



Date: September 11, 2014

To,
Market Operation-DCS ~~GROUP~~
BSE Ltd.
Phiroze Jeejeebhoy Tower,
Dalal Street,
MUMBAI - 400001

Scrip code: 507966

Sub.: PROCEEDINGS OF AGM HELD ON SEPTEMBER 11, 2014.

Dear Sirs,

This is to inform you that the 30th Annual General Meeting of the Company was held on September 11, 2014.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014, the Company had provided electronic voting facility (e-Voting) to the Members entitled to cast their vote at the Annual General Meeting. The Company had also sent Physical Ballot papers to the shareholders who may not have access to electronic voting facility. The e-Voting process was carried out by the Company between 5th September, 2014 to 7th September, 2014 with record date for determining shareholders being 8th August, 2014. Similarly last date for receiving Physical Ballot papers by scrutinizer was also fixed as 7th September, 2014.

The following business was transacted at the AGM:

- (i) Adoption of Audited Balance Sheet as at 31st March, 2014 & the Statement of Profit & Loss for the year ended on that date together with the Auditors' and Directors' Reports thereon:

Resolution Required: Ordinary;
Mode of voting: e-Voting & Physical Ballot Papers.
Result: Resolution passed Unanimously

- (ii) Shri Tekchand Shewakramani (DIN 00021105) who was liable to retire by rotation, was not reappointed and casual vacancy not filled in.

Resolution Required: Ordinary;
Mode of voting: e-Voting & Physical Ballot Papers.
Result: Resolution passed Unanimously

MEMBER OF

RAS GROUP OF HOTELS & ALLIED CONCERNS

RAS RESORTS

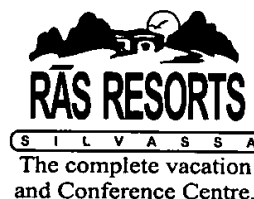
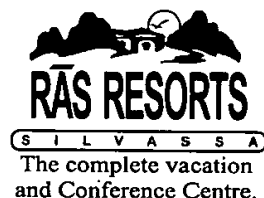
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Website : www.rasresorts.com



(iii) Reappointment of M/s. Dayal & Lohia, Chartered Accountants (Firm Reg. No. 102200W), as the auditors of the Company

Resolution Required: Ordinary;
Mode of voting: e-Voting & Physical Ballot Papers.
Result: Resolution passed Unanimously

(iv) Appointment of Shri. Pravin Vepari (DIN 0216303) as Independent Director of the Company for a period of five years upto September 10, 2019.

Resolution Required : Ordinary;
Mode of voting : e-Voting & Physical Ballot Papers.
Result: Resolution passed Unanimously

(v) Appointment of Shri. Ameet Hariani (DIN 00087866) as Independent Director of the Company for a period of five years upto September 10, 2019.

Resolution Required : Ordinary;
Mode of voting : e-Voting & Physical Ballot Papers.
Result: Resolution passed Unanimously

(vi) Appointment of Shri. Vijay Ranjan (DIN 02346190) as Independent Director of the Company for a period of two years upto September 10, 2019.

Resolution Required : Ordinary;
Mode of voting : e-Voting & Physical Ballot Papers.
Result: Resolution passed Unanimously

(vii) Consent of the Company under Section 180(1)(c) of the Act to the Board of Directors to borrow upto Rs.100 crores (Rupees Hundred crores).

Resolution Required: Special;
Mode of voting: e-Voting & Physical Ballot Papers.
Result: Resolution passed Unanimously

(viii) Consent of the Company under Section 180 (1) (a) of the Act to the Board of Directors to create charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings upto Rs. 100 Crores (Rupees Hundred Crores).

Resolution Required : Special;
Mode of voting : e-Voting & Physical Ballot Papers.
Result: Resolution passed Unanimously


(ix) Payment of Remuneration to Smt. Nalini Shewakramani, Whole-time Director of the Company for the residual period of her tenure with effect from 15th February 2014 upto 14th February 2016

Resolution Required : Special;
Mode of voting : e-Voting & Physical Ballot Papers.
Result: Resolution passed Unanimously

We are enclosing copy of the report of the scrutinizer in respect of the e-voting conducted.

Thanking You,
Yours faithfully

For **RAS RESORTS AND APART HOTELS LIMITED**


MANAGING DIRECTOR
VISHAMBER SHEWAKRAMANI
DIN No.00021163
Address: 15A, Sett Minar,
Peddar Road,
Mumbai- 400026

PARIKH PAREKH & ASSOCIATES (Regd.)
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
The Chairman
Ras Resorts And Apart Hotels Ltd
Rosewood Chambers,
99/C Tulsiwadi Tardeo,
Mumbai - 400034

Dear Sir,

Sub: Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the physical ballot forms received from the shareholders who do not have access to e-voting.

