

ROOPSHRI RESORTS LIMITED

Registered Office : Hotel Alexander, S. No. 246, Plot No, 99, Matheran, Tal : Karjat, Raigad - 410102
Tel.: 02148 - 230069 | Email : info@roopshriresorts.co.in | Website : www.roopshriresorts.co.in

September 28, 2024

To,
BSE Limited
P J Towers, Dalal Street,
Fort, Mumbai- 400 001

Scrip Code: 542599

Sub: Compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Submission of Scrutinizer Report of 34th AGM

Dear Sir,

Dear Sir/Madam,

In furtherance to our communication dated September 26, 2024 in connection with the Annual General Meeting conducted by the Company for seeking approval of the Shareholders for matters set out in the Notice of Annual General Meeting dated August 27, 2024.

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the Scrutinizers' Report on Voting Results on resolutions passed in Annual General Meeting.

In this regards, we hereby submit the following:

1. Voting results of the Annual General Meeting through remote e-voting and Ballot Paper in relation to aforesaid business as required under Regulation 44(3) of the SEBI Listing Regulations.
2. Report of the Scrutinizer dated September 27, 2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

The said resolutions as set out in Annual General Meeting Notice are passed with the requisite majority. Kindly take the above information on record and acknowledge.

FOR ROOPSHRI RESORTS LIMITED

SHREYAS SHAH
(WHOLE TIME DIRECTOR)
DIN: 01835575

Encl: Voting Result and Scrutinizer's Report

General information about company

Scrip code	542599
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE03WT01017
Name of the company	Roopshri Resorts Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	26-09-2024
Start time of the meeting	12:30 PM
End time of the meeting	01:00 PM

Scrutinizer Details

Name of the Scrutinizer	Jigarkumar Gandhi
Firms Name	JNG & Co.
Qualification	CS
Membership Number	F7569
Date of Board Meeting in which appointed	27-08-2024
Date of Issuance of Report to the company	27-09-2024

Voting results

Record date	19-09-2024
Total number of shareholders on record date	46
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	2
b) Public	4
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)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements of the company for the financial year ended March 31, 2024 and the Reports of the Board of Directors and Auditors thereon.				
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	4863980	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		3813980	78.4127	3813980	0	100	0
	Total		4863980	3813980	78.4127	3813980	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	2355040	1245000	52.8653	1245000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		421000	17.8766	421000	0	100	0
	Total		2355040	1666000	70.7419	1666000	0	100
Total		7219020	5479980	75.9103	5479980	0	100	0
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)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Shreyas Shah, (DIN: 01835575), who retires by rotation and being eligible, offers himself for re-appointment				
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	4863980	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		3813980	78.4127	3813980	0	100	0
	Total		4863980	3813980	78.4127	3813980	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	2355040	1245000	52.8653	1245000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		421000	17.8766	421000	0	100	0
	Total		2355040	1666000	70.7419	1666000	0	100
Total		7219020	5479980	75.9103	5479980	0	100	0
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)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint M/s V. N. Purohit & Co., as Statutory Auditors of Company for a second term of five consecutive years.				
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	4863980	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		3813980	78.4127	3813980	0	100	0
	Total		4863980	3813980	78.4127	3813980	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	2355040	1245000	52.8653	1245000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		421000	17.8766	421000	0	100	0
	Total		2355040	1666000	70.7419	1666000	0	100
Total		7219020	5479980	75.9103	5479980	0	100	0
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 re-appoint Mr. Shreyas Shah, (DIN: 01835575) as Whole Time Director				
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	4863980	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		3813980	78.4127	3813980	0	100	0
	Total		4863980	3813980	78.4127	3813980	0	100
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	2355040	1245000	52.8653	1245000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		421000	17.8766	421000	0	100	0
	Total		2355040	1666000	70.7419	1666000	0	100
Total		7219020	5479980	75.9103	5479980	0	100	0
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	

Form No. MGT-13
Report of Scrutinizer(s)

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman
Roopshri Resorts Limited

Sub: Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting at the 34th Annual General Meeting ("AGM") of Roopshri Resorts Limited held on Thursday, September 26, 2024 at 12.30 P.M. held at the registered office at Hotel Alexander, S. No. 246, Plot No. 99, Matheran, Karjat, Raigad, Maharashtra, India – 410102.

