

# 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

CIN : L45202MH1985PLC036920 E-mail : sheratonproperties@gmail.com Website : www.sheratonproperties.net

01<sup>st</sup> October, 2014

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

**Sub:** Declaration of Result related to 5 Ordinary Resolution placed before Members at Annual General Meeting of the 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, Company Secretaries, dated 01<sup>st</sup> October, 2014 (viz. the Scrutinizer appointed by the Board of Directors of Company to deal with the voting process of Members through E-voting and Ballot papers).

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

Sr No	Particulars	Resolution	Votes Casted in Favor/ Against (No. of Shares)	Votes Casted in Favor/ Against (%)
1.	To receive, consider and adopt the Audited Balance Sheet of company as at 31 <sup>st</sup> March, 2014 and the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Directors and Auditors thereon.	Ordinary Resolution	Favor : 889000 Against : -	Favor : 100 % Against : -
2.	To appoint a Director in place of Mr. Jayesh B. Bhansali (DIN: 01062853), who retires by rotation and being eligible offers himself for re-appointment.	Ordinary Resolution	Favor : 889000 Against : -	Favor : 100 % Against : -

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3.	To appoint M/s B. L. Dasharda & Associates, Chartered Accountants, (F.R. No. 112615W), as Statutory Auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and authorize the Board to fix their remuneration.	Ordinary Resolution	Favor : 889000 Against : -	Favor : 100 % Against : -
4.	Appointment of Ms. Meenakshi J. Bhansali (DIN: 06936671) as Director of the Company liable to retire by rotation.	Ordinary Resolution	Favor : 889000 Against : -	Favor : 100 % Against : -
5.	Authorization pursuant to the provisions of Section 181 and other applicable provisions, if any, of the Companies Act, 2013 for contribution from time to time, in one or more tranches, to bona fide Charitable and other funds, such amount or amounts, as the Board may in its absolute discretion deem fit.	Ordinary Resolution	Favor : 889000 Against : -	Favor : 100 % Against : -

Kindly take note of above.

Thanking You,

Yours' faithfully,

For Sheraton Properties and Finance Limited



Mr. Jayesh B. Bhansali  
(Director)  
DIN: 01062853

# 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

1<sup>st</sup> October, 2014

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

Dear Sir,

**Sub: Scrutinizer's Report on the voting process conducted at Annual General Meeting of Equity Shareholders of Sheraton Properties & Finance Limited**

Sheraton Properties & Finance Limited ("the Company"), has appointed the undersigned as the Scrutinizer to ensure that the process of e-voting and physical voting through ballot on the resolutions, as prescribed under Clause 35B of the Listing Agreement read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act"), placed for the approval of members as per the Notice dated 9<sup>th</sup> August, 2014 be carried out in the 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 relating to e-voting and ballot on the resolutions contained in the Notice to the Annual General Meeting ("AGM") of the members of the Company. My responsibility as a scrutinizer for the voting process through electronic means and ballot at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the system of Central Depository Services (India) 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.

Notice along with explanatory statement under Section 102 of the Act was sent to the Shareholders for seeking approval of members on following resolutions:

1. **Resolution No. 1** as an Ordinary Resolution to receive, consider and adopt the Audited Balance Sheet as at March 31, 2014, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors' and Auditors' thereon;
2. **Resolution No. 2** as an Ordinary Resolution to appoint Mr. Jayesh Bhansali (DIN: 01062853) as a Director, who retires by rotation and being eligible, offers himself for re-appointment;



3. **Resolution No. 3** as an Ordinary Resolution for appointment of M/s. B.L. Dasharda & Associates, Chartered Accountants [Firm Registration No. 112615W], the retiring Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting and authorize the Board to fix their remuneration;
4. **Resolution No. 4** as a Ordinary Resolution for appointment of Mrs. Meenakshi J. Bhansali (DIN: 06936671) as a Director of the Company;
5. **Resolution No. 5** as an Ordinary Resolution for making contributions to bona fide charitable and other funds, the total amount of which shall not exceed Rs. 5,00,000/- (Rupees Five Lacs Only) or five percent of the Company's average net profits for three immediately preceding financial years, whichever is more;

The Company provided the e-Voting facility offered by Central Depository Services (India) Limited (CDSL) to cast votes on aforesaid resolutions through e-Voting to the members of the Company.

