To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort,
Mumbai – 400001

Dear Sir,

Sub: Declaration of voting results of the postal ballot (including remote e-voting) in accordance with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and submission of Scrutinizer’s report.

We refer to our letter FRHL/BSE/042/2020 dated July 6, 2020 pursuant to which we had intimated that the Company has initiated the process of postal ballot for seeking the approval of the shareholders by way of special resolution with respect to the following resolution as set out in the postal ballot notice dated June 26, 2020 ("Notice"):

1. Approval for Voluntary Delisting of the Equity Shares of the Company from BSE Limited.

The Board of Directors of the Company had appointed Mr. Shivaram Bhat, Practicing Company Secretary (ACS: A10454 & CP 7853) as the Scrutinizer to conduct the process of the postal ballot in a fair and transparent manner.

We would like to inform you that the aforesaid special resolution as mentioned in the Notice has been approved by the members with requisite majority. The approval is considered to have been received on the last date specified for remote e-voting i.e. Friday, August 7, 2020. In this regard, please see enclosed the following:

1. Voting results as required under Regulations 44(3) of the Listing Regulations in the prescribed format; and
2. The copy of the Scrutinizer’s report.

Fomento Resorts and Hotels Limited
- Unit : Cidade de Goa, Vainguinim Beach, Goa 403 004 INDIA.
  T : +91 (832) 2454545 | F : +91 (832) 2454541/42
- Regd. Off. : Cidade de Goa, Vainguinim Beach, Goa 403 004 INDIA.
  T : +91 (832) 2454545 | E : shareholders@frhl.in | W : www.frhl.in
  CIN : L55101GA1971PLC000113 | GSTIN : 30AAACF2845D12B
The result along with the Scrutinizer’s report is available at the registered office and website of the Company www.frhl.in and on the website of National Securities Depository Limited (NSDL).

May we request you to take the above information on record.

Thanking you,

Yours Sincerely,

For Fomento Resorts and Hotels Limited

[Signature]

Asmeeta Matondkar
Company Secretary

Encl: as above
<table>
<thead>
<tr>
<th>Category</th>
<th>Mode of Voting</th>
<th>No. of Shares(1)</th>
<th>No. of Votes polled (2)</th>
<th>% of Votes Polled on outstanding shares(3) =[(2)/(1)] *100</th>
<th>No. of Votes-in favour (4)</th>
<th>No. of Votes – against (5)</th>
<th>% of Votes in favour on votes polled (6) +[(4)/(2)] */100</th>
<th>% of Votes against on votes polled (7) +[(5)/(2)]*100</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Promoter and Promoter Group</strong></td>
<td>E-Voting</td>
<td>Not Applicable</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
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<tr>
<td></td>
<td>Poll</td>
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<td>Postal Ballot (if applicable)</td>
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<tr>
<td><strong>Public-Institutions</strong></td>
<td>E-Voting</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
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<tr>
<td></td>
<td>Poll</td>
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<td></td>
<td></td>
</tr>
<tr>
<td><strong>Public – Non-Institutions</strong></td>
<td>E-Voting</td>
<td>4000232</td>
<td>3290555</td>
<td>82.26</td>
<td>3285158</td>
<td>2674</td>
<td>99.84</td>
<td>0.08</td>
</tr>
<tr>
<td></td>
<td>Poll</td>
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<td></td>
<td>Postal Ballot (if applicable)</td>
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<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td></td>
<td>4000232</td>
<td>3290555</td>
<td>82.26</td>
<td>3287881</td>
<td>2674</td>
<td>99.92</td>
<td>0.08</td>
</tr>
</tbody>
</table>

*The Acquirers are the Promoters and Controlling shareholders of the Company and therefore they were not eligible to vote.*
Remarks: Since number of votes cast by public shareholders in favour of the proposed special resolution is more than two times the number of votes cast against it, the requirement of the proviso to Regulation 8(1)(b) of the SEBI (Voluntary Delisting of Equity Shares), Regulations 2009 is satisfied. Accordingly, the special resolution can be acted upon and has been passed.

The Scrutinizer informed that the votes cast “FOR” the resolution were more than two times than the votes cast as “AGAINST” the resolution. Accordingly, the Chairman, Mr. Auduth Timblo declared the resolution to be passed as a Special resolution.
SCRUTINIZER'S REPORT

To
The Chairman
Fomento Resorts And Hotels Limited (the Company)
Cidade De Goa,Vainganim Beach,
Panaji, Goa - 403004

Dear Sir,

1. The Board of Directors of the Company at its meeting held on June 26, 2020 has appointed me as Scrutinizer for the postal ballot voting process (which includes e-voting also) on the resolution contained in the Notice dated June 26, 2020 issued pursuant to the Companies Act, 2013 and Rules made thereunder read with MCA Circulars dated April 8, 2020, April 13, 2020 and June 15, 2020.

2. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to Postal Ballot including e-voting.

3. My responsibility as scrutinizer for the Postal Ballot including e-voting is restricted to making a Scrutinizer’s Report of the votes cast in favour or against the resolution(s).

