

### Declaration of result of voting in relation to 12th Annual General Meeting of the Company held on 30th September 2019

(Consolidated results of remote e-voting and ballot papers)

In terms of applicable provisions of the Companies Act 2013, Rules made thereunder, Secretarial Standard-2 and SEBI (LODR) Regulations 2015, the Company provided remote e-voting facility and voting through ballot papers at the Annual General Meeting (AGM) to its members to vote on all the resolutions which were proposed at the 12th AGM of the Company held on Monday, the 30th September 2019 at 2.00 p.m. at Esquire Hall, The Classique Club, Behind Infinity Mall, New Link Road, Andheri (West), Mumbai 400053.

The Company had appointed Mr. Hemant Shetye, Partner, HS Associates, Company Secretaries, as Scrutinizer for the purpose of scrutinizing the remote e-voting and voting by polling papers undertaken at the aforementioned AGM. The Scrutinizer has submitted his report after scrutiny of voting done by the Shareholders.

On the basis of the above report, it is hereby declared that all proposed resolutions as stated in the notice of the 12th AGM were duly passed with the requisite majority with the following as per details given below:

| SN | Description of Resolution  | No. of Votes | In favour | Against | Type of    |
|----|--|--------------|-----------|---------|------------|
|    | •  | Poled        |           | Ŭ       | resolution |
| 1  | Adoption of the audited Financial Statements of the Company on a standalone and consolidated basis, for the financial year ended 31st March 2019 including audited Balance Sheet as at 31st March, 2019 and the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date along with the Reports of the Directors' and Auditors' thereon. | 91069726     | 91056870  | 12856   | Ordinary   |
| 2  | Appointment of a Director in place of Mr. Dushyant Singh Sangar (DIN: 07347397), who retires by rotation and being eligible, offers himself for re-appointment   | 91069726     | 91056869  | 12857   | Ordinary   |
| 3  | Approval and ratification of revision in remuneration of Mr. Nikhil Chaturvedi, Managing Director of the Company with effect from 1st October 2018   | 44195174     | 44182217  | 12957   | Special    |
| 4  | Approval and ratification of revision in remuneration of Mr. Salil Chaturvedi, Deputy Managing Director of the Company with effect from 1st October 2018   | 44195174     | 44182218  | 12956   | Special    |
| 5  | Appointment of Mr. Umesh Kumar (DIN: 01733695) as an Independent Director  | 91069726     | 91069726  | 0       | Ordinary   |
| 6  | Re-appointment of Mr. Nikhil Chaturvedi (DIN:00004983) as Managing Director of the Company for a further period of 3 years with effect from 27th February 2020   | 44195174     | 44182318  | 12856   | Special    |

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|---|---|----------|----------|-------|---------|
| 7 | Re-appointment of Mr. Salil Chaturvedi    | 44195174 | 44182317 | 12857 | Special |
|   | (DIN:00004768) as Managing Director of    |          |          |       | •       |
|   | the Company for a further period of 3     |          |          |       |         |
| - | years with effect from 27th February 2020 | <u> </u> |          |       |         |

The Scrutinizer's report is annexed herewith.

Thanking You.

Yours truly,

For Prozone Intu Properties Limited

Ajayendra Jain

CS & Chief Compliance Officer

(As authorized by the Chairman)

Place: Mumbai Date: 30.09.2019

#### Prozone Intu Properties Limited

### Regulation 44 of SEBI (LODR) Regulations 2015 - Voting result of resolutions passed at AGM held on 30th September 2019

| Date of the AGM/ <del>EGM</del>   | 30.09.2019 |
|---|------------|
| Total number of shareholders on record date/cut off date                      | 31631      |
| No. of shareholders present in the meeting either in person or through proxy: | 51         |
| Promoters and Promoter Group  | 13         |
| Public  | 38         |
| No. of Shareholders attended the meeting through Video Conferencing           | NIL        |
| Promoters and Promoter Group  | NA         |
| Public  | NA .       |