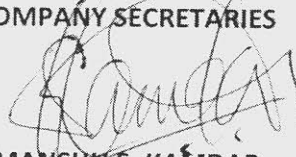
E-voting facilities made available to shareholders of the Company to exercise their voting rights from 9:00 a.m. to 6:00 p.m of Friday, September 26, 2014 has been considered for my scrutiny.

A summary of the votes cast by shareholders through e-Voting and physical ballots with their pattern of voting is as per Annexure annexed to this Report.

The results of the voting by members through e-Voting and physical ballots in respect of the above mentioned Resolutions may accordingly be declared by the Chairman of the Company.

Thanking you,

Yours sincerely,  
For RATHI & ASSOCIATES  
COMPANY SECRETARIES

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



### Annexure

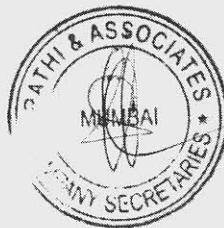
The summary of the votes casted through e-Voting and physical ballots received for each of the resolutions is given below:

#### For Resolution No. 1:

Sr. No.	Particulars	Resolution 1	
		No. of Ballots / E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	4	888600
b.	e-Voting Confirmations received	2	400
	<b>Total</b>	<b>6</b>	<b>889000</b>
c.	Less: Invalid Ballots	-	-
d.	<b>Net Valid Physical Ballot Forms / e-Voting</b>	<b>6</b>	<b>889000</b>
	(i) Physical Ballot Forms / e-Voting with assent for the Resolution	6	889000
<b>% of Assent</b>			<b>100%</b>
	(ii) Physical Ballot Forms / e-Voting with dissent for the Resolution	-	-
<b>% of Dissent</b>			<b>-</b>

#### For Resolution No. 2:

Sr. No.	Particulars	Resolution 2	
		No. of Ballots / E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	4	888600
b.	e-Voting Confirmations received	2	400
	<b>Total</b>	<b>6</b>	<b>889000</b>
c.	Less: Invalid Ballots	-	-
d.	<b>Net Valid Physical Ballot Forms / e-Voting</b>	<b>6</b>	<b>889000</b>
	(i) Physical Ballot Forms / e-Voting with assent for the Resolution	6	889000
<b>% of Assent</b>			<b>100%</b>
	(ii) Physical Ballot Forms / e-Voting with dissent for the Resolution	-	-
<b>% of Dissent</b>			<b>-</b>

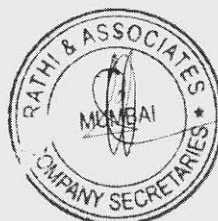


**For Resolution No. 3:**

Sr. No.	Particulars	Resolution 3	
		No. of Ballots / E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	4	888600
b.	e-Voting Confirmations received	2	400
	<b>Total</b>	<b>6</b>	<b>889000</b>
c.	Less: Invalid Ballots	-	-
d.	<b>Net Valid Physical Ballot Forms / e-Voting</b>	<b>6</b>	<b>889000</b>
	(i) Physical Ballot Forms / e-Voting with assent for the Resolution	6	889000
<b>% of Assent</b>			<b>100%</b>
	(ii) Physical Ballot Forms / e-Voting with dissent for the Resolution	-	-
<b>% of Dissent</b>			<b>-</b>

**For Resolution No. 4:**

Sr. No.	Particulars	Resolution 4	
		No. of Ballots / E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	4	888600
b.	e-Voting Confirmations received	2	400
	<b>Total</b>	<b>6</b>	<b>889000</b>
c.	Less: Invalid Ballots	-	-
d.	<b>Net Valid Physical Ballot Forms / e-Voting</b>	<b>6</b>	<b>889000</b>
	(i) Physical Ballot Forms / e-Voting with assent for the Resolution	6	889000
<b>% of Assent</b>			<b>100%</b>
	(ii) Physical Ballot Forms / e-Voting with dissent for the Resolution	-	-
<b>% of Dissent</b>			<b>-</b>



For Resolution No. 5:

Sr. No.	Particulars	Resolution 5	
		No. of Ballots / E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	4	888600
b.	e-Voting Confirmations received	2	400
	<b>Total</b>	<b>6</b>	<b>889000</b>
c.	Less: Invalid Ballots	-	-
d.	<b>Net Valid Physical Ballot Forms / e-Voting</b>	<b>6</b>	<b>889000</b>
	(i) Physical Ballot Forms / e-Voting with assent for the Resolution	6	889000
<b>% of Assent</b>			<b>100%</b>
	(ii) Physical Ballot Forms / e-Voting with dissent for the Resolution	-	-
<b>% of Dissent</b>			<b>-</b>