4. I submit my report as under:
   a. The Company has informed me that it has completed on July 6, 2020 the dispatch of postal ballot forms along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on June 26, 2020, the record date fixed for the purpose.
b. The Company has extended the facility of e-voting to the shareholders who have registered their e-mail address with the Registrar and Share Transfer Agents of the Company, by tying up with the National Securities Depository Limited ("NSDL") e-voting facility.

c. The e-voting remained open for the period commencing from Wednesday 8th July, 2020 at 9.00 A.M to Friday 7th August, 2020 at 5.00 P.M.

d. The votes cast by the shareholders through the e-voting facility were scrutinized by verifying it using the scrutinizer’s login on the NSDL e-voting portal.

e. The postal ballot forms received in sealed envelope were kept separately in safe custody before commencing the scrutiny of such postal ballot forms.

f. The postal ballot forms were duly opened and scrutinized with the assistance of Bigshare Services Private Limited, Mumbai being the Registrar and Share Transfer Agents of the Company and the shareholding was matched/ confirmed with the Register of Members of the Company/list of beneficiaries as on 26th June, 2020.

g. All postal ballot forms received upto 5.00 P.M. on Friday 7th August 2020, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny and were duly opened and scrutinized.

h. The details containing inter alia, list of Equity Share Holders, who voted ‘FOR’ and ‘AGAINST’ the resolution that was put to vote, were generated from the e-voting portal of National Securities Depository Limited ("NSDL") i.e., https://www.evoting.nsdl.com. and based on such reports generated and upon the counting of the postal ballots received, the result of the voting is as under:
Item:

Special Resolution for Approval of Voluntary Delisting of the Equity Shares of the Company from BSE Limited:

"RESOLVED THAT pursuant to the letter dated June 10, 2020 received from the Promoters of the Company, i.e. Mrs. Anju Auduth Timblo and Mr. Auduth M. Timblo (hereinafter collectively referred to as Promoters or the Acquirers) holding 1,19,99,768 equity shares of the Company, having face value of Rs. 10/- (Rupees Ten only) each, constituting 75% of the paid-up equity share capital of the Company (Promoters Holding), expressing their intention to acquire all the outstanding equity shares held by the Public shareholders and consequently delist the equity shares of the Company from BSE Limited (hereinafter referred to as BSE), the only Stock Exchange where the equity shares of the Company are listed (hereinafter referred to as Delisting Proposal) accordance with the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, as amended, (Delisting Regulations) and further pursuant to approval of the Board of Directors of the Company on June 26, 2020 to voluntary delist the equity shares of the Company from BSE and further pursuant to Regulation 8(1)(b) of the Delisting Regulations and subject to the applicable provisions of the Companies Act, 2013 including any statutory modification(s) or re-enactment thereof from time being in force and as may be enacted hereinafter referred to as (Act) and receipt of the necessary approvals from BSE and such other authorities, regulatory or otherwise, as may be required and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the Board which term shall be deemed to include any Committee thereof which the Board may constitute to exercise its powers, including the powers conferred by this resolution), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the shareholders of the Company be and is hereby accorded to voluntarily delist the equity shares of the Company from BSE and Company (which term shall be deemed to include any committee of the Board or person authorized by the Board thereof) shall accordingly take all necessary steps and make all necessary filings to facilitate such delisting in accordance with the conditions specified in the Delisting Regulations and applicable provisions of the Act.

RESOLVED FURTHER THAT for the purpose of giving effect to the Delisting Proposal, the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion, deem necessary, expedient, usual or proper, to be in the best interest of shareholders, and any matter incidental to the implementation of voluntary delisting of equity shares of the Company and also to prefer all applications to the appropriate authorities, parties and the institutions for their requisite approvals, to settle all such questions, difficulties or doubts that may arise in relation to the implementation of the voluntary delisting without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of the above resolution.
Resolved further that the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to delegate all or any of the authorities conferred as above to any Director(s)/Company Secretary of the Company to give effect to the aforesaid resolution or to accept any change(s) or modification(s) as may be suggested by the appropriate authorities or Advisors.

Resolved further that all actions taken or required to be taken by the Board in connection with any matters referred to above or contemplated in the foregoing resolutions are hereby approved, ratified, and confirmed in all respects.

Resolved further that any Director or the Company Secretary of the Company be and are hereby authorized to issue a certified true copy of the aforesaid resolution wherever necessary.

(i) Voted in favour the resolution:

<table>
<thead>
<tr>
<th>Number of members voting</th>
<th>Number of votes cast by them</th>
<th>% of total number of valid votes cast</th>
</tr>
</thead>
<tbody>
<tr>
<td>Postal Ballot</td>
<td>E-voting</td>
<td>Postal Ballot</td>
</tr>
<tr>
<td>05</td>
<td>28</td>
<td>2,723</td>
</tr>
<tr>
<td>TOTAL VOTES</td>
<td>32,87,881</td>
<td>99.92</td>
</tr>
</tbody>
</table>

(ii) Voted against the resolution:

<table>
<thead>
<tr>
<th>Number of members voting</th>
<th>Number of votes cast by them</th>
<th>% of total number of valid votes cast</th>
</tr>
</thead>
<tbody>
<tr>
<td>Postal Ballot</td>
<td>E-voting</td>
<td>Postal Ballot</td>
</tr>
<tr>
<td>0</td>
<td>17</td>
<td>0</td>
</tr>
<tr>
<td>TOTAL VOTES</td>
<td>2674</td>
<td>0.08</td>
</tr>
</tbody>
</table>

(iii) Invalid votes:

<table>
<thead>
<tr>
<th>Total number of members whose votes were declared invalid</th>
<th>Total number of votes cast by them</th>
</tr>
</thead>
<tbody>
<tr>
<td>51</td>
<td>30,68,450</td>
</tr>
</tbody>
</table>

1 Out of the 5 votes considered as invalid, four shareholders voted in favour of the special resolution through 'postal ballot' as well as 'e-voting'. The said four postal ballot with the total number of votes cast being 30,68,400 were invalidated.
5. The postal ballot forms and other related papers and records is under my safe custody and I shall be handing over the same to the Company Secretary of the Company for safe keeping.

6. You may accordingly declare the result of the voting by postal ballot.

Thanking you,

Yours faithfully,

Place: Panaji, Goa
Date: August 08, 2020

Shivaram Bhat
Practicing Company Secretary
CP No. 7853

UDIN: A010454B000561961