Resolution No. 1: Adoption of audited Financial Statements of the Company on a standalone and consolidated basis, for the financial year ended 31st March 2019 including audited Balance Sheet as at 31st March 2019 and the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date along with the Reports of the Directors' and Auditors' thereon

| Resolution required: (Ord       | linary/ Special):             |                      |             | Ordinary             |               |             |                      |                    |
|---------------------------------|-------------------------------|----------------------|-------------|----------------------|---------------|-------------|----------------------|--------------------|
| Whether promoter/ pron          | noter group are interested i  | n the agenda/resolut | ion:        | No                   |               |             |                      |                    |
| Category                        | Mode of Voting                | No of Shares held    | No of Votes | % of Votes polled on | No of Votes - | No of Votes | % of Votes in favour | % of Votes Against |
| 09 11                           |                               |                      | Polled      | Outstanding shares   | in Favour     | Against     | on Votes polled      | on Votes polled    |
|                                 |                               | (1)                  | (2)         | (3)=[(2)/(1)]*100    | (4)           | (5)         | (6)=[(4)/(2)]*100    | (7)=[(5)/(2)]*100  |
| Promoter and Promoter           | E-Voting                      |                      | 42263711    | 89.90                | 42263711      | 0           | 100.00               | 0.00               |
| Group                           | Poll                          |                      | 4610841     | 9.81                 | 4610841       | 0           | 100.00               | 0.00               |
|                                 | Postal Ballot (if applicable) | 47013555             | 0           | 0.00                 | 0             | 0           | 0.00                 | 0.00               |
|                                 | Total (a)                     |                      | 46874552    | 99.70                | 46874552      | 0           | 100.00               | 0.00               |
| Public- Institutions            | E-Voting                      |                      | 0           | 0.00                 | 0             |             | 0.00                 | 0.00               |
|                                 | Poll                          |                      | 0           | 0.00                 | 0             | 0           | 0.00                 | 0.00               |
|                                 | Postal Ballot (if applicable) | 11888588             | 0           | 0.00                 | 0             | 0           | 0.00                 | 0.00               |
|                                 | Total (b)                     |                      | 0           | 0.00                 | 0             | 0           | 0.00                 | 0.00               |
| <b>Public- Non Institutions</b> | E-Voting                      |                      | 182144      | 0.19                 | 169288        | 12856       | 92.94                | 7.06               |
| !                               | Poll                          |                      | 44013030    | 46.97                | 44013030      |             | 100.00               | 0.00               |
|                                 | Postal Ballot (if applicable) | 93700740             | 0           | 0.00                 | 0             | C           | 0.00                 | 0.00               |
|                                 | Total (c)                     |                      | 44195174    | 47.17                | 44182318      | 12856       | 99.99                |                    |
| Total (a) + (b) + (c)           |                               | 152602883            | 91069726    | 59.68                | 91056870      | 12856       | 99.99                | 0.01               |



Resolution No. 2: Appointment of a Director in place of Mr. Dushyant Singh Sangar (DIN: 07347397), who retires by rotation and being eligible, offers himself for re-appointment.

