

SHERATON PROPERTIES & FINANCE LTD.

Regd. Office : Bhansali House, A-5, Off Veera Desai Road, Andheri (West), Mumbai - 400 053.
Phone : (91-22) 2673 1779 • Fax : (91-22) 2673 1796 • E-mail : sheratonproperties@gmail.com
Website : www.sheratonproperties.net • CIN : L45202MH1985PLC036920

30th September, 2015

To,
The Manager,
BSE Limited,
Corporate Relationship Department
1st Floor, P.J. Towers, Dalal Street,
Mumbai 400001

BSE-Scrip Code: 512367

Sub: Submission of Voting Result as declared/ announced by the Chairman of Company Mr. Jayesh B. Bhansali with regard to 6 (Six) Resolutions proposed at the Annual General Meeting of Company held on Tuesday, 29th September, 2015 at 3.00 p.m. at the Registered Office of Company viz. Bhansali House, A-5, Off Veera Desai Road, Andheri(W), Mumbai- 400 053.

Dear Sir(s),

Pursuant to the provisions of Listing Agreement, please find herewith attached following documents pertaining to the Annual General Meeting of Company held on Tuesday, 29th September, 2015 at the Registered Office of Company viz. Bhansali House, A-5, Off Veera Desai Road, Andheri(W), Mumbai- 400 053.

1. Details regarding voting result in prescribed format pursuant to Clause-35A (**Annexure-A**).
2. The declaration/ announcement dated 30th September, 2015 made by the Chairman of the Company, Mr. Jayesh B. Bhansali pertaining to proposed 6 (Six) Resolutions (**Annexure-B**).
3. The report of Scrutinizer Mr. Himanshu Kamdar of M/s Rathi & Associates, Practicing Company Secretaries dated 30th September, 2015 for ballot voting and e-voting results (**Annexure-C**).

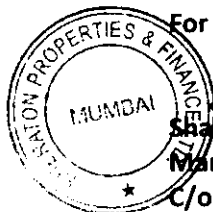
We would like to inform further that all 6 (Six) Resolutions have been duly passed with requisite majority.

Kindly take note of above.

Thanking You,

Yours' faithfully,

For Sheraton Properties & Finance Limited




Shalaja Karkera
Manager

C/o: Bhansali House, A-5, Off Veera Desai Road,
Andheri (West), Mumbai – 400 053

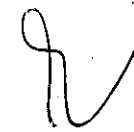
CLAUSE 35A

Date of AGM	Tuesday, 29 th September, 2015
Total number of shareholders on record date	389
Number of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group:	5
Public:	NIL
Number of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	NIL
Public:	NIL



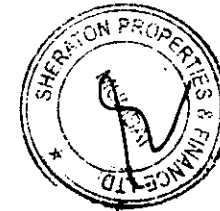
Sheraton Properties and Finance Limited

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:1 To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31stMarch, 2015 together with the Report of the Board of Directors and the Auditors thereon(Ordinary Resolution).							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	889000	889000	100.0000	889000	0	100.0000	0.0000
Public Institutional Holders	0	0	0	0	0	0.0000	0.0000
Public-Others	311000	15000	4.8231	15000	0	100.0000	0.0000
Total(A)	1200000	904000	75.3333	904000	0	100.0000	0.0000
Mode of Voting: (Poll)							
Promoter and Promoter Group	889000	0	0	0	0	0.0000	0.0000
Public Institutional Holders	0	0	0	0	0	0.0000	0.0000
Public-Others	311000	0	0	0	0	0.0000	0.0000
Total(B)	1200000	0	0	0	0	0.0000	0.0000
Result (A+B)	1200000	904000	75.3333	904000	0	100.0000	0.0000



Sheraton Properties and Finance Limited

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:2 To appoint a Director in place of Mr. B. M. Bhansali (DIN: 00102930), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment (Ordinary Resolution).							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	889000	889000	100.0000	889000	0	100.0000	0.0000
Public Institutional Holders	0	0	0	0	0	0.0000	0.0000
Public-Others	311000	15000	4.8231	15000	0	100.0000	0.0000
Total(A)	1200000	904000	75.3333	904000	0	100.0000	0.0000
Mode of Voting: (Poll)							
Promoter and Promoter Group	889000	0	0	0	0	0.0000	0.0000
Public Institutional Holders	0	0	0	0	0	0.0000	0.0000
Public-Others	311000	0	0	0	0	0.0000	0.0000
Total(B)	1200000	0	0	0	0	0.0000	0.0000
Result (A+B)	1200000	904000	75.3333	904000	0	100.0000	0.0000



