

# ECO HOTELS AND RESORTS LIMITED

[Formerly known as SHARAD FIBRES AND YARN PROCESSORS LIMITED]

CIN: L55101MH1987PLC043970

Registered Office: 19, Floor-3rd, 408, Prabhadevi Industrial Estate, Veer Savarkar Marg,  
Prabhadevi, Mumbai - 400 025. Ph- + 91 8086021121

Website: [www.ehrlindia.in](http://www.ehrlindia.in) ; Email Id: [cssharadfibres2022@gmail.com](mailto:cssharadfibres2022@gmail.com)

To,  
Corporate Relationship Department  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400001.

Date :13<sup>th</sup> March 2024

**Scrip Code: 514402**

**Sub: Submission of Voting Results and Scrutinizer Report pertaining to the Extra Ordinary General Meeting (EGM).**

Dear Sir(s),

We are pleased to furnish the below details/ results of the voting (e-voting and voting at EGM held on 11th March 2024) in the prescribed format pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure -1.

Please find the enclosed Consolidated Scrutinizer's Report dated 13<sup>th</sup> March 2024 issued by M/s. GMJ & Associates, Practicing Company Secretary along with voting results, appointed for this purpose as Scrutinizer as Annexure-II.

The copy of the Voting results along with Scrutinizer's Report is uploaded on the Company's website [www.ehrlindia.in](http://www.ehrlindia.in)

Kindly take the above information on your records

**Yours faithfully,**  
**For ECO HOTELS AND RESORTS LIMITED**

**SAMEER DESAI**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**  
**M.NO. 41275**

Encl: as above.

**General information about company**

Scrip code	514402
NSE Symbol	
MSEI Symbol	
ISIN	INE638N01012
Name of the company	ECO HOTELS AND RESORTS LTD
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	11-03-2024
Start time of the meeting	04:00 PM
End time of the meeting	05:30 PM

### Scrutinizer Details

Name of the Scrutinizer	Mahesh Kumar Soni
Firms Name	GMJ & Associates
Qualification	CS
Membership Number	3706
Date of Board Meeting in which appointed	10-02-2024
Date of Issuance of Report to the company	13-03-2024

### Voting results

Record date	04-03-2024
Total number of shareholders on record date	2069
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	1
b) Public	21
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPROVE ACQUISITION OF SHARES OF ECO HOTELS INDIA PRIVATE LIMITED HELD BY THIRD PARTY BY ISSUE OF SHARES OF ECO HOTELS AND RESORTS LIMITED TO THE SHAREHOLDERS OF ECO HOTELS INDIA PRIVATE LIMITED ON PREFERENTIAL/ SHARE SWAP AND CONSENT BASIS				
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	17313308	0	0	0	0	0	0
	Poll		16005089	92.4439	16005089	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		17313308	16005089	92.4439	16005089	0	100
Public- Institutions	E-Voting	1500	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1500	0	0	0	0	0
Public- Non Institutions	E-Voting	14025345	12941	0.0923	12741	200	98.4545	1.5455
	Poll		5162	0.0368	5162	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		14025345	18103	0.1291	17903	200	98.8952
Total		31340153	16023192	51.1267	16022992	200	99.9988	0.0012
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

**Details of Invalid Votes**

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			TO CONSIDER AND APPROVE ISSUE EQUITY SHARES BY PREFERENTIAL BASIS BY ACQUISITION OF 100% SHARES HELD BY PROMOTERS AND OTHERS BY ISSUE OF SHARES OF ECO HOTELS AND RESORTS LIMITED TO THE SHAREHOLDERS OF VITIZEN HOTELS LIMITED ON PREFERENTIAL/ SHARE SWAP BASIS					
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	17313308	0	0	0	0	0	0
	Poll		16005089	92.4439	16005089	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		17313308	16005089	92.4439	16005089	0	100
Public- Institutions	E-Voting	1500	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1500	0	0	0	0	0
Public- Non Institutions	E-Voting	14025345	12941	0.0923	12741	200	98.4545	1.5455
	Poll		5162	0.0368	5162	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		14025345	18103	0.1291	17903	200	98.8952
Total		31340153	16023192	51.1267	16022992	200	99.9988	0.0012
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