| Posalution required: (Osa       | linany/Chasially              |                         |             | Ordinary             |               |             |                      |                    |  |  |
|---------------------------------|-------------------------------|-------------------------|-------------|----------------------|---------------|-------------|----------------------|--------------------|--|--|
| Resolution required: (Orc       |                               | - 1 - 1 - 1 - 1 - 1 - 1 |             |                      |               |             |                      |                    |  |  |
|                                 | noter group are interested in |                         |             | No                   |               |             |                      |                    |  |  |
| Category                        | Mode of Voting                | No of Shares held       | No of Votes | % of Votes polled on | No of Votes - | No of Votes | % of Votes in favour | % of Votes Against |  |  |
|                                 |                               |                         | Polled*     | Outstanding shares   | in Favour*    | Against     | on Votes polled      | on Votes polled    |  |  |
|                                 |                               | (1)                     | (2)         | (3)=[(2)/(1)]*100    | (4)           | (5)         | (6)=[(4)/(2)]*100    | (7)=[(5)/(2)]*100  |  |  |
| <b>Promoter and Promoter</b>    | E-Voting                      |                         | 42263711    | 89.90                | 42263711      | 0           | 100.00               | 0.00               |  |  |
| Group                           | Poll                          |                         | 4610841     | 9.81                 | 4610841       | 0           | 100.00               | 0.00               |  |  |
|                                 | Postal Ballot (if applicable) | 47013555                | 0           | 0.00                 | 0             | 0           | 0.00                 | 0.00               |  |  |
|                                 | Total (a)                     |                         | 46874552    | 99.70                | 46874552      | 0           | 100.00               | 0.00               |  |  |
| Public- Institutions            | E-Voting                      |                         | 0           | 0.00                 | 0             | 0           | 0.00                 | 0.00               |  |  |
|                                 | Poll                          |                         | 0           | 0.00                 | 0             | 0           | 0.00                 | 0.00               |  |  |
|                                 | Postal Ballot (if applicable) | 11888588                | 0           | 0.00                 | 0             | 0           | 0.00                 | 0.00               |  |  |
|                                 | Total (b)                     |                         | 0           | 0.00                 | 0             | 0           | 0.00                 | 0.00               |  |  |
| <b>Public- Non Institutions</b> | E-Voting                      |                         | 182144      | 0.19                 | 169287        | 12857       | 92.94                | 7.06               |  |  |
|                                 | Poll                          | 6:                      | 44013030    | 46.97                | 44013030      | 0           | 100.00               | 0.00               |  |  |
|                                 | Postal Ballot (if applicable) | 93700740                | 0           | 0.00                 | 0             | C           | 0.00                 | 0.00               |  |  |
|                                 | Total (c)                     |                         | 44195174    | 47.17                | 44182317      | 12857       | 99.97                | 0.03               |  |  |
| Total (a) + (b) + (c)           |                               | 152602883               | 91069726    | 59.68                | 91056869      | 12857       | 99.99                | 0.00               |  |  |

| Resolution No. 3 :Approv     | al and ratification of revisi | on in remuneration   | of Mr. Nikhil Cha     | turvedi, Managing Dir                      | ector of the Com           | pany with effe         | ct from 1st October 2                   | 018                                   |  |
|------------------------------|-------------------------------|----------------------|-----------------------|--|----------------------------|------------------------|---|---------------------------------------|--|
| Resolution required: (Ord    | linary/ Special):             |                      |                       | Special                                    |                            |                        |   |                                       |  |
| Whether promoter/ pron       | noter group are interested i  | n the agenda/resolut | ion:                  | yes  |                            |                        |   |                                       |  |
| Category                     | Mode of Voting                | No of Shares held    | No of Votes<br>Polled | % of Votes polled on<br>Outstanding shares | No of Votes -<br>in Favour | No of Votes<br>Against | % of Votes in favour<br>on Votes polled | % of Votes Against<br>on Votes polled |  |
|                              |                               | (1)                  | (2)                   | (3)=[(2)/(1)]*100                          | (4)                        | (5)                    | (6)=[(4)/(2)]*100                       | (7)=[(5)/(2)]*100                     |  |
| <b>Promoter and Promoter</b> | E-Voting                      |                      | 0                     | 0.00                                       | 0                          | 0                      | 0.00                                    | 0.00                                  |  |
| Group                        | Poll                          |                      | . 0                   | 0.00                                       | 0                          | 0                      | 0.00                                    | 0.00                                  |  |
|                              | Postal Ballot (if applicable) | 47013555             | 0                     | 0.00                                       | 0                          | ~1% O                  | 0.00                                    | 0.00                                  |  |
|                              | Total (a)                     |                      | 0                     | 0.00                                       | 0                          | 0                      | #DIV/0!                                 | 0.00                                  |  |
| Public- Institutions         | E-Voting                      |                      | 0                     | 0.00                                       | 0                          | 0                      | 0.00                                    | 0.00                                  |  |
|                              | Poll                          | 11888588             | 0                     | 0.00                                       | 0                          | 0                      | 0.00                                    | 0.00                                  |  |
|                              | Postal Ballot (if applicable) |                      | 0                     | 0.00                                       | 0                          | O                      | 0.00                                    | 0.00                                  |  |
|                              | Total (b)                     |                      | 0                     | 0.00                                       | 0                          | C                      | 0.00                                    | 0.00                                  |  |
| Public- Non Institutions     | E-Voting                      |                      | 182144                | 0.19                                       | 169187                     | 12957                  | 92.89                                   | 7.11                                  |  |
|                              | Poll                          | 1                    | 44013030              | 46.97                                      | 44013030                   | C                      | 100.00                                  | 0.00                                  |  |
|                              | Postal Ballot (if applicable) | 93700740             | O                     | 0.00                                       | 0                          | 0                      | 0.00                                    | 0.00                                  |  |
|                              | Total (c)                     |                      | 44195174              | 47.17                                      | 44182217                   | 12957                  | 99.97                                   |                                       |  |
| Total (a) + (b) + (c)        |                               | 152602883            | 44195174              | 28.96                                      | 44182217                   | 12957                  | 99.99                                   | 0.0                                   |  |

