

May 15, 2025

National Stock Exchange of India Limited

Exchange Plaza
Bandra Kurla Complex,
Bandra (East),
Mumbai 400 051.

Scrip Code: CHALET

BSE Limited

Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001.

Scrip Code: 542399 (Equity Shares)

976529 (Non-Convertible Debentures)

Dear Sir / Madam,

Sub.: Voting Results and Scrutiniser's Report in respect of the Hon'ble NCLT Convened Meeting ('Meeting') of the Chalet Hotels Limited ('the Company') held on Tuesday, May 13, 2025

Ref.: Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Pursuant to applicable provisions of the Regulation 44 of the Listing Regulations, the Companies Act, 2013 read with the Rules made thereunder and the applicable Secretarial Standards, we enclose herewith:

- 1) Combined e-voting results in the prescribed format – **Annexure I**
- 2) Report on combined e-voting results dated May 15, 2025 issued by the Scrutiniser i.e. Mr. Saurabh Agarwal (Membership No: 9290), Designated Partner of MMJB & Associates LLP, Company Secretaries – **Annexure II**

It may be noted that the item of business as per the Notice convening the Meeting was approved by the Members with requisite majority.

Further, the Voting Results along with the Scrutiniser's Report are being made available on the website of KFin Technologies Limited at <https://evoting.kfintech.com> and also on the Company's website at www.chalethotels.com.

Request you to take the same on record.

Thanking You.

Yours faithfully,
For **Chalet Hotels Limited**

Christabelle Baptista
Company Secretary and Compliance Officer

Enclosed: As above

Chalet Hotels Limited

Annexure I

CHALET HOTELS LIMITED	
Date of the Meeting	13-05-2025
Total number of shareholders on record date	66,224
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	46
Public:	14

Resolution No.	1									
Resolution required: (Ordinary/ Special)	SPECIAL- Approval for the Scheme of Arrangement and Amalgamation amongst Sonmil Industries Private Limited i.e. Transferor Company No. 1, The Dukes Retreat Private Limited i.e. Transferor Company No. 2 and Chalet Hotels Limited Transferee Company and their respective Shareholders and Creditors under Sections 230 to 232 and other applicable provisions of the Act.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	14,72,62,680	14,72,62,680	100.0000	14,72,62,680	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		14,72,62,680	100.0000	14,72,62,680	14,72,62,680	100.0000	0.0000	0	0
Public- Institutions	E-Voting	6,37,40,977	5,75,46,614	90.2820	5,75,46,614	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,75,46,614	90.2820	5,75,46,614	0	100.0000	0.0000	0	0
Public- Non-Institutions	E-Voting	74,86,758	270	0.0036	265	5	98.1481	1.8519	0	0
	Poll		1,30,533	1.7435	1,30,533	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,30,803	1.7435	1,30,798	5	99.9962	0.0038	0	0
Total	Total	21,84,90,415	20,49,40,097	93.7982	20,49,40,092	5	100.0000	0.0000	0	0

Note: On April 28, 2025, the Company had allotted 35,000 Equity Shares to an Eligible Employee under the CHL Employee Stock Option Plan 2022. Consequently, the number of fully paid Equity Shares increased from 21,84,55,415 to 21,84,90,415. The Corporate Action for 35,000 Equity Shares is pending, due to which name of the allottee and shares allotted through ESOP Scheme were not captured in beneficiary position and voting rights were considered on 21,84,55,415 shares i.e. as on cut-off date of May 7, 2025, as per the Register of members received from Depositories.

Chalet Hotels Limited

Regd. Off. : Raheja Tower, Plot No.C-30, Block 'G', Next to Bank of Baroda, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051.

Website: www.chalethotels.com Email: companysecretary@chalethotels.com Phone: +91-22-2656 4000 Fax: +91-22-2656 5451,

CIN: L55101MH1986PLC038538

MMJB & Associates LLP

Company Secretaries

803-804, 8th Floor, Ecstasy, Citi of Joy, JSD Road, Mulund -West, Mumbai- 400080, (T) 022-31008600
LLPIN: AAR-9997

Consolidated Report of Scrutinizer on Remote e-voting and electronic voting at the Hon'ble National Company Law Tribunal ("Hon'ble NCLT") convened Meeting of Equity Shareholders

To,

Mr. Nitin Khanna

Chairperson appointed by Hon'ble NCLT, Mumbai Bench

for the NCLT Convened Meeting of Equity Shareholders (**hereinafter the "Meeting"**) of Chalet Hotels Limited (**hereinafter the "Company"**), held on Tuesday, May 13, 2025 at 03:00 P.M., pursuant to Order dated March 18, 2025 (**"Order"**) through video conferencing (**"VC"**)

A. I, Saurabh Agarwal, Designated Partner of M/s. MMJB & Associates LLP, Practicing Company Secretaries have been appointed by the Hon'ble NCLT, Mumbai Bench, by its Order dated March 18, 2025, as "the Scrutinizer" to conduct the following:

- (i) **Remote e-voting** process done by the shareholders of the Company;
- (ii) **Electronic Voting Process** at the Meeting held on Tuesday, May 13, 2025 at 03.00 P.M.