**Details of Invalid Votes**

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

### Resolution(3)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO INCREASE THE LIMIT OF LOANS/ GUARANTEES, PROVIDING OF SECURITY AND MAKING OF INVESTMENTS IN SECURITIES 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	17313308	0	0	0	0	0	0
	Poll		16005089	92.4439	16005089	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		17313308	16005089	92.4439	16005089	0	100
Public-Institutions	E-Voting	1500	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1500	0	0	0	0	0
Public- Non Institutions	E-Voting	14025345	12941	0.0923	12741	200	98.4545	1.5455
	Poll		5162	0.0368	5162	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		14025345	18103	0.1291	17903	200	98.8952
Total		31340153	16023192	51.1267	16022992	200	99.9988	0.0012
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

**Details of Invalid Votes**

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPROVE THE ECO HOTELS AND RESORTS - EMPLOYEE STOCK OPTION PLAN 2023- MODIFIED' ("ECO ESOP 2023-MODIFIED")				
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	17313308	0	0	0	0	0	0
	Poll		16005089	92.4439	16005089	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		17313308	16005089	92.4439	16005089	0	100
Public-Institutions	E-Voting	1500	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1500	0	0	0	0	0
Public- Non Institutions	E-Voting	14025345	12941	0.0923	12741	200	98.4545	1.5455
	Poll		5162	0.0368	5162	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		14025345	18103	0.1291	17903	200	98.8952
Total		31340153	16023192	51.1267	16022992	200	99.9988	0.0012
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

**Details of Invalid Votes**

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



**Consolidated Report of Scrutinizer for Remote E-voting & Poll Process**

[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**  
19, 3<sup>rd</sup> Floor, Prabhadevi Industrial Estate,  
408, Veer Savarkar Marg, Prabhadevi,  
Mumbai - 400 025.

**Subject: Extra-Ordinary General Meeting of the Members of Eco Hotels and Resorts Limited held on Monday, March 11, 2024 at 4:00 p.m. (IST) at CK Nayudu Banquet Hall, CCI Club, Dinshaw Vacha Road, Churchgate, Mumbai - 400 020.**

Dear Sir,

We, GMJ & Associates, Company Secretaries, represented by Mr. Mahesh Soni, 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 under the provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) & MCA General Circular issued from time to time and voting through Poll at the venue of the Extra-Ordinary General Meeting (EOGM) in a fair and transparent manner in respect of the Resolutions contained in the Notice of the EOGM of Eco Hotels and Resorts Limited at their Meeting held on Monday, March 11, 2024 at 4:00 p.m. at CK Nayudu Banquet Hall, CCI Club, Dinshaw Vacha Road, Churchgate, Mumbai - 400 020.

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 voting through electronic means and voting by Poll at the venue of the EOGM on the Resolutions contained in the Notice of the EOGM of the Members of the Company. Our responsibility as a Scrutinizer is restricted to make a Consolidated 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 system provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by the Company to provide e-voting facility and the Report on voting by Poll at the venue of EOGM.

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**MAHESH  
KUMAR SONI**

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o=Personal, cn=MAHESH KUMAR SONI  
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We hereby submit our report as follows:

1. The resolutions were transacted through the process of remote e-voting and through poll at the EOGM. For the purpose of remote e-voting, the Company has engaged CDSL for its services;
2. Members attended the Meeting 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 March 04, 2024;
4. The period for remote e-voting commenced on March 08, 2024 at 9:00 a.m. (IST) and ended on March 10, 2024 at 5:00 p.m. (IST). The remote e-voting module was disabled by CSDL 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 voting through Poll at the venue of the EOGM;
6. Further, the votes cast through remote e-voting and locked ballot box were opened by us on March 11, 2024 at 06:37 p.m. in the presence of two witnesses Mr. Sanyo Rodrigues and Mr. Santosh Sharma, 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 CDSL;
9. The data relating to e-voting process and voting through Poll papers were diligently scrutinized. The Poll Papers were reconciled with the records maintained by the Company/Registrar & Transfer Agents of the Company. Duplicate, incomplete and defective Poll papers were rejected by us.