| Resolution No. 4: Appro         | val and ratification of revis | ion in remuneration  | of Mr. Salil Chat     | urvedi, Deputy Manag                       | ing Director of th         | e Company wi           | th effect from 1st Oct                  | ober 2018                             |
|---------------------------------|-------------------------------|----------------------|-----------------------|--|----------------------------|------------------------|---|---------------------------------------|
| Resolution required: (Ord       | linary/ Special):             |                      |                       | Special                                    |                            |                        |   |                                       |
| Whether promoter/ pron          | noter group are interested in | n the agenda/resolut | ion:                  | Yes  |                            |                        |   |                                       |
| Category                        | Mode of Voting                | No of Shares held    | No of Votes<br>Polled | % of Votes polled on<br>Outstanding shares | No of Votes -<br>in Favour | No of Votes<br>Against | % of Votes in favour<br>on Votes polled | % of Votes Against<br>on Votes polled |
|                                 |                               | (1)                  | (2)                   | (3)=[(2)/(1)]*100                          | (4)                        | (5)                    | (6)=[(4)/(2)]*100                       | (7)=[(5)/(2)]*100                     |
| <b>Promoter and Promoter</b>    | E-Voting                      |                      | 0                     | 0.00                                       | 0                          | Ó                      | 0.00                                    |                                       |
| Group                           | Poll                          |                      | 0                     | 0.00                                       | 0                          | 0                      | 0.00                                    | 0.00                                  |
|                                 | Postal Ballot (if applicable) | 47013555             | 0                     | 0.00                                       | 0                          | 0                      | 0.00                                    | 0.00                                  |
|                                 | Total (a)                     |                      | 0                     | 0.00                                       | 0                          | 0                      | #DIV/0!                                 | 0.00                                  |
| Public- Institutions            | E-Voting                      |                      | 0                     | 0.00                                       | 0                          | 0                      | 0.00                                    | 0.00                                  |
|                                 | Poll                          | 11888588             | 0                     | 0.00                                       | 0                          | 0                      | 0.00                                    | 0.00                                  |
| 9                               | Postal Ballot (if applicable) |                      | 0                     | 0.00                                       | 0                          | 0                      | 0.00                                    | 0.00                                  |
|                                 | Total (b)                     |                      | 0                     | 0.00                                       | 0                          | 0                      | 0.00                                    | 0.00                                  |
| <b>Public- Non Institutions</b> | E-Voting                      |                      | 182144                | 0.19                                       | 169188                     | 12956                  | 92.89                                   | 7.11                                  |
|                                 | Poll                          |                      | 44013030              | 46.97                                      | 44013030                   | C                      | 100.00                                  | 0.00                                  |
|                                 | Postal Ballot (if applicable) | 93700740             | 0                     | 0.00                                       | 0                          | C                      | 0.00                                    | 0.00                                  |
|                                 | Total (c)                     |                      | 44195174              | 47.17                                      | 44182218                   | 12956                  | 99.97                                   | 0.03                                  |
| Total (a) + (b) + (c)           |                               | 152602883            | 44195174              | 28.96                                      | 44182218                   | 12956                  | 99.99                                   | 0.00                                  |

