

WINTERFEEL HOTELS AND RESORTS LIMITED

CIN: U55209KL2017PLC049761

Regd. Off: 3rd Floor, Door No: 26/386/22, District Vyaparabhavan, Sahithya Academy Road, Chambukavu, Thrissur, Kerala, India - 680020

E-Mail Id: winterfeelind@gmail.com, Website: www.winterfeelhotels.com, PH: 0487-2333311

CONSOLIDATED VOTING RESULT OF THE 9th ANNUAL GENERAL MEETING OF THE WINTERFEEL HOTELS AND RESORTS LIMITED HELD ON WEDNESDAY, THE 30TH SEPTEMBER 2026 AT 10.30 A M AT THE REGISTERED OFFICE OF THE COMPANY

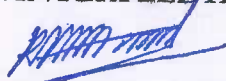
ITEM NO	NATURE AND SUBJECT MATTER OF THE RESOLUTION	CONSOLIDATED TOTAL VALID VOTES	CONSOLIDATED TOTAL COUNT	ASSENT		DISSENT	
				No of Votes	%	No of Votes	%
1	TO CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026 AND THE REPORTS OF THE BOARD OF DIRECTORS ("THE BOARD") AND AUDITORS THEREON.	36	9,19,72,288	9,19,72,288	100	0	0
2	TO APPOINT DIRECTOR IN THE PLACE OF MR. JOSH Y THERATTIL MATHEW (DIN: 02821391), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT	35	9,19,60,288	9,19,60,288	100	0	0
3	TO APPOINT DIRECTOR IN THE PLACE OF MR. POOTHETTY GOPALAN RANJIMON (DIN: 08014601), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT	35	9,19,62,288	9,19,62,288	100	0	0



4	TO APPOINT DIRECTOR IN THE PLACE OF MR. KOLPARAMBIL ISMAIL NAJAH (DIN: 08014601), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT	36	9,19,72,288	9,19,72,288	100	0	0
5	TO APPOINT DIRECTOR IN THE PLACE OF MR. MOOTHEDAN ERANI JOY (DIN: 07902711), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT	35	9,19,48,288	9,19,48,288	100	0	0
6	APPOINTMENT OF MRS ANU JOSE, (DIN: 11887193) AS INDEPENDENT DIRECTOR OF THE COMPANY	36	9,19,72,288	9,19,72,288	100	0	0
7	TO INCREASE THE AUTHORIZED CAPITAL OF THE COMPANY	36	9,19,72,288	9,19,72,288	100	0	0
8	TO APPROVE FURTHER ISSUE OF EQUITY SHARES BY THE COMPANY ON PREFERENTIAL BASIS	36	9,19,72,288	9,19,72,288	100	0	0

RESULT: RESOLUTION PASSED WITH REQUISITE MAJORITY

For WINTERFEEL HOTELS AND RESORTS LIMITED


KOMALATHUMVEETIL ABDUL HAMEED
CHAIRMAN (DIN : 02441736)

Date : 30.09.2026

Place : Thrissur





K. SREEKRISHNA KUMAR M.COM; MBA; LLB; FCS
PRACTICING COMPANY SECRETARY

"KRISHNASREE", TC-36/1220
PAZHAYANADAKKAVU, THRISSUR - 680001

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Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration) Rules, 2014, as amended]

To,

The Chairman
WINTERFEEL HOTELS AND RESORTS LIMITED
Regd. Off: 3rd Floor, Door No: 26/386/22,
District Vyaparabhavan, Sahithya Academy Road,
Chambukavu, Thrissur, Kerala, India - 680020

SUB: Consolidated Scrutinizer's Report on remote e-voting and voting conducted during the 09th Annual General Meeting of WINTERFEEL HOTELS AND RESORTS LIMITED (CIN: U55209KL2017PLC049761) held on Wednesday, 30th September 2026.

Dear Sir,

1. Your Company had provided a facility to the shareholders to exercise their votes on the resolution(s), as set out in the Notice of Annual General Meeting (AGM) dated 08.09.2026, by way of Remote e-voting and voting conducted during the AGM held on **Wednesday, 30th September 2026**, pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended till date.
2. I, CS K. Sreekrishna Kumar of M/s. K SREEKRISHNA KUMAR & CO, Practicing Company Secretaries, has been appointed as the Scrutinizer by the Board of Directors of WINTERFEEL HOTELS AND RESORTS LIMITED (the Company) for the purpose of scrutinizing the process of voting at the said AGM in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the said notice.
3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made there under and (ii) the MCA Circulars relating to voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.





