

FRHL/EQSH/187/2022

June 2, 2022

To,
The Equity Shareholders,
Fomento Resorts and Hotels Limited,
Unit: Cidade de Goa,
Vainguinim Beach,
Goa - 403004
India

Dear Sir,

Sub: Declaration of voting results of the postal ballot (including remote e-voting) and Scrutinizer's report.

The Company had 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 April 21, 2022 ("Notice"):

1. To approve the issuance of shares on a preferential basis
2. To approve the reduction of equity share capital of the company

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 resolutions as mentioned in the Notice have been approved by the members with two third majority. The approval is considered to have been received on the last date specified for remote e-voting i.e. Tuesday, May 31, 2022. In this regard, please see enclosed the following:

1. Voting results and
2. The copy of the Scrutinizer's report.



Fomento Resorts and Hotels Limited

■ Unit : Cidade de Goa, Vainguinim Beach, Goa 403 004 INDIA.
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T : +91 (832) 2454545 | E : shareholders@frhl.in | W : www.frhl.in
CIN: L55101GA1971PLC000113 | GSTIN : 30AAACF2845D1ZB

Continuation Sheet No.: 1

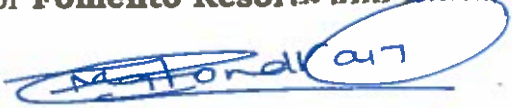
The result along with the Scrutinizer's report is also available at the registered office and website of National Securities Depository Limited (NSDL) at www.evoting.nsdl.com

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

Thanking you,

Yours Sincerely,

For **Fomento Resorts and Hotels Limited**



Asmeeta Matondkar
Company Secretary

Encl: as above



ANNEXURE I

Name of the Company	Fomento Resorts and Hotels Limited
Date of AGM/EGM/Postal ballot	May 31, 2022
Total Number of shareholders on record date:	1949
No. of shareholders present in the meeting either in persons or through proxy:	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing:	Not Applicable
Promoters and promoters Group:	
Public:	



Agenda –wise-disclosure-

Resolution No. 1- To approve the issuance of shares on a preferential basis

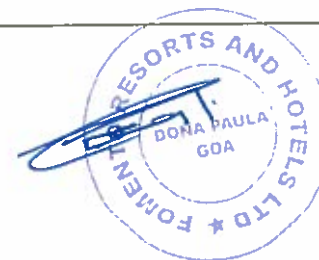
Resolution required: (Ordinary/Special)	Special Resolution							
Whether promoter/promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of Shares(1)	No. of Votes polled(2)	% of Votes Polled on outstanding shares(3)=[(2)/(1)]*100	No. of Votes-in favour(4)	No. 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	E-Voting	28063760	28063760*	100	28063760*	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)through remote evoting		Nil	Nil	Nil	Nil	Nil	Nil
Public-Institutions	E-Voting	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public – Non Institutions	E-Voting	525176	33148	6.31	31515	1633	95.07	4.93
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		11856	2.26	1360	10496	11.47	88.53
Total		28588936	12633940	44.19	12621811	12129	99.90	0.10
Whether the resolution is passed or not	Yes							

**Since Mrs. Anju Auduth Timblo and Mr. Auduth M. Timblo are interested in this item of agenda the votes polled by them are not considered.*



Resolution No. 2 - To approve the reduction of equity share capital of the company

Resolution required: (Ordinary/Special)	Special Resolution							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of Shares(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	E-Voting	28063760	28063760	100	28063760	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)through remote evoting		-	-	-	-	-	-
Public-Institutions	E-Voting	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll							
	Postal Ballot (if applicable)							
Public – Non institutions	E-Voting	525176	32648	6.22	30132	2516	92.29	7.71
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		11056	2.11	510	10546	4.61	95.39
Total		28588936	28107464	98.32	28094402	13062	99.95	0.05
Whether the resolution is passed or not	Yes							



SCRUTINIZER'S REPORT

To,

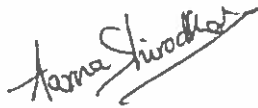
The Director,
FOMENTO RESORTS AND HOTELS LIMITED
Cidade de Goa, Vanguinim Beach,
Goa, 403004

Dear Sir,

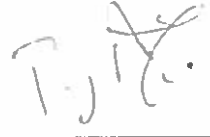
1. The Board of Directors of **FOMENTO RESORTS AND HOTELS LIMITED** (CIN: U55101GA1971PLC000113) (the Company) vide its resolution dated April 21st, 2022 had appointed me as Scrutinizer for the postal ballot voting process (which includes e-voting also) on the resolutions contained in the Postal Notice dated April 21st, 2022 issued pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (read together with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014
2. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to Postal Ballot.
3. My responsibility as scrutinizer for the Postal Ballot 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 April 29, 2022 the dispatch of postal ballot notices to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on April 15, 2022, the cut-off date fixed for the purpose.
 - b. The Company has extended the facility of e-voting to the shareholders by tying up with the National Securities Depository Limited ("NSDL") e-voting facility.