| Resolution No. 5 : Appoir       | ntment of Mr. Umesh Kum       | ar (DIN: 01733695) a: | s an Independen | t Director           |               |             |                      |                    |
|---------------------------------|-------------------------------|-----------------------|-----------------|----------------------|---------------|-------------|----------------------|--------------------|
| Resolution required: (Ord       | linary/ Special):             |                       | 1.5             | Ordinary             |               |             |                      |                    |
| Whether promoter/ pron          | noter group are interested in | n the agenda/resolut  | ion:            | No                   |               |             |                      |                    |
| Category                        | Mode of Voting                | No of Shares held     | No of Votes     | % of Votes polled on | No of Votes - | No of Votes | % of Votes in favour | % of Votes Against |
|                                 |                               |                       | Polled          | Outstanding shares   | in Favour     | Against     | on Votes polled      | on Votes polled    |
|                                 |                               | (1)                   | (2)             | (3)=[(2)/(1)]*100    | (4)           | (5)         | (6)=[(4)/(2)]*100    | (7)=[(5)/(2)]*100  |
| Promoter and Promoter           | E-Voting                      |                       | 42263711        | 89.90                | 42263711      | 0           | 100.00               | 0.00               |
| Group                           | Poll                          |                       | 4610841         | 9.81                 | 4610841       | 0           | 100.00               | 0.00               |
|                                 | Postal Ballot (if applicable) | 47013555              | 0               | 0.00                 | 0             | C           | 0.00                 | 0.00               |
|                                 | Total (a)                     |                       | 46874552        | 99.70                | 46874552      | C           | 100.00               | 0.00               |
| Public- Institutions            | E-Voting                      |                       | 0               | 0.00                 | 0             | C           | 0.00                 | 0.00               |
|                                 | Poll                          |                       | 0               | 0.00                 | 0             | C           | 0.00                 | 0.00               |
|                                 | Postal Ballot (if applicable) | 11888588              | С               | 0.00                 | 0             | C           | 0.00                 | 0.00               |
|                                 | Total (b)                     |                       | 0               | 0.00                 | 0             | (           | 0.00                 | 0.00               |
| <b>Public- Non Institutions</b> | E-Voting                      |                       | 182144          | 0.19                 | 182144        | (           | 100.00               | 0.00               |
|                                 | Poll                          |                       | 44013030        | 46.97                | 44013030      | C           | 100.00               |                    |
|                                 | Postal Ballot (if applicable) | 93700740              | C               | 0.00                 | 0             | (           | 0.00                 | 100<br>3           |
|                                 | Total (c)                     |                       | 44195174        | 47.17                | 44195174      | (           | 100.00               | 171617             |
| Total (a) + (b) + (c)           |                               | 152602883             | 91069726        | 59.68                | 91069726      |             | 100.00               | /0.00              |