I, Jigyasa N. Ved, of M/s Parikh Parekh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Ras Resorts And Apart Hotels Ltd vide resolution dated May 24, 2014, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions to be passed at the Thirtieth Annual General Meeting of the Company to be held on September 11, 2014.

The Notice dated July 24, 2014 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on September 11, 2014.

The Company has availed the e-voting facility offered by Central Depository Services Limited (CDSL) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of Friday, August 08, 2014, were entitled to vote on the proposed resolutions as set out at item nos. 1 to 9 in the Notice of the 30th AGM of Ras Resorts And Apart Hotels Ltd.

The voting period for e-voting commenced on Friday, September 05, 2014 at 09.00 a.m. and ended on Sunday, September 07, 2014 at 6:00 p.m. and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company. Votes cast through Physical ballot forms received upto September 07, 2014 were considered.

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the Central Depository Services Limited (CDSL) e-voting system and the ballot forms received respectively.



I now submit my Report as under on the result of the voting through electronic means and physical mode in respect of the said Resolutions.

I. Resolution No. 1 :-

Adoption of Audited Balance sheet and Statement of Profit and Loss for the year ended March 31, 2014 together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
15	2908834	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
Nil	Nil



II. Resolution No. 2 :-

Shri Tekchand Shewakramani (DIN NO. 00021105), a director of the company who retires by rotation, does not seek re-election be not re-appointed as Director and vacancy so caused be not filled in.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
15	2908834	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
Nil	Nil



III. Resolution No. 3 :-

Appointment of Auditors and fixing their remuneration.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
15	2908834	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
Nil	Nil



IV. Resolution No. 4 :-

Appointment of Shri Pravin Vepari (DIN NO. 0216303) as an Independent Director of the Company pursuant to the provisions of Sections 149, 152 of the Companies Act, 2013 ('Act') and the Rules framed there under with effect from September 11, 2014 up to September 10, 2019.

(i) Voted in favour of the resolution:

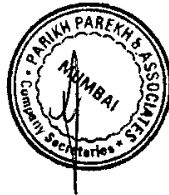
Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
15	2908834	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
Nil	Nil



V. Resolution No. 5 :-

Appointment of Shri Ameet Hariani (DIN NO. 00087866) as an Independent Director of the Company pursuant to the provisions of Sections 149, 152 of the Companies Act, 2013 ('Act') and the Rules framed there under with effect from September 11, 2014 up to September 10, 2019.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
15	2908834	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
Nil	Nil



VI. Resolution No. 6 :-

Appointment of Shri Vijay Ranjan (DIN NO. 02346190) as an Independent Director of the Company pursuant to the provisions of Sections 149, 152 of the Companies Act, 2013 ('Act') and the Rules framed thereunder with effect from September 11, 2014 up to September 10, 2019.

(i) Voted in favour of the resolution:

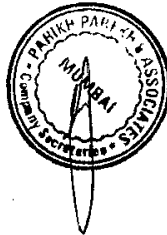
Number of members voted through electronic system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
15	2908834	100

(ii) Voted against the resolution:

Number of members voted through electronic system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
Nil	Nil



VII. Resolution No. 7 :-

Consent of the Company under Section 180(1)(c) of the Act to the Board of Directors to borrow upto Rs.100 crores (Rupees One Hundred crores).

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
15	2908834	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
Nil	Nil



VIII. Resolution No. 8 :-

Consent of the Company under Section 180 (1) (a) of the Act to the Board of Directors to create charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings upto Rs. 100 Crores (Rupees One Hundred Crores).

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
15	2908834	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Votes cast(Shares)	% of total number of valid votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
Nil	Nil



IX. Resolution No. 9 :-

Consent of the Company to the payment of remuneration to Smt. Nalini Shewakramani, Wholetime Director of the Company for the residual period of her tenure.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and physical mode	Number of Shares cast	Votes	% of total number of valid votes cast
15	2908834		100

(ii) Voted against the resolution:

Number of members voted through electronic voting system and physical mode	Number of Shares cast	Votes	% of total number of valid votes cast
Nil		Nil	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Shares cast	Votes
Nil		Nil

The Register, all other papers and relevant records relating to electronic voting and physical mode shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,
Yours faithfully,



Ms. Jigyasa M. Ved
Parikh Parekh & Associates
Practising Company Secretary
FCS: 6488 CP: 6018
Place: Mumbai

Date: September 9, 2014