

roopshri
ROOPSHRI RESORTS LIMITED

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

September 24, 2025

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 35th AGM

Dear Sir/Madam,

In furtherance to our communication dated September 22, 2025 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 29, 2025

In accordance with the provisions of the Companies Act, 2013 (“the Act”) and the Rules framed thereunder, as well as Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the Company had provided the facility of remote e-voting to its Members to cast their votes electronically on the resolutions set forth in the Notice of the AGM.

Pursuant to Regulation 44(3) of the Listing Regulations, we hereby submit the following:

1. Voting results of the Annual General Meeting through remote e-voting in relation to aforesaid business as required under Regulation 44(3) of the SEBI Listing Regulations as ***Annexure A***.
2. Report of the Scrutinizer dated September 20, 2025 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as ***Annexure B***.

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.

Thanking You,
Yours faithfully,

For Roopshri Resorts Limited

Shreyas Shrenik Shah
(Managing Director)
(DIN: 01835575)

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)	22-09-2025
Start time of the meeting	02:30 PM
End time of the meeting	03:00 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	29-08-2025
Date of Issuance of Report to the company	23-09-2025

Voting results	
Record date	18-09-2025
Total number of shareholders on record date	47
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	4
b) Public	8
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, 2025, 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	3286445	67.567	3286445	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		4863980	3286445	67.567	3286445	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	1086000	46.1139	1086000	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		2355040	1086000	46.1139	1086000	0	100	
Total						4372445	0	100	
Whether resolution is Pass or Not.							Yes		
Disclosure of notes on resolution									

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

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	3286445	67.567	3286445	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		4863980	3286445	67.567	3286445	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	1086000	46.1139	1086000	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		2355040	1086000	46.1139	1086000	0	100	
Total							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	0
Public Institutions	0
Public - Non Institutions	0

Resolution(3)									
Resolution required: (Ordinary / Special)			Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?			No						
Description of resolution considered			TO CONSIDER AND APPROVE RE-APPOINTMENT OF MRS. SONAKSHI SHAH (DIN: 09160599) AS NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY						
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	3286445	67.567	3286445	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		4863980	3286445	67.567	3286445	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	1086000	46.1139	1086000	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		2355040	1086000	46.1139	1086000	0	100	
Total						4372445	0	100	
Whether resolution is Pass or Not.						Yes			
Disclosure of notes on resolution									

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

Resolution(4)									
Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				TO CHANGE OF DESIGNATION OF MR. SHREYAS SHAH (DIN:01835575) FROM WHOLE-TIME DIRECTOR TO MANAGING 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	3286445	67.567	3286445	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		4863980	3286445	67.567	3286445	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	1086000	46.1139	1086000	0	100	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		2355040	1086000	46.1139	1086000	0	100	
Total							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	0
Public Institutions	0
Public - Non Institutions	0

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 e-voting at the Annual General Meeting ("AGM") of Roopshri Resorts Limited held on Monday, September 22, 2025 at 02.30 P.M. through Video Conference (VC) / Other Audio-Visual Means (OAVM).

Dear Sir,

I, Jigarkumar Gandhi, Partner of JNG & CO. LLP, 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 e-voting process (remote e-voting) and electronic voting (e-voting) during the Annual General Meeting (AGM) in respect of the below mentioned resolution(s), at the AGM of the Equity Shareholders of Roopshri Resorts Limited held on Monday, September 22, 2025 at 02.30 P.M. through Video Conference (VC) / Other Audio-Visual Means (OAVM) 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 e-voting process at the AGM through electronic voting system ("e-voting")
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 electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process for both through e-voting (remote e-voting) and by e-voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.
3. The e-voting facility for both e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by National Securities Depository Limited (NSDL).
4. In accordance with the Notice of AGM sent to the shareholders, the voting through electronic means/remote e-voting started on Thursday, September 18, 2025 (9:00 A.M.) and ends on Sunday, September 21, 2025 (5:00 P.M.).
5. The Equity Shareholders holding shares as on Monday, September 15, 2025, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the AGM of the Company.



JNG & Co. LLP (ACJ-8706)

Company Secretaries | Registered Trade Mark Agent
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6. The Chairman of AGM allowed voting by e-voting 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.
7. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded on Monday, September 22, 2025, from the e-voting website of NSDL (<https://www.evoting.nsdl.com/>) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
8. Based on the data downloaded from NSDL e-voting system, the consolidated results of the remote e-voting and e-voting at AGM are 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, 2025, and the Reports of the Board of Directors and Auditors thereon:**

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	4372445	100%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) Invalid votes:

Number of members 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:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	4372445	100%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-



-	-	-
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(iii) Invalid votes:

Number of members whose votes are declared invalid	Total number of votes cast by them
-	-

SPECIAL BUSINESS – ORDINARY RESOLUTIONS

3. To consider and approve re-appointment of Mrs. Sonakshi Shah (DIN: 09160599) as Non-Executive Non-Independent Director of the company:

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	4372445	100%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) Invalid votes:

Number of members whose votes are declared invalid	Total number of votes cast by them
-	-

4. To change of designation of Mr. Shreyas Shah (DIN: 01835575) from Whole-Time Director to Managing Director:

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	4372445	100%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) Invalid votes:

Number of members whose votes are declared invalid	Total number of votes cast by them
-	-



9. A Compilation of data containing a list of equity shareholders who voted “FOR”, “AGAINST” and those whose votes were declared invalid for each resolution (both through remote e-voting and E-voting at AGM) has been handed over to Company Secretary
10. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping



Place: Mumbai

Date: September 23, 2025

UDIN: F007569G001316492

Peer Review No.: 6167/2024

FRN: L2024MH017500

FOR JNG & CO. LLP
Company Secretaries

A handwritten signature in black ink, appearing to read "Jigarkumar Gandhi".

Jigarkumar Gandhi
Partner
FCS No.7569
COP No. 8108

Countersigned:

For **Roopshri Resorts Limited**
