



Foods & Inns

December 9, 2022

To, The General Manager, Department of Corporate Services, BSE Limited, P.J. Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 507552	To, National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Symbol: FOODSIN
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Dear Sir/Madam,

Sub: Scrutinizer's Report

Pursuant to Section 108 and 109 of the Companies Act, 2013, enclosed please find the Scrutinizers reports of the Extra Ordinary General Meeting of Foods and Inns Limited held on Friday December 9, 2022 at 10 A.M. (IST).

This is for your information and records.

Yours faithfully,

For **FOODS AND INNS LIMITED**

BHUPENDRA DALAL
CHAIRMAN
DIN: 00061492

Foods & Inns Ltd.

Corporate Address: J. N. Heredia Marg, Hamilton House, 3rd floor, Ballard Estate, Mumbai - 400038
+91-22-22613102 | writetous@foodsandinns.com | www.foodsandinns.com | CIN No: L55200MH1967PLC013837
Registered Address: Udyog Bhavan, 2nd Floor, 29 Walchand Hirachand Marg, Ballard Estate, Mumbai 400038

Foods and Inns Limited

Voting Results of Extra Ordinary General Meeting

Results of Extra Ordinary General Meeting (EGM) as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolution:

Date of Extra Ordinary General Meeting	December 9, 2022
Total number of shareholders on record date i.e. December 2, 2022	13,747
No. of shareholders present in the meeting either in person or through proxy: a) Promoters and Promoter Group: b) Public:	NA
No. of shareholders present in the meeting through video conferencing: a) Promoters and Promoter Group: b) Public:	06 28

Resolution No. 1- Issuance of Equity Warrants of the Company to certain identified persons / entity on Preferential Basis

Resolution Required: (Ordinary/Special)- Special

Whether promoter/promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Valid 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
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	Remote E-voting	21234867	17104577	80.5495	17104577	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		17104577	80.5495	17104577	0	100	0
Public-Institutions	Remote E-voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	Remote E-voting	29103393	8034396	27.6064	8034258	138	99.9983	0.0017
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8034396	27.6064	8034258	138	99.9983	0.0017
Total		50338260	25138973	49.9401	25138835	138	99.9995	0.0005



Ragini Chokshi & Co.

Tel. : 022-2283 1120
022-2283 1134

Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com
web: csraginichokshi.com

Date : 09/12/2022

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]]

To,
The Chairperson,
Extra Ordinary General Meeting (EOGM)
of FOODS AND INNS LIMITED
Held on Friday, December 09, 2022 at 10:00 A.M

Dear Sir,

1. Appointment as Scrutinizer:

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Company, a Company Secretary Firm, having its registered office at 34, 5th Floor, Kamer Building, 38, Cawasji Patel Street, Fort, Mumbai 400001, have been appointed as the Scrutinizer by the Board of Directors of FOODS AND INNS LIMITED (the "Company") for the purpose of scrutinizing the remote e-voting and voting through electronic voting system during the EXTRA ORDINARY General Meeting ('EOGM') carried out as per the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto, read with MCA General Circular No. 14/2020 dated April 8, 2020, MCA General Circular No. 17/2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 5, 2020, Circular no. 20/2021 dated December 08, 2021, Circular No. 21/2021 dated December 14, 2021 and Circular No03/2022 dated May 05, 2022 and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 on the businesses contained in the Notice of the EOGM of the Members of the Company, held on Friday, December 09, 2022 at

10:00 am (IST) through Video Conferencing facility / Other Audio Visual Means ('VC / OAVM').

2. Our Responsibility

The management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules and notifications and SEBI Listing Regulations relating to voting through electronic means on the businesses set out in the Notice of the EOGM of the Members of the Company. Our responsibility as a Scrutinizer is to scrutinize remote e-voting and e-voting conducted during the EOGM in a fair and transparent manner and to ascertain requisite majority and is restricted in submitting a Consolidated Scrutinizer's Report on the voting on the resolutions set out in the Notice, based on the reports generated from the e-Voting system of National Securities Depository Limited (NSDL), the authorized agency to provide remote e-Voting facilities before and during the EOGM, engaged by the Company.

3. Dispatch of Notice convening EOGM

- i) Pursuant to General Circulars No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and January 13, 2021 respectively issued by the Ministry of Corporate Affairs, advertisement was published on November 17th, 2022 in Free Press (English Edition) and on November 17th, 2022 in Navshakti (Marathi Edition), both the newspapers having electronic editions specifying all the necessary information prescribed in the rules and circulars.
- ii) The Company hosted the notice of EOGM on its website namely www.foodsandinns.com and also uploaded the same on the website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and NSE at www.nseindia.com
- iii) The Company completed dispatch of Notice of EOGM on Thursday, November 16, 2022 by E-mail to Members who had registered their email addresses with the Company / Depositories.

4. Cut-off date

Voting rights were reckoned as on Friday, December 02, 2022 being the cut-off date for deciding the entitlements of members for remote e-voting and e-voting during the EOGM.

5. Remote e-voting process

- i) **Agency:** The Company had appointed National Securities Depository Limited (NSDL) as the agency for providing the platform for remote e-voting and e-voting during the EOGM.
- ii) **Remote e-voting period:** The Remote e-voting remained open from 10:00 a.m. on Tuesday December 6, 2022 and ended on Thursday December 8, 2022 at 5:00 p.m.



The votes cast were unblocked on December 09, 2022 after the conclusion of the EOGM and was witnessed by two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the same.


.....
Name: Shivsahay Mishra


.....
Name: Pradip Dhuri

iii) **Voting at the EOGM:** After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by National Securities Depository Limited (NSDL).

The e-votes cast were unblocked on, December 09, 2022 after 15 minutes of conclusion of proceedings of EOGM.

I hereby submit the Consolidated Scrutinizer's Report based on the results of remote e-voting and e-voting during the AGM based on the reports downloaded from the e-voting website of National Securities Depository Limited (NSDL) and relied upon by me as under:

CONSOLIDATED RESULTS

Special Business:

Item No 1: Special Resolution

Issuance of Equity Warrants of the Company to certain identified persons / entity on Preferential Basis:

Particulars	Remote E-Voting		E-Voting at the EOGM		Total		Percentage (%)
	Votes	Number	Votes	Number	Votes	Number	
Assent	25138495	66	340	4	25138835	70	99.9995
Dissent	138	3	-	-	138	3	0.0005
Invalid	-	-	-	-	-	-	-
Total	25138633	69	340	4	25138973	73	100



RESULTS:

The Electronic Records containing details of the Members, who voted "IN FAVOUR", or "AGAINST" for each resolution under remote e-Voting and e-voting at the EOGM has been handed over to the Company Secretary for safe custody.

The above-mentioned resolutions are deemed to be passed with requisite majority as on the date of the EOGM of the Company i.e. Friday December 09, 2022.

Yours faithfully,
Thanking You

Countersigned by
FOODS AND INNS LIMITED

BHUPENDRA DALAL
CHAIRMAN
DIN: 00061492

Place: Mumbai
Date: 09.12.2022

For RAGINI CHOKSHI & COMPANY
(Company Secretaries)



R. K. Chokshi

RAGINI CHOKSHI
(Partner)
Membership No:2390

C.P. Number: 1436
UDIN: F002390D002665996
Date: 09.12.2022
Place: Mumbai