

February 06, 2024

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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Sub.: Voting Results with Consolidated Scrutinizer's Report of Postal Ballot of the Company

Dear Sir/ Madam,

With reference to e-postal ballot process undertaken by the Company for seeking approval of the Members for -

1. TO CONSIDER APPOINTMENT OF MR. SANJAY NAIK (DIN: 10382124) AS DIRECTOR OF THE COMPANY.
2. ENHANCE LIMITS TO GIVE LOANS OR INVEST FUNDS OF THE COMPANY SPECIFIED UNDER SECTION 186 OF THE COMPANIES ACT, 2013.

The remote e-voting period for casting the vote commenced from 10.00 a.m. (IST) on Friday, 5th January, 2024 and end at 5.00 p.m. (IST) on 05th February, 2024, both days inclusive.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith result of remote e-voting in the prescribed format along with Scrutinizer's report mentioning the special resolutions proposed was approved by the Members through e-Postal Ballot.

You are requested to kindly take above information on your records.

Thanking You,

For **FOODS AND INNS LIMITED**

BHUPENDRA DALAL
CHAIRMAN
DIN: 00061492

Encl: As Above

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

General information about company	
Scrip code	507552
NSE Symbol	FOODSIN
MSEI Symbol	NOTLISTED
ISIN	INE976E01023
Name of the company	FOODS AND INNS LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	05-02-2024
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	Ragini Chokshi
Firms Name	Ragini Chokshi & Co.
Qualification	CS
Membership Number	2390
Date of Board Meeting in which appointed	03-01-2024
Date of Issuance of Report to the company	06-02-2024

Voting results	
Record date	29-12-2023
Total number of shareholders on record date	20171
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO CONSIDER APPOINTMENT OF MR. SANJAY NAIK (DIN: 10382124) AS DIRECTOR OF THE COMPANY				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		7458550	51.8427	7458550	0	100.0000	0.0000
	Poll	14386890	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	14386890	7458550	51.8427	7458550	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	341739	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	341739	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		7482377	19.1987	7482331	46	99.9994	0.0006
	Poll	38973284	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	38973284	7482377	19.1987	7482331	46	99.9994	0.0006
Total		53701913	14940927	27.8220	14940881	46	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ENHANCE LIMITS TO GIVE LOANS OR INVEST FUNDS OF THE COMPANY SPECIFIED UNDER SECTION 186 OF THE COMPANIES ACT, 2013				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14386890	7458550	51.8427	7458550	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		14386890	7458550	51.8427	7458550	0	100.0000
Public-Institutions	E-Voting	341739	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		341739	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	38973284	7482376	19.1987	7462627	19749	99.7361	0.2639
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		38973284	7482376	19.1987	7462627	19749	99.7361
Total		53701913	14940926	27.8220	14921177	19749	99.8678	0.1322
Whether resolution is Pass or Not.							Yes	

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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 : 06/02/2024

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
FOODS AND INNS LIMITED
UDYOG BHAVAN, 2ND FLOOR 29 WALCHAND
HIRACHAND MARG, BALLARD ESTATE,
MUMBAI - 400038, MAHARASHTRA, INDIA

Subject: Scrutinizer's Report on Postal Ballot voting in respect of resolutions set out in the notice dated January 3, 2024

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., Practicing Company Secretaries, having office at 34, 5th Floor, Kamer Building, Cawasji Patel Street, Mumbai 400 001, have been appointed as the Scrutinizer by the Board of Directors of **FOODS AND INNS LIMITED** (the "Company") for Scrutinizing Postal Ballot through remote e-voting process carried out by the Company as per Section 108 and Section 110 of Companies Act, 2013 and other applicable provisions, if any of Companies Act, 2013 (the Act) and Rule-22 of Companies (Management and Administration) Rules, 2014 read with General Circulars issued by MCA in this regards and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 in a fair and transparent manner in respect of the following Resolutions as contained in the Notice dated January 3, 2024.

