

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

Signature A

27th September, 2017

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

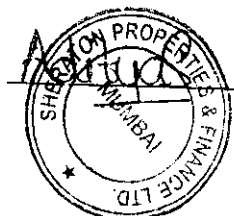
Sub: Declaration of Voting Results related to 3 (Three) Resolutions placed before Members at Annual General Meeting of the Company

Dear Sir/Madam,

I am pleased to declare/ announce that the following Resolutions have been passed with requisite majority as stated in front of each of them, on the basis of report of Mr. Himanshu S. Kamdar, partner of M/s Rathi & Associates, Practicing Company Secretaries, Mumbai dated 27th September, 2017 (viz. the Scrutinizer appointed by the Board of Directors of Company to deal with the entire voting process of Members through remote 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 Annual Financial Statements of the Company for the financial year ended 31 st March, 2017 together with the Report of the Board of Directors and the Auditors thereon.	Ordinary Resolution	Favor : 1161900 Against : Nil	Favor : 100% Against : Nil
2.	To appoint a Director in place of Mr. Jayesh B Bhansali (DIN: 01062853), who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary Resolution	Favor : 1161900 Against : Nil	Favor : 100% Against : Nil



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3.	Appointment of M/s Azad Jain & Co., Chartered Accountants, Mumbai (FRN - 006251C), be and are hereby appointed as Statutory Auditor of the Company, in place of the existing Statutory Auditor M/s B. L. Dasharda & Associates, Chartered Accountants, Mumbai (FRN - 112615W) to hold office for a period of 5 years viz. from F.Y. 2017-18 to 2021-22	Ordinary Resolution	Favor : 1161900 Against : Nil	Favor : 100% Against : Nil
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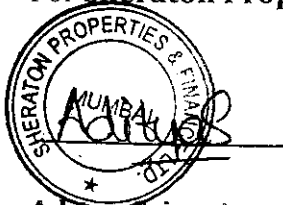
* Rounded off to the nearest number

Kindly take note of above.

Thanking You,

Yours' faithfully,

For **Sheraton Properties & Finance Limited**



Aditya Srivastava
(Chairman)
DIN: 07250865

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Annexure - B

Sheraton Properties & Finance Limited								
Resolution Required : (Ordinary)			1 - To Consider, approve and adopt Standalone Audited Financial Statement, Reports of the Board of Directors and Auditors pertaining to F. Y. 2016-17.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	889000	888600	99.9550	888600	0	100.0000	0.0000
	Poll		400	0.0450	400	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		889000	100.0000	889000	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	311000	167000	53.6977	167000	0	100.0000	0.0000
	Poll		105900	34.0514	105900	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		272900	87.7491	272900	0	100.0000	0.0000
Total		1200000	1161900	96.8250	1161900	0	100.0000	0.0000



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Sheraton Properties & Finance Limited								
Resolution Required : (Ordinary)			2 - To re-appoint Mr. Jayesh B. Bhansali, Director, retiring by rotation and who has offered himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	889000	888600	99.9550	888600	0	100.0000	0.0000
	Poll		400	0.0450	400	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		889000	100.0000	889000	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	311000	167000	53.6977	167000	0	100.0000	0.0000
	Poll		105900	34.0514	105900	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		272900	87.7491	272900	0	100.0000	0.0000
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Sheraton Properties & Finance Limited								
Resolution Required : (Ordinary)			3 - To appoint new auditor M/s Azad Jain & Co. Chartered Accountants, Mumbai (FRN - 006251C), in place of the existing Auditors M/s B. I. Dasharda & Associates, to hold office for a period of 5 years (from 2017-18 to 2021-22) as Statutory Auditor of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	889000	888600	99.9550	888600	0	100.0000	0.0000
	Poll		400	0.0450	400	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		889000	100.0000	889000	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	311000	167000	53.6977	167000	0	100.0000	0.0000
	Poll		105900	34.0514	105900	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		272900	87.7491	272900	0	100.0000	0.0000
Total		1200000	1161900	96.8250	1161900	0	100.0000	0.0000



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.rathi8@gmail.com

Annexure - C

27th September, 2017

To,
The Chairman of Annual General Meeting,
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 19th May, 2017 appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and physical voting through ballots on the resolutions contained in the Notice dated 19th May, 2017 of the Annual General Meeting of the Company held on 26th September, 2017, 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 Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, 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 read with Rules made thereunder and the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and physical ballot voting on the resolutions as contained in the aforesaid Notice of the Annual General Meeting of the Members of the Company. 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, the agency engaged by the Company to provide remote e-voting facility and physical voting through ballots as provided by Link Intime (India) Private Limited.



