date: 2025.10.28  
11:29:45 +05'30'

**CS Prakash Verma**  
**FCS No.: 9553**  
**COP No.: 11671**  
**UDIN: F009553G001665614**

**Date:** 28/10/2025

**Place:** Ghaziabad

**Countersigned by:**

**For and on behalf of**  
**Lemon Tree Hotels Limited**

PATANJALI GOVIND KESWANI  
Digitally signed by  
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KESWANI  
Date: 2025.10.28  
12:45:06 +05'30'

**Patanjali Govind Keswani**  
**Chairman and Executive Director**  
**DIN: 00002974**