

Date: February 17, 2025

To,
The Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001.

Scrip Code: 514402

Sub: Scrutinizer Report of the 1st Extra Ordinary General Meeting (EOGM) of the Company.

Dear Sir(s),

We hereby submit the Consolidated Scrutinizer Report for Remote E-voting & E-voting during the 1st Extra Ordinary General Meeting of the Company held on Thursday, February 13, 2025 at 04:00 P.M. (IST) through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM"), in accordance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 including the amendments thereof.

Kindly take the above intimation on your record.

Yours faithfully,

For ECO HOTELS AND RESORTS LIMITED
(formerly known as Sharad Fibres and Yarn Processors Limited)

VINOD KUMAR TRIPATHI
CHAIRMAN & WHOLE TIME DIRECTOR
(DIN: 00798632)

Encl: as above.

ECO HOTELS AND RESORTS LIMITED

(Promoted by Eco Hotels UK PLC)

67/6446, Basin Road, Ernakulam High Court,
Ernakulam – 682031, Cochin, Kerala.

Block No. 4, 2nd Floor, Raj Mahal, VN Road
Churchgate, Mumbai – 400020

CIN: L55101KL1987PLC089987

Land line: +91 22 44550546

Email Id: investor.relations@ecohotels.in

Brands: ECO HOTELS™, THE ECO™, THE ECO SATVA™, ECOXPRESS™, ECOXPRESS SATVA™ & ECOVALUE™

Consolidated Report of Scrutinizer for Remote E-voting & E-voting during EOGM
[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of the
Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
ECO HOTELS AND RESORTS LIMITED,
67/6446, Basin Road, Cochin, Ernakulam High Court,
Ernakulam, Kerala - 682031.

Subject: Extra Ordinary General Meeting (EOGM) of Shareholders of Eco Hotels And Resorts Limited for the Financial Year 2024-25 which will be held on Thursday, February 13, 2025 at 4.00 PM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

Dear Sir,

We, M/s. GMJ & Associates, Company Secretaries, represented by Ms. Sonia Chettiar, Partner have been duly appointed by the Board of Directors of **Eco Hotels And Resorts Limited** for the purpose of scrutinizing the remote e-voting process and e-voting during the Extra Ordinary General Meeting ("EOGM") under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and MCA General Circular issued from time to time in a fair and transparent manner in respect of the Resolutions passed at the EOGM of Eco Hotels And Resorts Limited at their Meeting held on Thursday, February 13, 2025 at 4:00 p.m. (IST) by Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to remote e-voting and e-voting system during the EOGM. Our responsibility as a Scrutinizer is restricted to make a Scrutinizer's Report of the Votes Cast in "FAVOUR" or "AGAINST" the resolutions as stated below on the report generated from the remote e-voting and e-voting system during the EOGM provided by Bigshare Services Pvt. Ltd, the authorised agency engaged by the Company to provide remote e-voting and e-voting system during the EOGM.

We hereby submit our report as follows:

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Digitally signed by Sonia Chettiar, DN: cn=SONIA CHETTIAR, o=GMJ & Associates, ou=Company Secretaries, email=cs@gmj.co.in, c=IN, date=2025.02.13 16:00:00 +05'30', reason=I am the author of this document.

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1. The resolutions were transacted through the process of remote e-voting and through e-voting system during the EOGM. For the purpose of remote e-voting and e-voting system during the EOGM, the Company has engaged Bigshare Services Pvt. Ltd, for its services;
2. Members attended the Meeting through VC/OAVM facility provided in accordance with the Circulars issued by the Ministry of Corporate Affairs ("MCA") and SEBI from time to time and were counted for the purpose of reckoning quorum under Section 103 of the Companies Act, 2013;
3. The cut-off date for the purpose of identifying Members who were entitled to vote on the resolutions placed for approval, was February 06, 2025.
4. The period for remote e-voting commenced on 10th February 2025 at 9.00 a.m. and ended on 12th February 2025 at 5.00 p.m. The remote e-voting module was disabled by Bigshare Services Pvt. Ltd., for voting thereafter;
5. For the Members who did not cast their vote through remote e-voting facility, the Company has provided the facility of e-voting system during the EOGM;
6. Further, the votes cast through remote e-voting and e-voting system during the EOGM were unblocked by us on February 14 at 11:24 a.m. in the presence of two witnesses Mr. Sanyo Rodrigues and Ms. Sakshi Daruwale, neither of whom was in the employment of the Company and e-voting summary statement was downloaded from the e-voting website;
7. The votes were also scrutinized for the purpose of eliminating duplicate voting of the votes, if any;
8. Our report on the results of e-voting is based on the data downloaded from the website of Bigshare Services Pvt. Ltd - <https://ivote.bigshareonline.com>;
9. The data relating to e-voting process were reconciled with the records maintained by the Company/Registrar & Transfer Agents of the Company.

We hereby submit our Consolidated Scrutinizer's Report on the results of remote e-voting and e-voting system at the EOGM.

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Item No. 1:

Appointment of Mr. Ajit Kumar Jain (DIN: 02011292) as an Independent Director of the Company: - As a Special Resolution:

A.