Special Resolutions:

1. To Consider appointment of Mr. Sanjay Naik (Din: 10382124) as Director of the Company.
2. Enhance limits to give loans or invest funds of the Company specified under section 186 of the Companies Act, 2013.

I have scrutinized the e-voting and votes tendered therein;

Accordingly, I now submit my report as under:

- a. The remote e-voting period commenced on Friday, January 5, 2024 at 10:00 a.m. (IST) and ended on Monday, February 5, 2024 at 05:00 p.m. (IST) and the remote e-voting module was disabled thereafter.
- b. For the purpose of the remote e-voting facility to be provided to the members, the Company has availed the services of National Securities Depository Limited (NSDL).
- c. In accordance with the MCA and SEBI Circulars, the Company has sent this Notice for Postal Ballot to the members in electronic form only. Physical copies of the Notice along with Postal Ballot Form and pre-paid business reply envelope were not sent to members for this Postal Ballot. Accordingly, the communication of the Assent or Dissent of the Members took place through the remote e-voting system only.
- d. The Company has on Friday, January 4, 2024 completed the dispatch of Notice of Postal Ballot dated January 3, 2024 electronically to all the members whose name appeared in the Register of Member/Beneficial owners as on Friday, December 29, 2023, the cut-off date.
- e. All e-voting confirmations received up to 05:00 p.m. (IST), on Monday, February 05, 2024, the last date and time fixed by the Company, were considered for our scrutiny.
- f. After the end of e-voting period i.e. 05:00 p.m. (IST) on, February 05, 2024, I have downloaded the e-voting Result/Report from the website National Securities Depository Limited (NSDL) in the presence of two witnesses, Mr. Durvesh Padte and Ms. Divya Gohil, who are not in employment of the Company. They have signed below in confirmation of the e-voting results being downloaded in their presence.



Mr. Durvesh Padte



Ms. Divya Gohil

- g. **I report the result of the Postal Ballot as under:**



Resolution No.1: Special Resolution:

To consider appointment of Mr. Sanjay Naik (Din: 10382124) as Director of the Company.

DETAILS OF E-VOTING

Particulars	Number of members voted through electronic system	Number of Shares	% of total number of votes cast
Total votes received by electronic mode	108	14940927	100.00%
Total no. of valid votes	108	14940927	100.00%
Total no. of Votes with Assent	105	14940881	99.99%
Total no. of Votes with Dissent	3	46	0.01%

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	% of total number of votes cast
Total Valid votes cast	14940927	100.00%
Assented to Resolution	14940881	99.99%
Dissented to Resolution	46	0.01%

Resolution No.2: Special Resolution:

Enhance limits to give loans or invest funds of the Company specified under Section 186 of the Companies Act, 2013.

DETAILS OF E-VOTING

Particulars	Number of members voted through electronic system	Number of Shares	% of total number of votes cast
Total votes received by electronic mode	107	14940926	100.00%
Total no. of valid votes	107	14940926	100.00%
Total no. of Votes with Assent	99	14921177	99.87%
Total no. of Votes with Dissent	8	19749	0.13%



SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	% of total number of votes cast
Total Valid votes cast	14940926	100.00%
Assented to Resolution	14921177	99.87%
Dissented to Resolution	19749	0.13%

RESULTS

The resolutions stated above have been passed with requisite majority by the members of the company as per the provisions of the Companies Act, 2013.

The related papers with respect to Postal Ballot shall remain in our safe custody until the Authorised Representative of the company considers, approves and signs the same, after which the same will be handed over (through email) to the Company Secretary for safe custody.

Thanking You,

Yours faithfully,

Date: 06/02/2024

Place: Mumbai

**For Ragini Chokshi & Co.
(Company Secretaries)**



R. K. Chokshi

**Ragini Chokshi
(Partner)**

Membership No: 2390

CP NO.: 1436

UDIN: F002390E003383911

Countersigned

For FOODS AND INNS LIMITED

Mr. Bhupendra Dalal

Chairman

DIN: 00061492

Date: 06/02/2024

Place: Mumbai