



## THE LEELA

PALACES HOTELS RESORTS

September 18, 2017

**The Department of Corporate Services**  
**BSE Limited**  
1<sup>st</sup> floor, Rotunda Building  
B.S. Marg, Fort  
Mumbai – 400 001

**Stock Code: 500193**

**The Listing Department**  
**National Stock Exchange of India**  
**Limited**  
Exchange-Plaza, Bandra Kurla Complex  
Bandra (E)  
Mumbai – 400 051  
**HOTELEELA**

Dear Sir,

**Sub: Proceedings at the 36<sup>th</sup> Annual General Meeting held on 18<sup>th</sup> September, 2017 and disclosure of e-voting and poll results (Regulation 44)**

The 36th Annual General Meeting of the Company was held at Shree Bhaidas Maganlal Sabhagriha, U-1, Juhu Vile Parle Development Scheme, Vile Parle West, Mumbai 400 056 on 18th September, 2017. All items of business contained in the Notice of 36<sup>th</sup> Annual General Meeting were approved by the Members. The details of voting results, in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are enclosed in the prescribed format together with the Report of the Scrutinizer.

The proceedings of the said AGM shall be sent to you in due course.

Please take the above information on record.

Thanking you,

Yours Faithfully,

**For Hotel Leelaventure Limited**

*A.S. Bohra*  
**Anandghan Bohra**  
Company Secretary



Encl: as above

Regd. Office:

**HOTEL LEEVAVENTURE LIMITED**

The Leela Mumbai, Sahar, Mumbai 400 059 India. Phone: (91-22) 6691 1234; Fax: (91-22) 6691 1212; Email: leela@theleela.com; www.theleela.com

The Leela Palaces, Hotels and Resorts: New Delhi, Bengaluru, Chennai, Mumbai, Gurgaon, Udaipur, Goa and Kovalam.

Upcoming Properties: Jaipur; Agra; Lake Ashtamudi (Kerala); Bhartiya City, Bengaluru and Lucknow.

Corporate Identity Number (CIN): L55101MH1981PLC024097



HOTEL LEELEAVENTURE LTD	
Date of the AGM/EGM	18-09-2017
Total number of shareholders on record date	91408
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	12
Public:	77
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1											
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of the Audited Financial Statements of the Company (including Audited Consolidated Financial Statements) for the financial year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon.											
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes											
Category	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	298087074	297768744	99.8932	297768744	0	100.0000	0.0000					
		0	0.0000	0	0	0.0000	0.0000					
		297768744	99.8932	297768744	0	100.0000	0.0000					
		21860773	89.7382	21860773	0	100.0000	0.0000					
	24360614	0	0.0000	0	0	0.0000	0.0000					
Public- Institutions		0	0.0000	0	0	0.0000	0.0000					
		21860773	89.7382	21860773	0	100.0000	0.0000					
		41514	0.0288	41483	31	99.9253	0.0746					
	144160619	1548674	1.0743	1548674	0	100.0000	0.0000					
Public- Non Institutions		0	0.0000	0	0	0.0000	0.0000					
		1590188	1.1031	1590157	31	99.9981	0.0019					
	466608307	321219705	68.8414	321219674	31	100.0000	0.0000					




Resolution No.	ORDINARY - Re-appointment of Mr. V. P. Shetty (DIN: 00021773) as a Director.									
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr. V. P. Shetty (DIN: 00021773) as a Director.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	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	Mode of Voting	0	0.0000	00	0	0.0000	0.0000			
	Poll	297768744	99.8932	297768744	0	100.0000	0.0000			
	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000			
Public- Institutions	Total	297768744	99.8932	297768744	0	100	0			
	E-Voting	0	0.0000	00	0	0.0000	0.0000			
	Poll	0	0.0000	00	0	0.0000	0.0000			
Public- Non Institutions	Mode of Voting	24360614	0.0000	00	0	0.0000	0.0000			
	Poll	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000			
Public- Non Institutions	Total	41514	0.0288	39383	2131	94.8667	5.1332			
	E-Voting	1548674	1.0743	1548674	0	100.0000	0.0000			
	Poll	0	0.0000	00	0	0.0000	0.0000			
Public- Non Institutions	Mode of Voting	1590188	1.1031	1588057	2131	99.866	0.134			
	Poll	299358932	64.1564	299356801	2131	99.9993	0.0007			
	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000			
Total	466608307	299358932	64.1564	299356801	2131	99.9993	0.0007			

A-S. B.