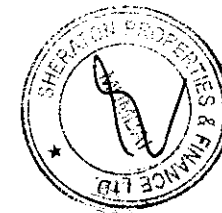
Sheraton Properties and Finance Limited

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:3 Appointment of M/s B. L. Dasharda & Associates, Chartered Accountants (Firm Registration No. 112615W) as the Statutory Auditors to hold office from the conclusion of this AGM till the conclusion of next AGM of Company and authorise the Board to fix their remuneration (Ordinary Resolution).							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	889000	889000	100.0000	889000	0	100.0000	0.0000
Public Institutional Holders	0	0	0	0	0	0.0000	0.0000
Public-Others	311000	15000	4.8231	15000	0	100.0000	0.0000
Total(A)	1200000	904000	75.3333	904000	0	100.0000	0.0000
Mode of Voting: (Poll)							
Promoter and Promoter Group	889000	0	0	0	0	0.0000	0.0000
Public Institutional Holders	0	0	0	0	0	0.0000	0.0000
Public-Others	311000	0	0	0	0	0.0000	0.0000
Total(B)	1200000	0	0	0	0	0.0000	0.0000
Result (A+B)	1200000	904000	75.3333	904000	0	100.0000	0.0000



Sheraton Properties and Finance Limited

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:4 Appointment of Mr. Aditya Srivastava as an Independent Director of Company pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (Ordinary Resolution).							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	889000	889000	100.0000	889000	0	100.0000	0.0000
Public Institutional Holders	0	0	0	0	0	0.0000	0.0000
Public-Others	311000	15000	4.8231	15000	0	100.0000	0.0000
Total(A)	1200000	904000	75.3333	904000	0	100.0000	0.0000
Mode of Voting: (Poll)							
Promoter and Promoter Group	889000	0	0	0	0	0.0000	0.0000
Public Institutional Holders	0	0	0	0	0	0.0000	0.0000
Public-Others	311000	0	0	0	0	0.0000	0.0000
Total(B)	1200000	0	0	0	0	0.0000	0.0000
Result (A+B)	1200000	904000	75.3333	904000	0	100.0000	0.0000



Sheraton Properties and Finance Limited

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:5 Appointment of Mr. Dipesh Sanghvi as an Independent Director of Company pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (Ordinary Resolution).							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	889000	889000	100.0000	889000	0	100.0000	0.0000
Public Institutional Holders	0	0	0	0	0	0.0000	0.0000
Public-Others	311000	15000	4.8231	15000	0	100.0000	0.0000
Total(A)	1200000	904000	75.3333	904000	0	100.0000	0.0000
Mode of Voting: (Poll)							
Promoter and Promoter Group	889000	0	0	0	0	0.0000	0.0000
Public Institutional Holders	0	0	0	0	0	0.0000	0.0000
Public-Others	311000	0	0	0	0	0.0000	0.0000
Total(B)	1200000	0	0	0	0	0.0000	0.0000
Result (A+B)	1200000	904000	75.3333	904000	0	100.0000	0.0000

Sheraton Properties and Finance Limited

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:6 Adoption of new set of Articles of Association of Company in conformity with the Companies Act, 2013 (Special Resolution).							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	889000	889000	100.0000	889000	0	100.0000	0.0000
Public Institutional Holders	0	0	0	0	0	0.0000	0.0000
Public-Others	311000	15000	4.8231	15000	0	100.0000	0.0000
Total(A)	1200000	904000	75.3333	904000	0	100.0000	0.0000
Mode of Voting: (Poll)							
Promoter and Promoter Group	889000	0	0	0	0	0.0000	0.0000
Public Institutional Holders	0	0	0	0	0	0.0000	0.0000
Public-Others	311000	0	0	0	0	0.0000	0.0000
Total(B)	1200000	0	0	0	0	0.0000	0.0000
Result (A+B)	1200000	904000	75.3333	904000	0	100.0000	0.0000



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Website : www.sheratonproperties.net • CIN : L45202MH1985PLC036920

Annexure-B

30th September, 2015

To,
The Members,
Sheraton Properties and Finance Limited
Bhansali House, A-5,
Off Veera Desai Road,
Andheri (West),
Mumbai - 400 053

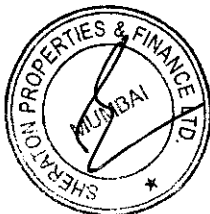
Sub: Declaration of Voting Result related to 6 (Six) Resolutions placed before Members at the Annual General Meeting of Company

Dear Sir(s),

I am pleased to declare/ announce that the following Resolutions has been passed with requisite majority as stated in front of each of them, on the basis of report of Mr. Himanshu Kamdar of M/s Rathi & Associates, Practicing Company Secretaries, dated 30th September, 2015 (viz. the Scrutinizer appointed by the Board of Directors of Company to deal with the entire voting process of Members through E-voting and Ballot papers).