- c. The e-voting remained open for the period commencing from Monday, May 2, 2022 at 9.00 A.M (IST) to Tuesday, May 31, 2022 at 5.00 P.M (IST). (E-voting period).
- d. After the completion of e-voting period, using the scrutinizer's login on the NSDL e-voting portal, the votes cast through remote e-voting as above were unblocked in the presence of following two witnesses who are not in the employment of the company:



Aarna Shirodkar



Pooja Alomekar

- e. 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.
- f. The postal ballot forms were duly opened and scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company/list of beneficiaries as on 15th April, 2022.
- g. All postal ballot forms received upto 5.00 P.M. on Tuesday 31st May, 2022, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
- h. The details containing inter alia, list of Share Holders, who voted 'FOR' and 'AGAINST' the resolution that was put to vote, were generated from the e-voting website 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 consolidated result (e-voting and postal ballot) of the voting is as under:



Item No. 1:

To approve the Issuance of Equity Shares on Preferential Basis – Special Resolution:

(i) Voted in favour the resolution (Equity Shareholders):

Number of members voting - Equity Shareholders		Number of votes cast by them		% of total number of valid votes cast
Postal Ballot	E-voting	Postal Ballot	E-voting	
11	75	1360	1,26,20,451	
TOTAL VOTES		1,26,21,811		99.90

(ii) Voted against the resolution (Equity Shareholders):

Number of members voting - Equity Shareholders		Number of votes cast by them		% of total number of valid votes cast
Postal Ballot	E-voting	Postal Ballot	E-voting	
2	13	10,496	1,633	
TOTAL VOTES		12,129		0.10

(iii) Invalid votes (Equity Shares):

Total number of members whose votes were declared invalid	Total number of votes cast by them
2	1,54,74,824

(iv) Voted in favour the resolution (Preference Shareholders):

Number of members voting - Preference Shareholders		Number of votes cast by them		% of total number of valid votes cast
Postal Ballot	E-voting	Postal Ballot	E-voting	
1	0	70,00,000	0	
TOTAL VOTES		70,00,000		100

(v) Voted against the resolution (Preference Shareholders):

Number of members voting - Preference Shareholders		Number of votes cast by them		% of total number of valid votes cast
Postal Ballot	E-voting	Postal Ballot	E-voting	
0	0	0	0	
TOTAL VOTES		0		0

(vi) Invalid votes (Preference Shares):

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 2:

To approve the Reduction Of Equity Share Capital of the Company- Special Resolution:

(i) Voted in favour the resolution (Equity Shareholders):

Number of members voting - Equity Shareholders		Number of votes cast by them		% of total number of valid votes cast
Postal Ballot	E-voting	Postal Ballot	E-voting	
7	71	510	2,80,93,892	
TOTAL VOTES		2,80,94,402		99.95

(ii) Voted against the resolution (Equity Shareholders):

Number of members voting - Equity Shareholders		Number of votes cast by them		% of total number of valid votes cast
Postal Ballot	E-voting	Postal Ballot	E-voting	
3	18	10,546	2,516	
TOTAL VOTES		13,062		0.05

(iii) Invalid votes (Equity Shareholders):

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(iv) Voted in favour the resolution (Preference Shareholders):

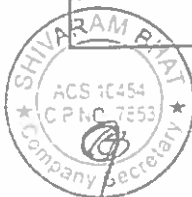
Number of members voting - Preference Shareholders		Number of votes cast by them		% of total number of valid votes cast
Postal Ballot	E-voting	Postal Ballot	E-voting	
1	0	70,00,000	0	
TOTAL VOTES		70,00,000		100

(v) Voted against the resolution (Preference Shareholders):

Number of members voting - Preference Shareholders		Number of votes cast by them		% of total number of valid votes cast
Postal Ballot	E-voting	Postal Ballot	E-voting	
0	0	0	0	
TOTAL VOTES		0		0

(vi) Invalid votes (Preference Shareholders):

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



5. The postal ballot related records are 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,

A handwritten signature in black ink, appearing to be "Shivaram Bhat", written over a horizontal line.

Place: Panaji, Goa
Date: June 02, 2022

Shivaram Bhat
Practicing Company Secretary
ACS10454 CP7853

UDIN: A010454D000450278

R/c

A handwritten signature in blue ink, appearing to be "R/c", written over a horizontal line.

~~Chairman/ Director/ Company Secretary~~

