

FRHL/SH/246/22

September 24, 2022

To,
The Shareholder,
Fomento Resorts and Hotels Limited
Unit: Cidade de Goa,
Vainguinim Beach,
Goa 403004

Sub: Disclosure of Voting Results of the Annual General Meeting
ISIN: INE241E01014

Dear Members,

With reference to the above captioned subject, please find enclosed herewith the following in respect of the Annual General Meeting of the Company held on September 23, 2022 at 4:00 p.m. at the registered office of the Company at Cidade de Goa, Vainguinim beach, Goa - 403004:

1. Consolidated voting results as Annexure I.
2. Scrutinizers Report dated September 24, 2022 pursuant to the provisions of Section 108 of the Companies Act, 2013 as Annexure II.

All the resolutions were passed with requisite majority.

May we request you to take the same on record and disseminate the same for the information of Members.

Thanking you,

Yours faithfully,
For FOMENTO RESORTS AND HOTELS LIMITED


ASMEETA MATONDKAR
COMPANY SECRETARY



Fomento Resorts and Hotels Limited

- Unit : Cidade de Goa, Vainguinim Beach, Goa 403 004 INDIA.
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- Regd. Off. : Cidade de Goa, Vainguinim Beach, Goa 403 004 INDIA.
T : +91 (832) 2454545 | E : shareholders@frhl.in | W : www.frhl.in
CIN: U55101GA1971PLC000113 | GSTIN : 30AAACF2845D1ZB

Annexure - I

Date of AGM/EGM	September 23, 2022
Total Number of shareholders on record date:	1948
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	3
Public:	21 (including 4 proxies)
No. Shareholders attended the meeting through Video Conferencing:	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable



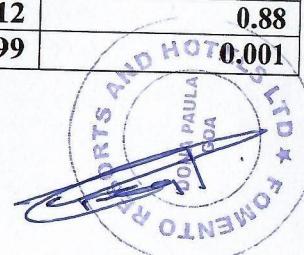
Agenda –wise disclosure –

Resolution No. 1

To consider and adopt the audited Balance Sheet as at March 31, 2022, the Statement of Profit and Loss for the year ended on that date and the Statement of Cash Flow together with the reports of the Board of Directors and Auditors thereon.

Resolution required : (Ordinary /Special)	Ordinary
Whether Promoter/Promoter group are interested in the agenda/resolution	No

Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoters and Promoter Group	E- voting	2,85,45,687	1	2	3=(2/1)*100	4	5	6=(4/2)*100
	Poll			1,59,56,751	55.90	1,59,56,751	0	100
	Postal Ballot(if applicable)			1,25,88,936	44.10	1,25,88,936	0	100
	Total			2,85,45,687	100	2,85,45,687	0	100
Public - Institutions	E- voting	0		-	-	-	-	0
	Poll			-	-	-	-	-
	Postal Ballot (if applicable)			-	-	-	-	-
	Total			-	-	-	-	-
Public – Non Institutions	E- voting	5,25,176		2,096	0.40	1926	170	91.90
	Poll			17,262	3.29	17,262	0	100.00
	Postal Ballot (if applicable)			-	-	-	-	-
	Total			19,358	3.54	19,188	170	99.12
Total		2,90,70,863	2,85,65,045	98.26	2,85,64,875	170	99.99%	0.88
								0.001

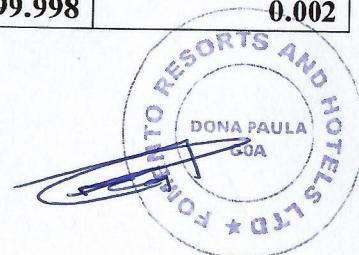


Resolution No. 2

To re-appoint a Director in place of Mr. Auduth Timblo (DIN00181589), who retires by rotation and being eligible offers himself for re-appointment.

Resolution required : (Ordinary /Special)	Ordinary
Whether Promoter/Promoter group are interested in the agenda/resolution	Yes

Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoters and Promoter Group	E- voting	2,85,45,687	1	2	3=(2/1)*100	4	5	6=(4/2)*100
	Poll							
	Postal Ballot(if applicable)		1,25,88,936	44.10	1,25,88,936	0	100	0
	Total				Not Applicable			
Public - Institutions	E- voting	0		1,25,88,936	44.10	1,25,88,936	0	100
	Poll			-	-	-	-	-
	Postal Ballot (if applicable)			-	-	-	-	-
	Total				Not Applicable			
Public – Non Institutions	E- voting	5,25,176		2,096	0.40	1,896	200	90.46
	Poll			17,262	3.29	17,262	0	100.00
	Postal Ballot (if applicable)							0.00
	Total		5,25,176	19,358	3.69	19,158	200	98.97
Total			2,90,70,863	1,26,08,294	43.37	1,26,08,094	200	99.998
								0.002

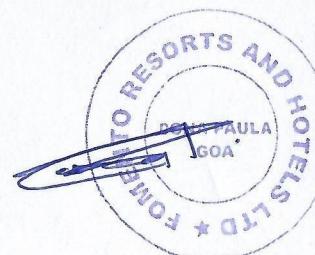


Resolution No. 3.