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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Date: 2024.03.13 17:07:51 +05'30'



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**Item No. 1:**

**To Approve Acquisition of Shares of Eco Hotels India Private Limited held by Third Party by Issue of Shares of Eco Hotels and Resorts Limited to the Shareholders of Eco Hotels India Private Limited on Preferential/Share Swap and Consent Basis: - 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	10	12741	98.4545	2	200	1.5455	0
Poll	15	16010251	100.0000	0	0	0.0000	0
<b>Total</b>	<b>25</b>	<b>16022992</b>	<b>99.9988</b>	<b>2</b>	<b>200</b>	<b>0.0012</b>	<b>0</b>

**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
<b>Promoter and Promoter Group</b>	Remote E-voting	17313308	0	0.0000	0	0	0.0000	0.0000
	Poll		16005089	92.4439	16005089	0	100.0000	0.0000
<b>Public Institutions</b>	RemoteE-voting	1500	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
<b>Public Non-Institutions</b>	RemoteE-voting	14025345	12941	0.0923	12741	200	98.4545	1.5455
	Poll		5162	0.0368	5162	0	100.0000	0.0000
<b>T O T A L</b>		<b>31340153</b>	<b>16023192</b>	<b>51.1267</b>	<b>16022992</b>	<b>200</b>	<b>99.9988</b>	<b>0.0012</b>

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 February 10, 2024 has been passed REQUISITE MAJORITY.

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Date: 2024.03.13 17:08:08 +05'30'

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**Item No. 2:**

To consider and approve Issue of Equity Shares by Preferential Basis by Acquisition of 100% Shares held by Promoters and Others by Issue of Shares of Eco Hotels And Resorts Limited to the Shareholders of Vitizen Hotels Limited on Preferential/Share Swap Basis:- 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	10	12741	98.4545	2	200	1.5455	0
Poll	15	16010251	100.0000	0	0	0.0000	0
<b>Total</b>	<b>25</b>	<b>16022992</b>	<b>99.9988</b>	<b>2</b>	<b>200</b>	<b>0.0012</b>	<b>0</b>

**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 and Promoter Group	E-voting	17313308	0	0.0000	0	0	0.0000	0.0000
	Poll		16005089	92.4439	16005089	0	100.0000	0.0000
Public Institutions	E-voting	1500	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-voting	14025345	12941	0.0923	12741	200	98.4545	1.5455
	Poll		5162	0.0368	5162	0	100.0000	0.0000
<b>T O T A L</b>		<b>31340153</b>	<b>16023192</b>	<b>51.1267</b>	<b>16022992</b>	<b>200</b>	<b>99.9988</b>	<b>0.0012</b>

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 2 of the Notice of the EOGM dated February 10, 2024 has been passed REQUISITE MAJORITY.

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**Item No. 4:**

**To approve the Eco Hotels and Resorts - Employee Stock Option Plan 2023- Modified' ("Eco ESOP 2023-Modified") :- 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	10	12741	98.4545	2	200	1.5455	0
Poll	15	16010251	100.0000	0	0	0.0000	0
<b>Total</b>	<b>25</b>	<b>16022992</b>	<b>99.9988</b>	<b>2</b>	<b>200</b>	<b>0.0012</b>	<b>0</b>

**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
<b>Promoter and Promoter Group</b>	E-voting	17313308	0	0.0000	0	0	0.0000	0.0000
	Poll		16005089	92.4439	16005089	0	100.0000	0.0000
<b>Public Institutions</b>	E-voting	1500	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
<b>Public Non-Institutions</b>	E-voting	14025345	12941	0.0923	12741	200	98.4545	1.5455
	Poll		5162	0.0368	5162	0	100.0000	0.0000
<b>T O T A L</b>		<b>31340153</b>	<b>16023192</b>	<b>51.1267</b>	<b>16022992</b>	<b>200</b>	<b>99.9988</b>	<b>0.0012</b>

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 February 10, 2024 has been passed REQUISITE MAJORITY.

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3, o=Personal, cn=MAHESH KUMAR SONI  
Date: 2024.03.13 17:08:52 +05'30'

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

**For GMJ & ASSOCIATES**  
Company Secretaries  
ICSI Unique Code P2011MH023200

**MAHESH  
KUMAR SONI**

Digitally signed by MAHESH KUMAR SONI  
DN: c=IN, st=Maharashtra,  
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o=Personal, ou=MAHESH KUMAR SONI  
Date: 2024.03.13 17:09:06 +05'30'

**CS MAHESH SONI**  
PARTNER

Membership No: F3706  
Certificate of Practice No.:2324  
UDIN: F003706E003577870

Peer Review Certificate No.: 647/2019

**Place:** Mumbai  
**Date:** March 13, 2024

Countersigned by:  
**For ECO HOTELS AND RESORTS LIMITED**  
*(formerly Known as Sharad Fibres & Yarn Processors Limited)*

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