Resolution No.	ORDINARY - Appointment of Auditors of the Company to hold office from the conclusion of the 36th Annual General Meeting until the conclusion of the 41st Annual General Meeting of the Company									
Resolution required: (Ordinary/ Special)	the 41st Annual General Meeting of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	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	Mode of Voting	0	0.0000	00	00	0.0000	0.0000			
	Poll	298087074	99.8932	297768744	0	100.0000	0.0000			
	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000			
Public- Institutions	Total	297768744	99.8932	297768744	0	100	0			
	E-Voting	24360614	89.7382	21860773	0	100.0000	0.0000			
	Poll	0	0.0000	00	0	0.0000	0.0000			
Public- Non institutions	Mode of Voting	0	0.0000	00	0	0.0000	0.0000			
	Poll	144160619	0.288	41383	131	99.6844	0.3155			
	Postal Ballot (if applicable)	0	1.0743	1548674	0	100.0000	0.0000			
Total	466608307	1590188	1.1031	1590057	131	99.9918	0.0082			
Total	321219705	68.8414	321219574	131	100.0000	0.0000	0.0000			

*A. S. Sane*



Resolution No.	4									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for increase in subscribed capital of the Company caused by the exercise of option attached to the loan raised to convert such loan into shares.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	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	Mode of Voting	0	0.0000	00	0	0.0000	0.0000			
	E-Voting	297768744	99.8932	297768744	0	100.0000	0.0000			
	Poll	298087074								
Public- Institutions	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000			
	E-Voting	297768744	99.8932	297768744	0	100.0000	0.0000			
	Poll	21860773	89.7382	00	21860773	0.0000	100.0000			
Public- Non Institutions	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000			
	E-Voting	21860773	89.7382	00	21860773	0.0000	100.0000			
	Poll	41514	0.0288	32633	8881	78.6072	21.3927			
Total	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000			
	E-Voting	144160619	1.0743	1548674	0	100.0000	0.0000			
	Poll	1590188	1.1031	1581307	8881	99.4415	0.5585			
Total	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000			
	Total	466608307	321219705	68.8414	299350051	93.1917	6.8083			

*A. S. Saha*

**PRASHANT S MEHTA**  
**Practicing Company Secretary**

Office Address: 12A-09 & 12A-09A,  
Parinee Cresenzo, Plot No.  
C/38/39, G Block, behind MCA  
Club, BKC, Bandra (E), Mumbai  
400051.  
Mobile: 09821231387  
email: [prashant.m@legacs.com](mailto:prashant.m@legacs.com)

FORM No. MGT-13

Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

Mr. Anandghan Bohra  
Company Secretary,  
Hotel Leelaventure Limited  
Mumbai

Sub: Annual General Meeting of the Shareholders of Hotel Leelaventure Limited (the "Company") held on Monday, September 18, 2017 at Mumbai, Maharashtra.

Dear Sir,

I, Prashant S Mehta, Practicing Company Secretary, was appointed by the Board of Directors of the Company as Scrutinizer vide resolution dated May 25, 2017 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions, at the Annual General Meeting of the Shareholders of the Company, to be held on Monday, September 18, 2017 at Mumbai, for which I submit my report as under:

1. The remote e-Voting period remained open from Friday, September 15, 2017 (09.00 a.m) to Sunday, September 17, 2017 (5.00 p.m).
2. The shareholders holding shares as on "cut off" date, i.e. Monday, September 11, 2017, were entitled to vote on the proposed resolutions.
3. Thereafter the details containing, inter alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the remote e-voting website of Karvy Computershare Private Limited (KCPL), the authorized agency to provide remote e-Voting facility to its members.
4. After the closing of the poll as announced by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed.
5. The locked ballot box was subsequently opened by me in the presence of two witnesses, Ms. Dhara Shah and Ms. Hinal Mehta who are not in employment of the Company and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and



Transfer Agents/ the Company and the authorizations / proxies lodged with the Company.