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PRACTICING COMPANY SECRETARY**

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4. My responsibility as scrutinizer is restricted to making a Scrutinizer's Report on the votes cast in favour and against the resolution.
5. The company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conduct of e-voting by members.
6. The remote e-voting period commenced on **27th September, 2026** (9:00 am) and ended on **29th September, 2026** (5:00 pm).
7. The Company had provided the facility to the members to cast their votes through physical ballot at the AGM venue. However, **no member cast his/her vote through physical ballot on any of the resolutions proposed in the notice. Accordingly, there were no physical ballot votes to be considered for the purpose of determining the voting results.**
8. The members of the company holding shares as on the cut-off date i.e. **23rd September, 2026**, were entitled to vote on the resolutions contained in the Notice.
9. After the closure of the voting at AGM the report on remote e-voting prior to and voting during the AGM was unblocked and counted.
10. I have scrutinized and verified the remote e-voting conducted prior to the AGM and the voting conducted during the AGM, and have taken into consideration the votes cast thereunder based on the data downloaded from the NSDL e-voting system.
11. I now submit my consolidated report as under on the results of the voting prior to and during the AGM in respect to the said resolutions.





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ORDINARY BUSINESS

RESOLUTION 1:

To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors ("the Board") and auditors thereon by passing Ordinary Resolution.

1. Votes cast in favour of the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
36	91972288	100%

2. Votes cast against the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
0	0	0

3. Invalid votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Item 1 (One) of Notice stands passed with requisite majority

RESOLUTION 2:

To approve the appointment of a director in the place of MR. JOSH Y THERATTIL MATHEW (DIN: 02821391), who retires by rotation and being eligible, offers himself for re-appointment by passing Ordinary Resolution.

1. Votes cast in favour of the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
35	91960288	100%

2. Votes cast against the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
0	0	0





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3. Invalid votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them	Remarks
1	12000	Votes cast by interested shareholder

Item 2 (Two) of Notice stands passed with requisite majority

RESOLUTION 3:

To approve the Appointment of a director in the place of MR. POOTHETTY GOPALAN RANJIMON (DIN: 08014601), who retires by rotation and being eligible, offers himself for re-appointment by passing Ordinary Resolution.

1. Votes cast in favour of the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
35	91962288	100%

2. Votes cast against the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
0	0	0

3. Invalid votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them	Remarks
1	10000	Votes cast by interested shareholder

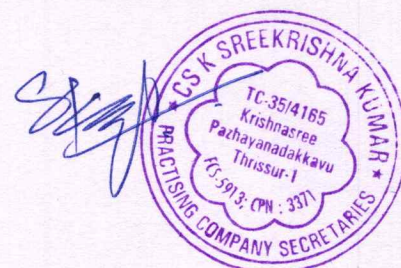
Item 3 (Three) of Notice stands passed with requisite majority

RESOLUTION 4:

To approve the Appointment of a director in the place of MR. KOLPARAMBIL ISMAIL NAJAH (DIN: 08014601), who retires by rotation and being eligible, offers himself for re-appointment by passing Ordinary Resolution.

1. Votes cast in favour of the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
36	91972288	100%





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PRACTICING COMPANY SECRETARY

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2. Votes cast against the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
0	0	0

3. Invalid votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Item 4 (Four) of Notice stands passed with requisite majority

RESOLUTION 5:

To approve the Appointment of a director in the place of MR. MOOTHEDAN ERANI JOY (DIN: 07902711), who retires by rotation and being eligible, offers himself for re-appointment by passing Ordinary Resolution.

1. Votes cast in favour of the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
35	91948288	100%

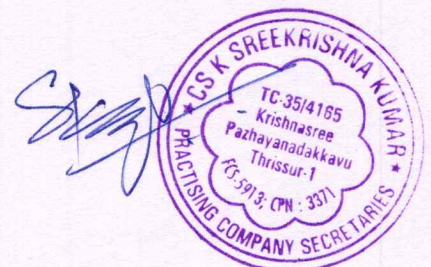
2. Votes cast against the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
0	0	0

3. Invalid votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them	Remarks
1	24000	Votes cast by interested shareholder

Item 5 (Five) of Notice stands passed with requisite majority





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PRACTICING COMPANY SECRETARY**

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SPECIAL BUSINESS

RESOLUTION 6:

To approve the appointment of MRS ANU JOSE, (DIN: 11887193) as Independent director of the company by passing Ordinary Resolution.

1. Votes cast in favour of the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
36	91972288	100%

2. Votes cast against the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
0	0	0

3. Invalid votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Item 6 (Six) of Notice stands passed with requisite majority

RESOLUTION 7:

To approve the increase in the Authorised Share Capital of the Company by passing Ordinary Resolution.

1. Votes cast in favour of the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
36	91972288	100%

2. Votes cast against the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
0	0	0

3. Invalid votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Item 7 (Seven) of Notice stands passed with requisite majority





**K. SREEKRISHNA KUMAR M.COM; MBA; LL.B; FCS
PRACTISING COMPANY SECRETARY**

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RESOLUTION 8:

To approve further issue of equity shares by the company on preferential basis by passing Special Resolution.

