



ORIENTAL HOTELS LIMITED

Corporate Office : No.47, Paramount Plaza, Mahatma Gandhi Road, Chennai - 600 034. India.

OHL:SEC:Reg24A:SCR:2022 – 2023
May 25, 2023

The Manager – Listing
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor, Plot No. C/1 G
Block, Bandra Kurla Complex
Bandra (E), Mumbai : 400051
Symbol : ORIENTHOT

The Manager – Listing Department
Bombay Stock Exchange Ltd.
II Floor, New Trading Ring
Rountana Building P J Towers,
Dalal Street, Mumbai : 400001
Scrip Code : 500314

Dear Sir,

**Sub: Annual Secretarial Compliance Report for the year ended March 31, 2023
pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosures
Requirements) Regulations, 2015 (“Listing Regulations”)**

With reference to the captioned subject, please find enclosed the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2023 issued by M/s.Sandeep & Associates, Company Secretaries.

Kindly take on record the above.

Thanking you,

Yours faithfully,

For **ORIENTAL HOTELS LIMITED**

S.Akila
COMPANY SECRETARY



Thursday, 20th November 2008, 11:00 AM
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2. The Computer Aid, 2000 (the "CA") and the Rules under Amendment to the award
mandated by voluntary agreement. With the

3. The Computer Aid program (the "CA") and the Rules under
Amendment





- iii. The provisions of Depositories Act, 1996 and Regulations and Bye-Laws framed thereunder.
- iv. Foreign Exchange Management Act, 1999 ('FEMA') and the Rules and Regulations made thereunder, to the extent of, Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and guidelines prescribed under The Securities and Exchange Board of India Act, 1992 ('SEBI Act') :
 - a. The Securities and Exchange Board of India (Registrars to an Issue and Transfer Agents) Regulations, 1993, regarding Companies Act and dealing with client; Not Applicable for the year under review
 - b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ;





- b) The Tamil Nadu (Liquor and Permit) Rules, 1981 issued under Tamil Nadu Prohibition Act, 1937
 - c) Tamil Nadu Public Health Act, 1939
 - d) Tamil Nadu Shops and Establishments Act, 1947
 - e) The Karnataka Shops and Commercial Establishments Act, 1961
 - f) The Kerala Shops and Commercial Establishments Act, 1960
 - g) The Andhra Shops and Commercial Establishments Act, 1988
 - h) Chennai City Municipal Corporation Act, 1919
 - i) The Kerala Places of Public Resort Act, 1963
 - j) Tamil Nadu Lifts Act, 1997 and Tamil Nadu Lift Rules, 1997
 - k) The Karnataka Lifts Act, 1974
 - l) The Kerala Lifts and Escalators Act, 2013 and The Kerala Lifts and Escalator Rules, 2012
 - m) Petroleum Rules 2002 issued under the Petroleum Act, 1934
 - n) Indian Boilers Act, 1923 and Boiler Rules, 1950
 - o) Food Safety and Standards Act 2006
3. We have also examined compliance with the applicable clauses of the following :
- i. Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India
 - ii. The Listing Agreements entered into by the Company for the equity shares listed with Bombay Stock Exchange Limited and National Stock Exchange of India Limited and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
4. We further report that, during the period under review, the Company has, in our opinion, complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, either within or beyond the prescribed time.
5. We further report that :
- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
 - Adequate Notice of all the Board meetings was given to all the Directors, alongwith agenda and detailed notes on agenda were sent and a proper system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting to enable meaningful participation at the meeting.



- Majority decisions were carried through and a proper system exists for capturing and recording the dissenting members' views as part of the minutes.
- The Company has obtained all necessary approvals under the various provisions of the Companies Act, 2013 to the extent applicable; and
- There was no prosecution initiated and no fines or penalties were imposed during the year under review under the Companies Act, 2013, Securities Exchange Board of India Act, 1992, The Securities Contracts (Regulation) Act, 1956, Depositories Act, 1996, Foreign Exchange Management Act, 1999 and Rules, Regulations and Guidelines framed under these Acts against / on the Company, its Directors and Officers, *except a fine of Rs 4000 imposed by Bombay Stock Exchange (BSE) for delay of two days in submission of Annual Report under Regulation 34 of LODR.*
- The Directors have complied with the disclosure requirements in respect of their eligibility for appointment, their independence, wherever applicable and compliance with the Code of Business Conduct & Ethics for Directors and Management Personnel;

We further report that based on the information received, records maintained and representation received, there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with all applicable laws, rules, regulations and guidelines.

We further report that during the period under review no specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc referred to above have taken place.



For S Sandeep & Associates

S Sandeep
Managing Partner

Place : Chennai



'ANNXURE A'

To

The Members

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.





6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For S Sandeep & Associates



S Sandeep
Managing Partner

FCS No. : 5853

C P No. : 5987

PR 1116/2021

UDIN: F005853E000086109

Place : Chennai

Date : 13/04/2023