In view of above, I hereby announce and declare the resolutions, as mentioned hereunder, duly passed with the requisite majority.

Sr No	Particulars	Resolution	Votes Cast in Favor/ Against (No. of Shares)	Votes Cast in Favor/ Against (%)
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2015 together with the Report of the Board of Directors and the Auditors thereon.	Ordinary Resolution	Favor : 904000 Against : NIL	Favor : 100 Against : NIL
2.	To appoint a Director in place of Mr. B. M. Bhansali (DIN: 00102930), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.	Ordinary Resolution	Favor : 904000 Against : NIL	Favor : 100 Against : NIL
3.	Appointment of M/s B. L. Dasharda & Associates, Chartered Accountants (Firm Registration No. 112615W) as the Statutory Auditors to hold office from the conclusion of this AGM till the	Ordinary Resolution	Favor : 904000 Against : NIL	Favor : 100 Against : NIL



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Website : www.sheratonproperties.net • CIN : L45202MH1985PLC036920

	conclusion of next AGM of Company and authorise the Board to fix their remuneration.			
4.	Appointment of Mr. Aditya Srivastava as an Independent Director of Company pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014.	Ordinary Resolution	Favor : 904000 Against : NIL	Favor : 100 Against : NIL
5.	Appointment of Mr. Dipesh Sanghvi as an Independent Director of Company pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014.	Ordinary Resolution	Favor : 904000 Against : NIL	Favor : 100 Against : NIL
6.	Adoption of new set of Articles of Association of Company in conformity with the Companies Act, 2013.	Special Resolution	Favor : 904000 Against : NIL	Favor : 100 Against : NIL

Kindly take note of above.

Thanking You,

Yours' faithfully,

For Sheraton Properties and Finance Limited

Jayesh B. Bhansali

(Chairman)

DIN: 01062853

C/o: Bhansali House, A-5, Off Veera Desai Road,
Andheri (West), Mumbai – 400 053



Annexure - C

Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013
Tel : 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi@gmail.com

30th September, 2015

To,
The Chairman,
Sheraton Properties & Finance Limited
Bhansali house, A-5,
Off. Veera Desai Road,
Andheri (West), Mumbai- 400 053

Dear Sir,

Sub: Scrutinizer's Report on the remote e-voting and physical voting through ballots at Annual General Meeting of the members of Sheraton Properties & Finance Limited

Sheraton Properties & Finance Limited ("the Company"), at their Board meeting held on 29th May, 2015 appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and physical voting through ballots as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time and Clause 35B of the Listing Agreement, at the Annual General Meeting ("AGM") on the resolutions contained in the Notice dated 31st August, 2015, for the AGM, placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder and the applicable provisions of the Listing Agreement, relating to remote e-voting and physical ballot on the resolutions as contained in the aforesaid notice. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting and physical ballot is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of National Securities Depository Limited and of voting through ballot as provided by Link Intime India Private Limited, the agencies engaged by the Company to provide e-voting facilities.

As required under Section 101 of the Act, a notice along with explanatory statement under Section 102 of the Act for the AGM was sent to the Members by permitted means, for seeking approval of members on following resolutions:

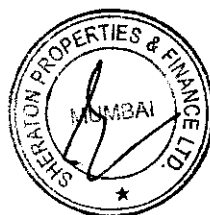


1. **Resolution No. 1** as an Ordinary Resolution for consideration and adoption of the Audited Financial Statements of the Company for the financial year 31st March, 2015 together with the Report of the Board of Directors and Auditors thereon;
2. **Resolution No. 2** as an Ordinary Resolution for re-appointment of Mr. B.M Bhansali (DIN: 00102930), who retires by rotation at this Annual General Meeting and being eligible, offered himself for re-appointment;
3. **Resolution No. 3** as an Ordinary Resolution for re-appointment of M/s B. L. Dasharda & Associates, Chartered Accountants (Firm Registration No. 112615W) as the Statutory Auditors of the Company to hold office from the conclusion of this AGM until the conclusion of next AGM.
4. **Resolution No. 4** as an Ordinary Resolution for appointment of Mr. Aditya Srivastava as an Independent Director of company pursuant to the provisions of Section 149, 150, and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014;
5. **Resolution No. 5** as an Ordinary Resolution for appointment of Mr. Dipesh P. Sanghvi as an Independent Director of company pursuant to the provisions of Section 149, 150, and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014;
6. **Resolution No. 6** as a Special Resolution for adoption of new set of Articles of Association of company pursuant to the provisions of Section 5 and Section 14 of the Companies Act, 2013 read with Schedule I thereto and all other applicable provisions, if any, of the Act;

The Company provided the remote e-Voting facility offered by National Securities Depository Limited to cast votes on aforesaid resolutions by the members of the Company.