| Resolution No. 6 : Re-ap        | pointment of Mr. Nikhil Cha   | turvedi (DIN:000049 | 83) as an Manag       | ging Director of the Co                    | mpany for a furth          | ner period of 3        | years with effect from                  | n 27th February                       |  |  |
|---------------------------------|-------------------------------|---------------------|-----------------------|--|----------------------------|------------------------|---|---------------------------------------|--|--|
| Resolution required: (Ord       | linary/ Special):             | **                  |                       | Special                                    |                            |                        |   |                                       |  |  |
|                                 | noter group are interested in | the agenda/resoluti | on:                   | Yes  |                            |                        |   |                                       |  |  |
| Category                        | Mode of Voting                | No of Shares held   | No of Votes<br>Polled | % of Votes polled on<br>Outstanding shares | No of Votes -<br>in Favour | No of Votes<br>Against | % of Votes in favour<br>on Votes polled | % of Votes Against<br>on Votes polled |  |  |
|                                 |                               | (1)                 | (2)                   | (3)=[(2)/(1)]*100                          | (4)                        | (5)                    | (6)=[(4)/(2)]*100                       | (7)=[(5)/(2)]*100                     |  |  |
| <b>Promoter and Promoter</b>    | E-Voting                      | 1                   | 0                     | 0.00                                       | 0                          | 0                      | 0.00                                    | 0.00                                  |  |  |
| Group                           | Poli                          |                     | 0                     | 0.00                                       | 0                          | 0                      | 0.00                                    | 0.00                                  |  |  |
|                                 | Postal Ballot (if applicable) | 47013555            | 0                     | 0.00                                       | 0                          | 0                      | 0.00                                    | 0.00                                  |  |  |
|                                 | Total (a)                     |                     | 0                     | 0.00                                       | 0                          | 0                      | #DIV/0!                                 | 0.00                                  |  |  |
| Public- Institutions            | E-Voting                      |                     | 0                     | 0.00                                       | 0                          | 0                      | 0.00                                    | 0.00                                  |  |  |
|                                 | Poll                          |                     | 0                     | 0.00                                       | 0                          | 0                      | 0.00                                    | 0.00                                  |  |  |
|                                 | Postal Ballot (if applicable) | 11888588            | 0                     | 0.00                                       | 0                          | 0                      | 0.00                                    | 0.00                                  |  |  |
|                                 | Total (b)                     |                     | 0                     | 0.00                                       | 0                          | 0                      | 0.00                                    | 0.00                                  |  |  |
| <b>Public- Non Institutions</b> | E-Voting                      |                     | 182144                | 0.19                                       | 169288                     | 12856                  | 92.94                                   | 7.06                                  |  |  |
|                                 | Poll                          |                     | 44013030              | 46.97                                      | 44013030                   | 0                      | 100.00                                  | 0.00                                  |  |  |
| · ·                             | Postal Ballot (if applicable) | 93700740            | 0                     | 0.00                                       | 0                          | 0                      | 0.00                                    | 0.00                                  |  |  |
|                                 | Total (c)                     |                     | 44195174              | 47.17                                      | 44182318                   | 12856                  | 99.97                                   | 0.03                                  |  |  |
| Total (a) + (b) + (c)           |                               | 152602883           | 44195174              | 28.96                                      | 44182318                   | 12856                  | 99.99                                   | 0.00                                  |  |  |