To re-appoint Statutory Auditors and fix their remuneration:

Resolution required : (Ordinary /Special)	Ordinary
Whether Promoter/Promoter group are interested in the agenda/resolution	No

Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoters and Promoter Group	E- voting	2,85,45,687	1	2	3=(2/1)*100	4	5	6=(4/2)*100
	Poll			1,59,56,751	55.90	1,59,56,751	0	100
	Postal Ballot(if applicable)			1,25,88,936	44.10	1,25,88,936	0	100
	Total		2,85,45,687	2,85,45,687	100.00	2,85,45,687	0	100.00
Public - Institutions	E- voting	0		-	-	-	-	-
	Poll			-	-	-	-	-
	Postal Ballot (if applicable)			-	-	-	-	-
	Total		-	-	-	-	-	-
Public – Non Institutions	E- voting	5,25,176		2,096	0.40	1,896	200	90.46
	Poll			17,262	3.14	17,262	0	100.00
	Postal Ballot (if applicable)			-	-	-	-	-
	Total		5,25,176	19,358	3.54	19,158	200	98.92
Total			2,90,70,863	2,85,65,045	98.26	2,85,64,845	200	99.999
								1.08
								0.001



ANNEXURE II

 **Shivaram Bhat**

Company Secretary

309, Gera Imperium 1, Patto, Panaji, Goa 403001

Report of Scrutinizer

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

Chairman, Annual General Meeting of the Equity Shareholders
of FOMENTO RESORTS AND HOTELS LIMITED

Held on Friday, 23rd day of September, 2022 at 04:00 p.m.
at Cidade de Goa, Vainguinim Beach, Goa- 403004.

Dear Sir,

I, Shivaram Bhat, Practising Company Secretary, appointed as Scrutinizer for the purpose of the poll taken (which includes e-voting) on the below mentioned resolution(s), at the Fifty First Annual General Meeting of the Members of Fomento Resorts and Hotels Limited, held on Friday, 23rd day of September, 2022 at 04:00 p.m. at the registered office of the Company at Cidade de Goa, Vainguinim Beach, Goa-403004, submit my report as under:



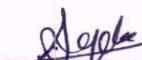
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**Shivaram Bhat
Company Secretary**

1. The Company has informed me that on August 30, 2022 it has completed the dispatch of notice through email to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on August 26, 2022 the cut-off date fixed for the purpose.
2. 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.
3. The e-voting remained open for the period commencing from Tuesday, September 20, 2022 09:00 A.M. (IST) to Thursday, September 22, 2022 05:00 P.M. (IST).
4. At the Annual General Meeting, after the time fixed for closing of the poll by the Chairman, one ballot box that was kept for polling was locked in my presence with due identification marks placed by me.
5. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.
6. Thereafter, using the scrutinizer's login on the NSDL e-voting website, the votes cast through remote e-voting was unblocked in the presence of following two witnesses who are not in the employment of the company:



Vivek Naik Desai



Namrata Sagvekar

7. I have scrutinized and reviewed the remote e-voting based on the data downloaded from the "NSDL" e-voting system and matching with the Register of Members of the Company as on 'cut-off date' provided by the Registrar and Share Transfer Agents of the Company namely Bigshare Services Private Limited.



**Shivaram Bhat
Company Secretary**

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8. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to e-voting and voting at the AGM on the resolutions contained in the notice of the AGM.
9. My responsibility as scrutinizer for the e-voting and the voting at the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit the consolidated result of the e-voting and the voting at the AGM in respect of the said resolutions:

Item No. 1

To consider and adopt the Audited Balance Sheet, Statement of Profit and Loss, Statement of Cash Flow together with the reports of the Board of Directors and Auditors, thereon for the year ended March 31, 2022 - Ordinary Resolution.

(i) Voted in favour of the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
21	22	1,26,06,198	1,59,58,677	99.9994

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	2	0	170	0.0006

(iii) Invalid votes :

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
0	0



**Shivaram Bhat
Company Secretary**

Item No. 2

To re-appoint a Director in place Mr. Auduth Timblo (DIN: 00181589), who retires by rotation and being eligible offers himself for re-appointment - Ordinary Resolution.

(i) Voted in favour of the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
21	19	1,26,06,198	1,896	99.9984

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	3	0	200	0.0016

(iii) Invalid votes :

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
0	0



**Shivaram Bhat
Company Secretary**

Item No. 3

To re-appoint Statutory Auditors and fix their remuneration - Ordinary Resolution.

(i) Voted in favour of the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
21	21	1,26,06,198	1,59,58,647	99.9993

(ii) Voted against the resolution:

Number of members voting		Number of votes cast by them		% of total number of valid votes cast
Those present in person or by proxy at AGM (No of Ballots)	Through E-voting (No of Ballots)	Those present in person or by proxy at AGM	Through E-voting	
0	3	0	200	0.0007

(iii) Invalid votes :

Total number of members whose votes were declared invalid (No of Ballots)	Total number of votes cast by them
0	0



**Shivaram Bhat
Company Secretary**

10. I did not find any poll papers invalid.
11. A list of equity shareholders (in electronic format) who voted "FOR" and "AGAINST" each resolution is enclosed.
12. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.
13. You may accordingly declare the result of the voting.



Thanking you,
Yours faithfully,

A handwritten signature in black ink, appearing to read "Shivaram Bhat".

Shivaram Bhat
Practicing Company Secretary
ACS10454 CP 7853

UDIN:A010454D001036160

R/C 24/9/2022
For FOMENTO RESORTS AND HOTELS LIMITED

Chairman/ Director/ Company Secretary