6. We found 2 ballot papers, for 1015 shares, which were invalid.
7. My responsibility as a scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the annual general meeting is conducted in a fair and transparent manner and render a consolidated report of the total votes cast in favour and against to the Chairman on the resolutions, based on the reports generated from the remote e-Voting system provided by KCPL and voting by use of ballots at the meeting.
8. The results of voting by electronic means, physical ballot held at the aforesaid Annual General Meeting is as under:

Resolution No. 1:

To receive, consider and adopt the Audited Financial Statements of the Company (including Audited Consolidated Financial Statements) for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon.

- (i) Votes in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	27	21902256	-
Ballot	47	299317418	-
Total	74	321219674	99.9999

- (ii) Votes against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	03	31	--
Ballot	0	0	--
Total	03	31	0.0001

- (iii) Abstained from Voting:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	-
Ballot	0	0	-
Total	0	0	-



Resolution No. 2:

To appoint a Director in place of Mr. V. P. Shetty (DIN: 00021773) who retires by rotation and being eligible offers himself for re-appointment.

(i) Votes in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	21	39383	-
Ballot	47	299317418	-
Total	68	299356801	99.9993

(ii) Votes against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	05	2131	-
Ballot	0	0	-
Total	05	2131	0.0007

(iii) Abstained from Voting:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	04	21860773	-
Ballot	0	0	-
Total	04	21860773	-





Resolution No. 3:

To appoint M/s. N. S. Shetty & Co. Chartered Accountants (Registration Number 110101W) as Statutory Auditors to hold office for a period of 5 years.

(i) Votes in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	27	21902156	-
Ballot	47	299317418	-
Total	74	321219574	99.9999

(ii) Votes against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	04	131	-
Ballot	0	0	-
Total	04	131	0.0001

(iii) Abstained from Voting:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-voting	0	0	-
Ballot	0	0	-
Total	0	0	-



Resolution No. 4:

To approve increase in subscribed capital of the Company caused by exercise of option attached to the loan raised to convert such loan into shares.

(i) Votes in favour of the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-Voting	23	32633	-
Ballot	47	299317418	-
Total	70	299350051	93.1917

(ii) Votes against the resolution:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-Voting	07	21869654	-
Ballot	0	0	-
Total	07	21869654	6.8083

(iii) Abstained from Voting:

Mode of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast	% of total number of valid votes cast
E-Voting	0	0	-
Ballot	0	0	-
Total	0	0	-

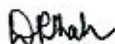
9. The ballot papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.


Thanking you,

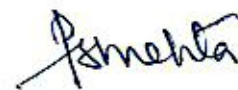
Place: Mumbai

Dated: September 18, 2017.

Yours faithfully

Witness 1: 

Witness 2: 



**PRASHANT S. MEHTA**  
**COMPANY SECRETARY**  
**M. NO. 5814 CP. NO. 17341**

Mr. Anandghan Bohra  
Company Secretary,  
Hotel Leelaventure Limited  
Mumbai

Sub: Summary of the Results of the Voting on the resolutions (including remote e-Voting and Ballot at AGM) passed at the Annual General Meeting of Hotel Leelaventure Limited held on September 18, 2017.

Item no. of Notice	Votes in favour of the resolution			Votes against the resolution		
	Numbers		% of total votes cast	Numbers		% of total votes cast
	Persons	Votes		Persons	Votes	
1	74	321219674	99.9999	03	31	0.0001
2	68	299356801	99.9993	05	2131	0.0007
3	74	321219574	99.9999	04	131	0.0001
4	70	299350051	93.1917	07	21869654	6.8083

Yours faithfully,

Place: Mumbai  
Date: September 18, 2017.



**PRASHANT S. MEHTA**  
**COMPANY SECRETARY**  
**M. NO. 5814 CP. NO. 17341**