1. Votes cast in favour of the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
36	91972288	100%

2. Votes cast against the resolution

Number of members voted	Number of valid votes cast	% of number of valid votes cast
0	0	0

3. Invalid votes

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Item 8 (Eight) of Notice stands passed with requisite majority

The electronic data and all other relevant records relating to voting are under my safe custody and will be handed over to Chairman/Company Secretary, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you

Yours faithfully,

CS K.SREEKRISHNA KUMAR
K SREEKRISHNA KUMAR & CO.
Practising Company Secretaries
TC-36/1220, Krishnasree,
Pazhayanadakkavu, Thrissur - 680001



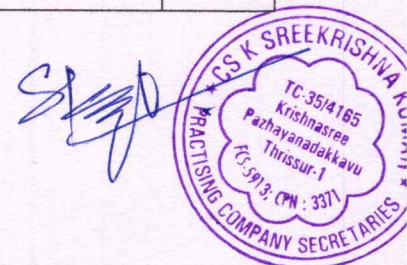
Place: Thrissur
Date: 30-09-2026

UDIN: F005913H001682632

CS K SREEKRISHNA KUMAR
M.Com; MBA; LL.B; MMM; FCS
PRACTISING COMPANY SECRETARY
Pazhayanadakkavu, Thrissur-1
FCS-5913; CPN.: 3371

Annexure

The following is the summary of e-voting results of M/s WINTERFEEL HOTELS AND RESORTS LIMITED [CIN: U55209KL2017PLC049761] relevant to the Voting process of the AGM held on 30th September, 2026							
SL	SUBJECT MATTER OF THE RESOLUTION	MODE OF VOTING	TOTAL VOTES	ASSENT		DISSENT	
				NO OF VOTES	%	NO OF VOTES	%
1	ORDINARY RESOLUTION To consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2026 and the report of the Directors and Auditors thereon	REMOTE E-VOTE	91972288	91972288	100%	0	0%
		COUNT	36	36		0	
		AGM VOTE	0	0		0	
		COUNT	0	0		0	
		VOTES	91972288	91972288	100%	0	0%
		COUNT	36	36		0	
2	ORDINARY RESOLUTION To approve the appointment of director in the place of MR. JOSH Y THERATTIL MATHEW (DIN: 02821391), who retires by rotation	REMOTE E-VOTE	91960288	91960288	100%	0	0%
		COUNT	35	35		0	
		AGM VOTE	0	0		0	
		COUNT	0	0		0	
		VOTES	91960288	91960288	100%	0	0%
		COUNT	35	35		0	
3	ORDINARY RESOLUTION To approve the Appointment of director in the place of MR. POOTHETTY GOPALAN RANJIMON (DIN: 08014601), who retires by rotation	REMOTE E-VOTE	91962288	91962288	100%	0	0%
		COUNT	35	35		0	
		AGM VOTE	0	0		0	
		COUNT	0	0		0	
		VOTES	91962288	91962288	100%	0	0%
		COUNT	35	35		0	



4	ORDINARY RESOLUTION To approve the Appointment of director in the place of MR. KOLPARAMBIL ISMAIL NAJAH (DIN: 08014601), who retires by rotation	REMOTE E-VOTE	91972288	91972288	100%	0	0%
		COUNT	36	36		0	
		AGM VOTE	0	0		0	
		COUNT	0	0		0	
	TOTAL	VOTES	91972288	91972288	100%	0	0%
		COUNT	36	36		0	
5	ORDINARY RESOLUTION To approve the Appointment of director in the place of MR. MOOTHEDAN ERANI JOY (DIN: 07902711), who retires by rotation	REMOTE E-VOTE	91948288	91948288	100%	0	0%
		COUNT	35	35		0	
		AGM VOTE	0	0		0	
		COUNT	0	0		0	
	TOTAL	VOTES	91948288	91948288	100%	0	0%
		COUNT	35	35		0	
6	SPECIAL BUSINESS ORDINARY RESOLUTION To approve the appointment of MRS ANU JOSE, (DIN: 11887193) as independent director of the company	REMOTE E-VOTE	91972288	91972288	100%	0	0%
		COUNT	36	36		0	
		AGM VOTE	0	0		0	
		COUNT	0	0		0	
	TOTAL	VOTES	91972288	91972288	100%	0	0%
		COUNT	36	36		0	
7	SPECIAL BUSINESS ORDINARY RESOLUTION To approve the increase in the Authorised Share Capital of the Company	REMOTE E-VOTE	91972288	91972288	100%	0	0%
		COUNT	36	36		0	
		AGM VOTE	0	0		0	
		COUNT	0	0		0	
	TOTAL	VOTES	91972288	91972288	100%	0	0%
		COUNT	36	36		0	



8	SPECIAL BUSINESS	REMOTE E-VOTE	91972288	91972288	100%	0	0%
	SPECIAL RESOLUTION	COUNT	36	36		0	
	To approve further issue of equity shares by the company on preferential basis	AGM VOTE	0	0		0	
		COUNT	0	0		0	
	TOTAL	VOTES	91972288	91972288	100%	0	0%
		COUNT	36	36		0	

