

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, 2023

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 33rd 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 33rd Annual General Meeting of the Company held on Wednesday, September 27, 2023 is enclosed.

All the resolutions were passed with requisite majority on September 27, 2023.

Kindly take the same on record.

For Roopshri Resorts Limited

Unnati



Unnati Bhanushali
(Company Secretary & Compliance Officer)

Encl: Scrutinizer's Report

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/physical Ballot forms 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 Annual General Meeting of Roopshri Resorts Limited held on Wednesday, September 27, 2023 at 02.00 P.M. held at the registered office at Hotel Alexander, S. No. 246, Plot No.99, Matheran, Karjat, Raigad - 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 Annual General meeting of the Equity Shareholders of Roopshri Resorts Limited held on Wednesday, September 27, 2023 at 02.00 P.M. at Hotel Alexander, S. No. 246, Plot No.99, Matheran, Karjat, Raigad - 410102, submit my report as under:

I, Jigarkumar Gandhi, Proprietor of JNG & CO., Company Secretaries, Mumbai, was also appointed as scrutinizer to scrutinize the voting process at the said Annual General Meeting of Equity Shareholdings of Roopshri Resorts Limited held on Wednesday, September 27, 2023 at 02.00 P.M.

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 33rd AGM held on Wednesday, September 27, 2023, at 02.00 P.M. the remote e-voting module was kept open during Saturday, September 23, 2023 (9:00 A.M.) and ends on Tuesday, September 26, 2023 (5:00 P.M.). I was appointed as scrutinizer for the purpose of Scrutinizing the remote e-voting process and 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 33rd AGM of the members of the Company.

JNG & CO. | Company Secretaries
Office No. 05, 1st Floor, Harismruti CHSL,
S V P Road, Opp. HDFC Bank,
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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 33rd 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 box kept for polling was locked in presence of my associate/staff member with due identification marks placed by my associate.
4. The locked ballot box was subsequently opened in presence of my associate/staff member 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 witnesses not in the employment of the Company.
5. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and the ballot forms cast at the meeting.
6. 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 Audited Financial Statements of the company for the financial year ended March 31, 2023, 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	5	618000	100
Poll Paper Voting	3	3571445	100
Combined	8	4189445	

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in	Number of votes cast by them	% of total number of



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	persons or by proxy)		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	5	618000	100
Poll Paper Voting	3	3571445	100
Combined	8	4189445	

(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

3. To Regularise Appointment of Mrs. Kajal Chhatwal (DIN: 10044125) as Non-Executive Independent Director 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	5	618000	100
Poll Paper Voting	3	3571445	100
Combined	8	4189445	

(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	-	-	-

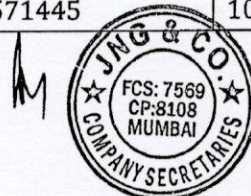
(iii) Invalid votes:

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

4. To Re-appoint Mrs. Tejal Vala (DIN: 05239882) as an 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	5	618000	100
Poll Paper Voting	3	3571445	100



Combined	8	4189445	
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(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
-	-

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.



For JNG & Co.,

J. Gandhi

Jigarkumar Gandhi

CP No. 8108

Peer Review No.1972/2022

Place: Mumbai

Date: 27th September, 2023

UDIN: F007569E001105732

Countersigned: *Umah*

For ROOPSHRI RESORTS LIMITED