Mode of Voting	Votes in Favour			Votes against			Invalid Votes
	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
Remote e-voting	12	16170602	100.0000	2	3	0.0000	0
E-voting during the EOGM	5	1366696	100.0000	0	0	0.0000	0
Total	17	17537298	100.0000	2	3	0.0000	0

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No of Shares held (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	E-voting	19613307	16005089	81.6032	16005089	0	100.000	0.0000
Public Institutions	E-voting	1251500	0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-voting	30642428	1532212	5.0003	1532209	3	99.998	0.0002
Total		51507235	17537301	34.0482	17537298	3	100.000	0.0000

Based on the aforesaid result, we report that the Special Resolution as set out in Item no. 1 of the Notice of the EOGM dated January 14, 2025 has been passed with **REQUISITE MAJORITY**.

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Item No. 2:

Approval to Increase the Authorized Share Capital of the Company: - As an Ordinary Resolution:

A.

Mode of Voting	Votes in Favour			Votes against			Invalid Votes
	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
Remote e-voting	12	16170602	100.0000	2	3	0.0000	0
E-voting during the EOGM	5	1366696	100.0000	0	0	0.0000	0
Total	17	17537298	100.0000	2	3	0.0000	0

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No of Shares held (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	E-voting	19613307	16005089	81.6032	16005089	0	100.000	0.0000
Public Institutions	E-voting	1251500	0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-voting	30642428	1532212	5.0003	1532209	3	99.998	0.0002
Total		51507235	17537301	34.0482	17537298	3	100.000	0.0000

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 2 of the Notice of the EOGM dated January 14, 2025 has been passed with REQUISITE MAJORITY.

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Item No. 3:

Approval to amend the Capital Clause of the Memorandum of Association: - As a Special Resolution:

A.

Mode of Voting	Votes in Favour			Votes against			Invalid Votes
	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
Remote e-voting	12	16170602	100.0000	2	3	0.0000	0
E-voting during the EOGM	5	1366696	100.0000	0	0	0.0000	0
Total	17	17537298	100.0000	2	3	0.0000	0

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No of Shares held (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	E-voting	19613307	16005089	81.6032	16005089	0	100.000	0.0000
Public Institutions	E-voting	1251500	0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-voting	30642428	1532212	5.0003	1532209	3	99.998	0.0002
Total		51507235	17537301	34.0482	17537298	3	100.000	0.0000

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 3 of the Notice of the EOGM dated January 14, 2025 has been passed with **REQUISITE MAJORITY**.

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Item No. 4:

To approve the issue of sweat equity shares to Mr. Vinod Kumar Tripathi, Whole Time Director of the Company: As Special Resolution

A.

Mode of Voting	Votes in Favour			Votes against			Invalid Votes
	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of votes cast
Remote e-voting	12	16170602	100.0000	2	3	0.0000	0
E-voting during the EOGM	5	1366696	100.0000	0	0	0.0000	0
Total	17	17537298	100.0000	2	3	0.0000	0

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No of Shares held (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	E-voting	19613307	16005089	81.6032	16005089	0	100.000	0.0000
Public Institutions	E-voting	1251500	0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-voting	30642428	1532212	5.0003	1532209	3	99.998	0.0002
Total		51507235	17537301	34.0482	17537298	3	100.000	0.0000

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 4 of the Notice of the EOGM dated January 14, 2025 has been passed with **REQUISITE MAJORITY**.

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Item No. 5:

To Approve Increase in Remuneration of Mr. Vinod Kumar Tripathi, Whole Time Director of the Company. – As a Special Resolution:

A.

Mode of Voting	Votes in Favour			Votes against			Invalid Votes
	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	Nos. of Members who voted	Nos. of votes cast	% of total nos. of votes cast	
Remote e-voting	12	16170602	100.0000	2	3	0.0000	0
E-voting during the EOGM	4	51303	100.0000	0	0	0.0000	1315393
Total	16	16221905	100.0000	2	3	0.0000	1315393

B.

Whether Promoter / Promoter Group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No of Shares held (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	E-voting	19613307	16005089	81.6032	16005089	0	100.0000	0.0000
Public Institutions	E-voting	1251500	0	0.000	0	0	0.0000	0.0000
Public Non-Institutions	E-voting	30642428	216819	0.7076	216816	3	99.9986	0.0014
Total		51507235	16221908	31.4944	16221905	3	100.0000	0.0000

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 5 of the NOTICE of the EOGM dated January 14, 2025 has been passed with REQUISITE MAJORITY.

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All the resolutions voted through remote e-voting and e-voting during the **EOGM** were passed with **REQUISITE MAJORITY**. The e-voting reports containing a list of Members who voted "FOR" and "AGAINST" each resolution and all other relevant records will be handed over to the Company for safe keeping.

For GMJ & ASSOCIATES
Company Secretaries
ICSI Unique Code P2011MH023200

SONIA
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Digitally signed by SONIA MELWYN CHETTIAR
DN: cn=SONIA MELWYN CHETTIAR,
2.5.4.20=61919293, o=GMJ & Associates,
c=IN, email=sonia@gmj.co.in, postalCode=400069,
serialNumber=1, uri=http://www.gmj.co.in,
reason=I have signed this PDF file. Reason: I have signed this PDF file.
Date: 2025.02.17 10:08:50 +05'30'

CS SONIA CHETTIAR
PARTNER

Membership No: FCS 12649
Certificate of Practice No: 10130
UDIN: F012649F003951716

Peer Review Certificate No.: 6140/2024

Place: Mumbai
Date: February 17, 2025.

Countersigned by:
For ECO HOTELS AND RESORTS LIMITED

VINOD KUMAR TRIPATHI
CHAIRMAN & EXECUTIVE DIRECTOR
(DIN: 00798632)