in terms of provisions of the Companies Act, 2013 (herein after the "Act") read with the Rules issued there under, NCLT Order dated March 18, 2025 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- B. Pursuant to the Order of Hon'ble NCLT, Mumbai Bench and applicable provisions of the Companies Act, 2013, and in compliance with MCA Circular dated April 08, 2020, April 13, 2020, May 05, 2022 and September 19, 2024 and Master Circular issued by Securities and Exchange Board of India on June 20, 2023, the Company has confirmed that the electronic copy of the notice convening the meeting of Equity Shareholders of the Company along with the process of electronic voting at the Meeting and the remote e-voting were sent to the shareholders whose e-mail addresses were registered with their respective Depository Participant(s) for communication purposes and physical copies of the Notice were dispatched to those members whose email addresses were not registered.
- C. The Company had availed the remote e-voting facility provided by KFin Technologies Limited ("KFin") for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Saturday, May 10, 2025 at 09.00 A.M. and ended on Monday, May 12, 2025 at 05.00 P.M. and the KFin remote e-voting portal was blocked for voting thereafter.
- D. The Company had appointed KFin for conducting the electronic voting by the shareholders of the Company at the Meeting. After the time fixed for closing of electronic voting at Meeting by the Chairperson, voting was closed and votes cast were unblocked.

- E. The Cut-off date was Wednesday, May 7, 2025 for the purpose of deciding the Equity Shareholders entitled to vote through e-voting and remote e-voting on the resolution seeking their approval.
- F. The Company had allotted 35,000 equity shares under the Employee Stock Option Scheme on April 28, 2025. Consequently, the number of fully paid equity shares increased from 21,84,55,415 to 21,84,90,415. The Company is in the process of applying for a corporate action involving 35,000 equity shares with both CDSL and NSDL, and therefore voting rights were considered on 21,84,55,415 shares i.e. members as on cut-off date of May 7, 2025, as per the Register of members received from Depositories.
- G. On the basis of the votes exercised by the shareholders of the Company by way of electronic voting during the Meeting held on Tuesday, May 13, 2025, I have issued Scrutinizer's Report dated May 15, 2025.
- H. On the basis of the votes exercised by the shareholders of the Company through remote e-voting. I have issued separate Scrutinizer's Report dated May 15, 2025.

Date of Meeting	May 13, 2025
Total number of shareholders on record date (i.e. as on May 7, 2025)	66,224
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter group	NA
Public	NA
No. of shareholders attended the meeting through Video Conferencing*:	
Promoter and Promoter group	46
Public	14

**Promoter/ Promoter Group holding shares comprises of 15 persons/ entities. The above total number of shareholders and attendance are Folio based for the purpose of this report.*

Resolution No. 1

Approval of the Scheme of Arrangement and Amalgamation amongst Sonmil Industries Private Limited i.e. Transferor Company No. 1, The Dukes Retreat Private Limited i.e. Transferor Company No. 2 and Chalet Hotels Limited, Transferee Company and their respective Shareholders and Creditors under Sections 230 to 232 and other applicable provisions of the Act

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g 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)*10 0	[7]=[5]/ (2)]*100
1	Promoter and Promoter Group	Remote E-Voting	14,72,62,680	14,72,62,680	100.0000	14,72,62,680	0	100.0000	0.0000
		E- Voting at Meeting		0	0.0000	0	0	0.0000	0.0000
		Total		14,72,62,680	100.0000	14,72,62,680	0	100.0000	0.0000
2	Public - Institutional holders	Remote E-Voting	6,37,40,977	5,75,46,614	90.2820	5,75,46,614	0	100.0000	0.0000
		E- Voting at Meeting		0	0.0000	0	0	0.0000	0.0000
		Total		5,75,46,614	90.2820	5,75,46,614	0	100.0000	0.0000
3	Public-Non- Institutional	Remote E-Voting	74,86,758	270	0.0036	265	5	98.1481	1.8519
		E- Voting at Meeting		1,30,533	1.7435	1,30,533	0	100.0000	0.0000
		Total		1,30,803	1.7471	1,30,798	5	99.9962	0.0038
Total			21,84,90,415	20,49,40,097	93.7982	20,49,40,092	5	100.0000	0.0000

- I. Pursuant to Hon'ble NCLT Order dated March 18, 2025, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of the electronic voting facilitated at the meeting.

It is to be noted that:

1. The votes cast does not include abstained votes.
2. Based on the foregoing, the Resolution as proposed in the Notice dated April 4, 2025 of the NCLT convened Meeting shall be deemed to have been approved on the date of the NCLT convened meeting of Equity Shareholders of the Company, i.e., May 13, 2025 with a majority of Equity Shareholders exercising voting rights representing three-fourths in value in shares voted in favor through remote-e-voting or by way of e-voting at the meeting.
3. Voting rights of Foreign Portfolio Investors, if any, who have not submitted additional disclosures by the end of the prescribed period as notified by SEBI Circular No. SEBI/HO/AFD/AFD-PoD-2/CIR/P/2023/148 dated August 24, 2023 (subsumed as a part of the SEBI Master Circular No. SEBI/HO/AFD/AFD-PoD-2/P/CIR/2024/70 dated May 30, 2024) have been restricted as provided in the said Circular.

Thanking you,

**For MMJB & Associates LLP,
Company Secretaries
ICSI UIN: L2020MH006700
Peer Review Cert. No.: 2826/2022**

SAURABH Digitally signed by
SAURABH SANJAY
SANJAY AGARWAL
Date: 2025.05.15
AGARWAL 16:34:52 +05'30'

**Saurabh Agarwal
Designated Partner
FCS: 9290
CP: 20907
UDIN:
Place: Mumbai
Date: May 15, 2025**

For Chalet Hotels Limited

Nitin Digitally signed
Khanna by Nitin Khanna
Date: 2025.05.15
16:39:49 +05'30'

**Nitin Khanna
Chairperson appointed for the NCLT convened
Meeting
Place: Mumbai
Date: May 15, 2025**