Remote e-voting facilities were made available to shareholders of the Company to exercise their voting rights from 9:00 a.m. of Friday, 25th September, 2015 upto 5:00 p.m. of Monday, 28th September, 2015. Accordingly, e-votes casted upto 5.00 p.m. of Monday, 28th September, 2015 have been considered for my scrutiny.

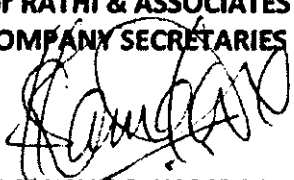
None of the shareholders of the Company present at the Annual General Meeting cast vote through physical ballot. A summary of the votes cast by shareholders through remote e-voting with their pattern of voting is as per Annexure annexed to this Report.



The results of the voting by members through remote e-voting at the Annual General Meeting in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the Company who has also countersigned this report.

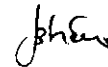
Thanking you,

Yours sincerely,
For RATHI & ASSOCIATES
COMPANY SECRETARIES


HIMANSHU S. KAMDAR
PARTNER
FCS NO. 5171
COP NO. 3030



COUNTERSIGNED BY
For SHERATON PROPERTIES AND FINANCE LIMITED



JAYESH BHANSALI
CHAIRMAN



ANNEXURE

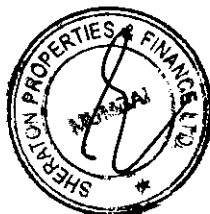
The summary of the votes cast through e-Voting and physical ballots received for each of the resolutions is given below:

For Resolution No. 1:

Sr. No.	Particulars	Resolution 1	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	-	-
b.	Remote e-Voting Confirmations received	7	904,000
	Total	7	904,000
c.	Less: Invalid Remote e-Voting confirmations	-	-
d.	Net Valid votes cast through Remote e-Voting	7	904,000
	(i) Remote e-Voting with assent for the Resolution	7	904,000
% of Assent			100%
	(ii) Remote e-Voting with dissent for the Resolution	-	-
% of Dissent			-

For Resolution No.2:

Sr. No.	Particulars	Resolution 2	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	-	-
b.	Remote e-Voting Confirmations received	7	904,000
	Total	7	904,000
c.	Less: Invalid Remote e-Voting confirmations	-	-
d.	Net Valid votes cast through Remote e-Voting	7	904,000
	(i) Remote e-Voting with assent for the Resolution	7	904,000
% of Assent			100%
	(ii) Remote e-Voting with dissent for the Resolution	-	-
% of Dissent			-



For Resolution No. 3:

Sr. No.	Particulars	Resolution 3	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	-	-
b.	Remote e-Voting Confirmations received	7	904,000
	Total	7	904,000
c.	Less: Invalid Remote e-Voting confirmations	-	-
d.	Net Valid votes cast through Remote e-Voting	7	904,000
	(i) Remote e-Voting with assent for the Resolution	7	904,000
% of Assent			100%
	(ii) Remote e-Voting with dissent for the Resolution	-	-
% of Dissent			-

For Resolution No. 4:

Sr. No.	Particulars	Resolution 4	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	-	-
b.	Remote e-Voting Confirmations received	7	904,000
	Total	7	904,000
c.	Less: Invalid Remote e-Voting confirmations	-	-
d.	Net Valid votes cast through Remote e-Voting	7	904,000
	(i) Remote e-Voting with assent for the Resolution	7	904,000
% of Assent			100%
	(ii) Remote e-Voting with dissent for the Resolution	-	-
% of Dissent			-



For Resolution No. 5:

Sr. No.	Particulars	Resolution 5	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	-	-
b.	Remote e-Voting Confirmations received	7	904,000
	Total	7	904,000
c.	Less: Invalid Remote e-Voting confirmations	-	-
d.	Net Valid votes cast through Remote e-Voting	7	904,000
	(i) Remote e-Voting with assent for the Resolution	7	904,000
% of Assent			100%
	(ii) Remote e-Voting with dissent for the Resolution	-	-
% of Dissent			-

For Resolution No. 6:

Sr. No.	Particulars	Resolution 6	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	-	-
b.	Remote e-Voting Confirmations received	7	904,000
	Total	7	904,000
c.	Less: Invalid Remote e-Voting confirmations	-	-
d.	Net Valid votes cast through Remote e-Voting	7	904,000
	(i) Remote e-Voting with assent for the Resolution	7	904,000
% of Assent			100%
	(ii) Remote e-Voting with dissent for the Resolution	-	-
% of Dissent			-