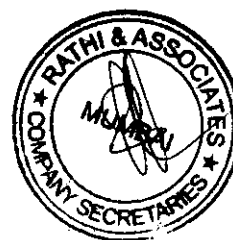
As required under Section 101 of the Act, a notice along with explanatory statement under Section 102 of the Act for the Annual General Meeting was sent to the Members by permitted means, for seeking approval of members on following resolutions:

1. **Resolution No. 1** as an Ordinary Resolution for consideration and adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2017 together with the Reports of the Board of Directors and the Auditors thereon;
2. **Resolution No. 2** as an Ordinary Resolution for appointment of Mr. Jayesh B. Bhansali (DIN: 01062853), who retired by rotation at Annual General Meeting and being eligible, had offered himself for re-appointment;
3. **Resolution No. 3** as an Ordinary Resolution for appointment of M/s Azad Jain & Co., Chartered Accountants (Firm Registration No. 006251C) as the Statutory Auditors of the Company, to hold office for a period of 5 years from financial year 2017-18 to 2021-22 and to authorise the Board to fix their remuneration;

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 facility was made available to members of the Company to exercise their voting rights from 10:00 a.m. of Thursday, 21st September, 2017 up to 5:00 p.m. of Monday, 25th September, 2017. Accordingly, e-votes casted upto 5.00 p.m. of Monday, 25th September, 2017 have been considered for my scrutiny.

After the conclusion of the Annual General Meeting, first the voting conducted through physical ballots at the meeting was unlocked in the presence of two witnesses not in employment of the Company, namely Mr. Nitin Chawan and Mr. Ranjit Tandichari and thereafter through remote e-voting was unblocked in the presence of two witnesses not in employment of the Company, namely Ms. Shweta Mohite and Ms. Dhira kamdar. A summary of the votes cast by members through remote e voting and physical ballots at the Annual General Meeting with their pattern of voting is as per Annexure enclosed to this Report.

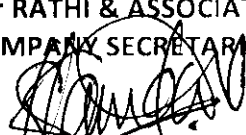


The results of the voting by members through remote e-voting and physical ballots at the Annual General Meeting in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the Meeting.

Thanking you,

Yours sincerely,

For RATHI & ASSOCIATES
COMPANY SECRETARIES


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



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	7	106,300
b.	Remote e-Voting Confirmations received	14	1,055,600
	Total	21	1,161,900
c.	Less: Invalid Ballot / Remote e-Voting confirmations	-	-
d.	Net Valid Physical Ballot Forms / Remote e-Voting	21	1,161,900
	(i) Physical Ballot Forms / Remote e-Voting with assent for the Resolution	21	1,161,900
% of Assent			100%
	(ii) Physical Ballot Forms / 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	7	106,300
b.	Remote e-Voting Confirmations received	14	1,055,600
	Total	21	1,161,900
c.	Less: Invalid Ballot / Remote e-Voting confirmations	-	-
d.	Net Valid Physical Ballot Forms / Remote e-Voting	21	1,161,900
	(i) Physical Ballot Forms / Remote e-Voting with assent for the Resolution	21	1,161,900
% of Assent			100%
	(ii) Physical Ballot Forms / 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	7	106,300
b.	Remote e-Voting Confirmations received	14	1,055,600
	Total	21	1,161,900
c.	Less: Invalid Ballot / Remote e-Voting confirmations	-	-
d.	Net Valid Physical Ballot Forms / Remote e-Voting	21	1,161,900
	(i) Physical Ballot Forms / Remote e-Voting with assent for the Resolution	21	1,161,900
	% of Assent		100%
	(ii) Physical Ballot Forms / Remote e-Voting with dissent for the Resolution	-	-
	% of Dissent		-