Dear Sir,

I, Jigarkumar Gandhi, Proprietor of JNG & CO., Company Secretaries, Mumbai, had been appointed as Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to conduct the remote e-voting process and to scrutinize the physical ballot forms cast by the shareholders in respect of the below mentioned resolution(s), at the 34th AGM of the Equity Shareholders of Roopshri Resorts Limited held on Thursday, September 26, 2024 at 12.30 P.M. at Hotel Alexander, S. No. 246, Plot No. 99, Matheran, Karjat, Raigad, Maharashtra, India – 410102 to submit my report as under:

1. I was appointed as scrutinizer under the provision of section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rule, 2015 (The Rule). As the Scrutinizer, I have to scrutinize:
 - (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
 - (ii) process of poll at the AGM ("poll process").
2. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder, SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("LODR") relating to voting through electronic means (by remote e-voting) and voting by use of ballots by the shareholders on the resolutions proposed in the Notice of the Annual General Meeting of the Company is the responsibility of the management. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems. Our responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in fair and transparent manner and render consolidated Scrutinizer's Report of the votes cast "in favour" or "against" if any, the resolutions contained in the Notice, based on the reports generated from the electronic voting system provided by the National Securities Depository Limited (NSDL) and the report generated for voting by use of ballots at the meeting.



JNG & Co., | Company Secretaries | Registered Trade Mark Agent

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3. In accordance with the Notice of AGM sent to the shareholders, the voting through electronic means/ remote e-voting started on Sunday, September 22, 2024 (9:00 A.M.) and ends on Wednesday, September 25, 2024 (5:00 P.M.).
4. The Equity Shareholders holding shares as on the "cut off" date i.e. Thursday, September 19, 2024 were entitled to vote on the proposed resolutions (Item no. 01 to 04) as set out in the Notice of the Annual General Meeting of the Equity Shareholders of Roopshri Resorts Limited "the Company".
5. The Chairman of AGM allowed poll by poll papers for all those Members who are present at the annual general meeting and have not cast their votes by availing the remote E-voting facility. The Chairman declared that a poll will be taken in respect of the Resolution contained in the notice convening AGM and I was appointed as scrutinizer for the voting through poll process.
6. After the time fixed for closing of the Poll by Chairman, one Ballot box kept for polling was locked in presence of my associate/staff member with due identification marks placed by my associate.
7. The locked ballot box was subsequently opened in presence of my associate-staff and polling papers were diligently scrutinized. The Polling papers were reconciled and then Authorization/Proxies lodged with the Company. The vote cast through remote e-voting was thereafter unblocked and downloaded from the e-voting website of NSDL on Thursday, September 26, 2024, after the conclusion of the AGM in presence of two witnesses, who are not in the employment of the Company.
8. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system and the ballot forms cast at the meeting.
9. The combined results of remote e-voting and voting by ballot at the AGM are summarized as under.

ORDINARY BUSINESS – ORDINARY RESOLUTIONS

1. **To receive, consider and adopt the Annual Financial Statements for the year ended on 31st March, 2024 together with the Board's Report & Auditor's Report thereon:**

- (i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	9	12,45,000	100%
Poll Paper Voting	5	42,34,980	100%
Combined	14	54,79,980	100%

- (ii) Voted against the resolution:

Mode of Voting	Number of members	Number of votes cast by	% of total
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	present and voting (in persons or by proxy)	them	number of valid votes cast
E-Voting	-	-	-
Poll Paper Voting	-	-	-
Combined	-	-	-

(iii) Invalid votes:

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
-	-

2. **To appoint a Director in place of Mr. Shreyas Shah, (DIN: 01835575), who retires by rotation and being eligible, offers himself for re-appointment:**

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	9	12,45,000	100%
Poll Paper Voting	5	42,34,980	100%
Combined	14	54,79,980	100%

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	-	-	-
Poll Paper Voting	-	-	-
Combined	-	-	-

(iii) Invalid votes:

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
-	-



3. To re-appoint M/s V. N. Purohit & Co., as Statutory Auditors of Company for a second term of five consecutive years:

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	9	12,45,000	100%
Poll Paper Voting	5	42,34,980	100%
Combined	14	54,79,980	100%

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	-	-	-
Poll Paper Voting	-	-	-
Combined	-	-	-

(iii) Invalid votes:

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
-	-

SPECIAL BUSINESS – SPECIAL RESOLUTIONS

4. To re-appoint Mr. Shreyas Shah, (DIN: 01835575) as Whole Time Director:

(i) Voted in favour of the resolution:

Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	9	12,45,000	100%
Poll Paper Voting	5	42,34,980	100%
Combined	14	54,79,980	100%

(ii) Voted against the resolution:



Mode of Voting	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	-	-	-
Poll Paper Voting	-	-	-
Combined	-	-	-

(iii) Invalid votes:

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
-	-

10. A Compact Disc (CD) / email containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
11. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

For JNG & Co.,



Jigarkumar Gandhi
CP No. 8108
Peer Review No.1972/2022



Place: Mumbai
Date: September 27, 2024
UDIN: F007569F001346885

Countersigned:
For Roopshri Resorts Limited
