NOTICE TO THE MEMBERS FOR POSTAL BALLOT AND E-VOTING INFORMATION

Notice is hereby given to the shareholders of Fomento Resorts and Hotels Limited that pursuant to the provisions of Section 108 of the Companies Act, 2013 and with Companies (Management and Administration) Rules, 2014, Fomento Resorts and Hotels Limited (the "Company") is seeking consent of shareholders by passing a Special Resolution through process of Postal Ballot (which includes Electronic Voting) in terms of Regulations 8(1)(b) of the Securities and Exchange Board of India (Delisting of Equity) Regulations, 2009 for enabling the Promoters of the Company to offer, to acquire up to 60,96,232 Equity Shares held by the public (being 21% of the issued, subscribed and paid-up capital of the Company) and seek delisting from the BSE Limited and Ahmedabad Stock Exchange Limited.

The detailed procedure for e-Voting is given in the Notice of Postal Ballot and also on the Postal Ballot Form and is also hosted on the website of the Company www.citedegna.com. The Company has appointed Mr. Shiwantar Bhatt, Practising Company Secretary, as the Scrutinizer for conducting Postal Ballot Process in a fair and transparent manner. Members are requested to note that:

a) The Company has completed dispatch/re-mailing of Notice of Postal Ballot Notice along with the Postal Ballot Form and a self-addressed postage-paid reply envelope on November 18, 2014 to all the shareholders whose names appear on the register of members/beneficiary position furnished by National Securities Depository Limited (NSDL) / Central Depository Services Limited (CDSL).

b) The Company has also sent copies along with the details to the members whose name(s) is registered with the Depositories or the Company.

c) The voting rights are reckoned in proportion to the paid-up value of the equity shares registered in the name of members as on November 14, 2014.

d) The Voting shall commence from November 20, 2014.

e) The Postal Ballot Form duly completed and signed should reach the Scrutinizer not later than December 19, 2014.

f) Pursuant to the provisions of Section 108 and any other applicable provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide its members with facility to exercise their right to vote on the agenda item as stated in the Notice of the Postal Ballot dated November 12, 2014, by electronic means and the business may be transacted through the e-voting services provided by National Securities Depository Limited (NSDL). The details are as under:

   Date of commencement of E-Voting: November 20, 2014 at 8.00 a.m.
   Date and time of E-Voting: December 19, 2014 at 5.00 p.m.
   E-Voting shall be allowed beyond 5.00 p.m. on December 19, 2014. Those who e-Vote on the said date will be deemed to have received the notice of Postal Ballot and will be deemed to have participated in the Postal Ballot.

   The results of the Postal Ballot will be announced on December 23, 2014 at 10.00 hrs at the Registered Office of the Company and shall be informed to BSE Limited and Ahmedabad Stock Exchange Limited and will also be posted on the website of the Company.

   Shares held by the Promoters who have not received the Postal Ballot Forms or shareholders who have received Postal Ballot Notice and E-Voting procedure by e-mail, but wish to vote through Physical Postal Ballot Form or any stakeholder having any queries pertaining to the Postal Ballot process, may send an e-mail at sharehod@fomento.degna.com or write to the Secretary, Fomento Resorts and Hotels Limited, E-2/3, Anju Industrial Estate, Siddharth Road, Salt Naka, Andheri (E), Mumbai - 400 072. The Form can also be downloaded from the website of the company www.citedegna.com.

   By Order of the Board of Directors
   For Fomento Resorts and Hotels Limited
   Sd/-
   Ms. Aruna Mehta
   Company Secretary

Date: November 18, 2014

Place: Goa