

ROOPSHRI RESORTS LIMITED

September 30th, 2019

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

Ref: RRL/SSS/LA/COM/SSS/014/2019

Scrip Code: 542599

Sub: Compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Submission of Scrutinizer Report of 29th AGM

Dear Sir,

Pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Scrutinizer's Report on Remote e-voting and voting conducted at the venue of the 29th Annual General Meeting of the Company held on Saturday, September 28th, 2019 is enclosed.

All the resolutions were passed with requisite majority on September 28th, 2019.

Kindly take the same on record.

For Roopshri Resorts Limited



Yash Doshi
(Company Secretary)



Encl: Scrutinizer's Report

FORM No. MGT-13

Report of Scrutinizer(s)

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]*

To,

The Chairman of the Annual General Meeting of the Equity Shareholders of Roopshri Resorts Limited held on Saturday, September 28, 2019 at 11:30 A.M. at Registered Office of the Company at 725, P.J. Towers, Dalal Street, Fort, Mumbai - 400001

Dear Sir,

I, Jigarkumar Gandhi, Proprietor of JNG & CO., Company Secretaries, Mumbai, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General meeting of the Equity Shareholders of Roopshri Resorts Limited held on Saturday, September 28, 2019 at 11:30 A.M. at Registered Office of the Company at 725, P.J. Towers, Dalal Street, Fort, Mumbai - 400001, submit my report as under:

I, Jigarkumar Gandhi, Proprietor of JNG & CO., Company Secretaries, Mumbai, appointed as scrutinizer for the purpose of remote e-voting and voting at the Annual General Meeting of Equity Shareholdings of Roopshri Resorts Limited held on Saturday, September 28, 2019 at 11:30 A.M. at Registered Office of the Company at 725, P.J. Towers, Dalal Street, Fort, Mumbai - 400001, on the below mentioned Resolutions, submit my consolidated report on remote e-voting and voting at the 29th AGM in terms of Section 108 Of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rule,2015:

1. The Company had provided remote e-voting facility for its members to exercise their right to vote in respect of business to be conducted at the 29th AGM held on Saturday, September 28, 2019 at 11:30 A.M. the remote e-voting module was kept open during Wednesday, September 25, 2019 (9:00 A.M.) and ends on Friday, September 27, 2019 (5:00 P.M.). I was appointed as scrutinizer for the purpose of Scrutinizing the remote e-voting process and



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ascertaining the requisite majority on remote e-voting carried out as per 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) in respect of business to be transacted at the 29th AGM of the members of the Company.

2. The Chairman of AGM allowed poll by Polling papers for all those Members who are present at the 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 29th AGM and I was appointed as scrutinizer for the voting process.
3. After the time fixed for closing of the Poll by Chairman, one Ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
4. The locked ballot box was subsequently opened in my presence and polling papers were diligently scrutinized. The Polling papers were reconciled with the records maintained by the Registrar and Transaction Agents of the Company and then Authorization/Proxies lodged with the Company. The vote case through remote e-voting was thereafter unblocked in the presence of two witness Mr. Sudeep Vartak and Mr. Sunil Kadu, not in the employment of the Company.
5. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
6. The combined results of remote e-voting and poll conducted at AGM are summarized as under.

ORDINARY BUSINESS

1. To receive, consider and adopt the audited financial statements of the company for the financial year ended March 31, 2019 and the Reports of the Board of Directors and Auditors 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	3	3009980	100.00
Poll Paper Voting	7	426040	100.00
Combined	10	3436020	100.00

(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	NIL	NIL	NIL
Poll Paper Voting	NIL	NIL	NIL
Combined	NIL	NIL	NIL

(iii) Invalid votes :

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

2. To appoint Mrs. Roopa Shrenik Shah, (DIN: 01983298), who retires by rotation and being eligible, offers herself 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	3	3009980	100.00
Poll Paper Voting	7	426040	100.00
Combined	10	3436020	100.00



(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	NIL	NIL	NIL
Poll Paper Voting	NIL	NIL	NIL
Combined	NIL	NIL	NIL

(iii) Invalid votes :

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

3. Appointment of Statutory Auditors of the Company.

(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	3	3009980	100.00
Poll Paper Voting	7	426040	100.00
Combined	10	3436020	100.00

(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	NIL	NIL	NIL
Poll Paper Voting	NIL	NIL	NIL
Combined	NIL	NIL	NIL



(iii) Invalid votes :

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

SPECIAL BUSINESS

4. Approval to deliver document through a particular mode as may be sought by the member

(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	3	3009980	100.00
Poll Paper Voting	7	426040	100.00
Combined	10	3436020	100.00

(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	NIL	NIL	NIL
Poll Paper Voting	NIL	NIL	NIL
Combined	NIL	NIL	NIL

(iii) Invalid votes :

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



5. Appointment of Mrs. Tejal Vala as Independent 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	3	3009980	100.00
Poll Paper Voting	7	426040	100.00
Combined	10	3436020	100.00

(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	NIL	NIL	NIL
Poll Paper Voting	NIL	NIL	NIL
Combined	NIL	NIL	NIL

(iii) Invalid votes :

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

6. Appointment of Mrs. Pushpa Kothari as Non-Executive 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	3	3009980	100.00
Poll Paper Voting	7	426040	100.00
Combined	10	3436020	100.00



(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	NIL	NIL	NIL
Poll Paper Voting	NIL	NIL	NIL
Combined	NIL	NIL	NIL

(iii) Invalid votes :

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

7. 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.
8. 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.

Place: Mumbai

Date: September 28, 2019

For JNG & Co.,



Jigarkumar Gandhi

CP No. 8108



Countersigned:

For ROOPSHRI RESORTS LIMITED

