Foods & Inns

Date: 29th September, 2026

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

Dear Sir/ Madam,

Sub: Report of the Scrutinizer

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, we are enclosing herewith the Consolidated Scrutinizers Report on e- voting of the business transaction at the 54th Annual General Meeting (AGM) held on Monday September 28, 2026.

Thanking You
For **FOODS AND INNS LIMITED**

Milan Bhupendra Dalal

Digitally signed by Milan Bhupendra Dalal
Date: 2026.09.29 12:55:42 +05'30'

MILAN DALAL
MANAGING DIRECTOR
DIN: 00062453

CS

Ragini Chokshi & Co.

Company Secretaries

Tel.: 022-2283 1120
Mob.: +91 93222 46703

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 : 29|09|2026

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 Chairman,
54th Annual General Meeting (AGM)
of **FOODS AND INNS LIMITED**
Held on Monday, September 28, 2026 at 04:00 P.M.

Dear Sir,

1. **Appointment as Scrutinizer:**

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., 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 Annual General Meeting ('AGM') 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. 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. 02/2021 dated January 13, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023, Circular No. 09/2024 dated September 19, 2024 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 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, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 on the businesses contained in the Notice of the AGM of the Members of the Company, held on Monday, September 28, 2026 at 04:00 P.M. (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 54th AGM of the Members of the Company. Our responsibility as a Scrutinizer is to scrutinize remote e-voting and e-voting conducted during the AGM 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 AGM, engaged by the Company.

3. **Dispatch of Notice convening AGM**

i) Pursuant to MCA General Circulars No. 14/2020, 17/2020, 20/2020 and 02/2021, 21/2021, 02/2022, 10/2022, 09/2023, 09/2024, 03/2025, dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 14, 2021, May 05, 2022, December 28, 2022, September 25, 2023, September 19, 2024 and latest being 03/2025 dated September 22, 2025 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024, advertisement was published on Sunday, September 06, 2026 in Free Press Journal, Mumbai (English Edition) and in Navshakti, Mumbai (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 AGM on its website namely www.foodsandinns.com and also uploaded the same on the website of the Stock Exchange i.e. www.bseindia.com and www.nseindia.com.

iii) The Company completed dispatch of Notice of AGM on September 05, 2026 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, September 18, 2026 being the cut-off date for deciding the entitlements of members for remote e-voting and e-voting during the AGM.

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 AGM.

ii) **Remote e-voting period:** The Remote e-voting remained open from 10:00 a.m. on Thursday, September 24, 2026 and ended on Sunday, September 27, 2026 at 5:00 p.m.

The votes cast were unblocked on September 28, 2026 after the conclusion of the AGM and was witnessed by two witnesses, who are not in the employment of the Company.

They have signed below in confirmation of the same.

Khushi Morsawala

Parv Jain

iii) **Voting at the AGM:** 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, September 28, 2026 after 15 minutes of conclusion of proceedings of AGM.

RAGINI CHOKSHI & CO.
Company Secretaries
C.P. 1436
MUMBAI

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:

RAGINI CHOKSHI & CO.
Company Secretaries
C.P. 1436
MUMBAI

CONSOLIDATED RESULTS

ORDINARY BUSINESS:

Item No. 1: Ordinary Resolution

To receive, consider and adopt:

a) The Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2026 together with the Reports of the Board of Directors and Auditors thereon; and

b) The Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2026 together with the Report of the Auditors thereon.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	65	74,26,266	1	150	66	74,26,416	99.9770
Dissent	6	1,706	-	-	6	1,706	0.0230
Total	**71**	**74,27,972**	**1**	**150**	**72**	**74,28,122**	**100.0000**

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	**74,28,122**	**100.0000**
Assented to Resolution	74,26,416	99.9770
Dissented to Resolution	1,706	0.0230

RAGINI CHOKSHI & CO. Company Secretaries C.P. 1436 MUMBAI

Item No. 2: <u>Ordinary Resolution</u>

Declaration of Dividend.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	65	74,26,266	1	150	66	74,26,416	99.9770
Dissent	6	1,706	0	0	6	1,706	0.0230
Total	**71**	**74,27,972**	**1**	**150**	**72**	**74,28,122**	**100.0000**

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	**74,28,122**	**100.0000**
Assented to Resolution	74,26,416	99.9770
Dissented to Resolution	1,706	0.0230

RAGINI CHOKSHI & CO.
Company Secretaries
C.P. 1436
MUMBAI

Item No. 3: <u>Ordinary Resolution</u>

Re-appointment of Mr. Mr. Raymond Simkins (DIN: 01573312) as a Director liable to retire by rotation.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	64	74,25,652	1	150	65	74,25,802	99.9688
Dissent	7	2,320	0	0	7	2,320	0.0312
Total	**71**	**74,27,972**	**1**	**150**	72	**74,28,122**	100.0000

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	**74,28,122**	**100.0000**
Assented to Resolution	74,25,802	99.9688
Dissented to Resolution	2,320	0.0312

RAGINI CHOKSHI & CO.
Company Secretaries
C.P. 1436
MUMBAI

SPECIAL BUSINESS:

Item No. 4: Special Resolution

Commission to Non-Executive Directors.

Particulars	Remote E-Voting		E-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	63	73,74,636	1	150	64	73,74,786	99.2820
Dissent	8	53,336	0	0	8	53,336	0.7180
Total	**71**	**74,27,972**	**1**	**150**	**72**	**74,28,122**	**100.0000**

SUMMARY OF E-VOTING

Particulars	No. of Equity Shares	Percentage of total number of votes cast (%)
Total Valid votes cast	**74,28,122**	**100.0000**
Assented to Resolution	73,74,786	99.2820
Dissented to Resolution	53,336	0.7180

RAGINI CHOKSHI & CO.
Company Secretaries
C.P. 1436
MUMBAI

RESULTS:

The above-mentioned resolutions are deemed to be passed with requisite majority as on the date of the 54th AGM of the Company i.e. Monday, September 28, 2026.

Yours faithfully,

Thanking You,

Place: Mumbai
Date: 29/09/2026

Countersigned by
Foods and Inns Limited

Bhupendra Dalal
(DIN: 00061492)
Chairman

RAGINI CHOKSHI & CO. Company Secretaries C.P. 1436 MUMBAI

For Ragini Chokshi & Co.
(Company Secretaries)

Ragini Chokshi

RAGINI
KAMAL
CHOKSHI

(Partner)
Membership No.: F2390
C.P. No.: 1436
UDIN: F002390H001646472
Date: 29/09/2026
Place: Mumbai