| Resolution required: (Ord | linary/ Special):             |                      |                       | Special                                    |                         |                        |   |   |  |  |  |
|---------------------------|-------------------------------|----------------------|-----------------------|--|-------------------------|------------------------|---|---|--|--|--|
| Whether promoter/ pron    | noter group are interested in | n the agenda/resolut | ion:                  | No   |                         |                        |   |   |  |  |  |
| Category                  | Mode of Voting                | No of Shares held    | No of Votes<br>Polled | % of Votes polled on<br>Outstanding shares | No of Votes - in Favour | No of Votes<br>Against | % of Votes in favour<br>on Votes polled | % of Votes Against<br>on Votes polled   |  |  |  |
|                           |                               | (1)                  | (2)                   | (3)=[(2)/(1)]*100                          | (4)                     | (5)                    | (6)=[(4)/(2)]*100                       | (7)=[(5)/(2)]*100                       |  |  |  |
| Promoter and Promoter     | E-Voting                      |                      | 0                     | 0.00                                       | 0                       | 0                      | 0.00                                    | 0.0                                     |  |  |  |
|                           | Poll                          |                      | 0                     | 0.00                                       | 0                       | 0                      | 0.00                                    | 0.0                                     |  |  |  |
|                           | Postal Ballot (if applicable) | 47013555             | 0                     | 0.00                                       | 0                       | 0                      | 0.00                                    | 0.0                                     |  |  |  |
|                           | Total (a)                     |                      | 0                     | 0.00                                       | 0                       | 0                      | 0.00                                    | 0.0                                     |  |  |  |
| Public- Institutions      | E-Voting                      |                      | 0                     | 0.00                                       | 0                       | 0                      | 0.00                                    | 0.0                                     |  |  |  |
|                           | Poll                          |                      | 0                     | 0.00                                       | 0                       | 0                      | 0.00                                    | 0.0                                     |  |  |  |
|                           | Postal Ballot (if applicable) | 11888588             | 0                     | 0.00                                       | 0                       | 0                      | 0.00                                    | 0.0                                     |  |  |  |
|                           | Total (b)                     |                      | 0                     | 0.00                                       | 0                       | 0                      | 0.00                                    | 0.0                                     |  |  |  |
| Public- Non Institutions  | E-Voting                      | Ü.                   | 182144                | 0.19                                       | 169287                  | 12857                  | 92.94                                   | 7.0                                     |  |  |  |
|                           | Poll                          |                      | 44013030              | 46.97                                      | 44013030                | 0                      | 100.00                                  | 0.0                                     |  |  |  |
|                           | Postal Ballot (if applicable) | 93700740             | 0                     | 0.00                                       | 0                       | 0                      | 0.00                                    | 0.0                                     |  |  |  |
|                           | Total (c)                     |                      | 44195174              | 47.17                                      | 44182317                | 12857                  | 99.97                                   | *************************************** |  |  |  |
| Total (a) + (b) + (c)     |                               |                      | 44195174              | 28.96                                      | 44182317                | 12857                  | 99.99                                   | 0.0                                     |  |  |  |



### HEMANT S. SHETYE (Partner)

B.COM., LLB(Gen.), FCS COMPANY SECRETARY

206, 2nd Floor, Tantia Jogani Industrial Estate, J. R. Boricha Marg, Opp. Lodha Excelus, Lower Parel (E), Mumbai - 400 011. Tel: 022 23088998/23008998/40026600/40061100

Email: hs@hsassociates.net www.hsassociates.net

To,
Company Secretary (As authorised by Chairman)
PROZONE INTU PROPERTIES LIMITED
105/106, Ground Floor,
Dream Square, Dalia Industrial Estate,
Off New Link Road, Andheri West,
Mumbai – 400 053.

Dear Sir,

Re: Consolidated Scrutinizer's Report on voting through remote e-voting and physical ballot forms in terms of provisions of the Companies Act, 2013 read with the Rules issued thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A. I, Hemant Shetye, Partner of M/s. HS Associates, Practicing Company Secretaries, appointed as scrutinizer in the meeting of Board of Directors of the Company held on 12<sup>th</sup> August, 2019 to conduct the following: -

Remote e-voting process and to scrutinize the Physical Ballot Forms received from the shareholders of the Company 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 the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- B. The Company had availed the remote e-voting facility provided by Central Depository Services (India) Limited (CDSL) for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Friday, 27th September 2019 from 10.00 a.m. and ends on Sunday, 29th September 2019 at 5.00 p.m. and the CDSL remote e-voting platform was blocked thereafter.
- C. The votes cast under the remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in employment of the Company and after the conclusion of the voting at the AGM the votes cast there under were counted. Votes cast through Physical Ballot Forms received up to 5:00 pm on Tuesday, 29th September, 2019 were considered.



Night R

Name: Niyati Rathod

Address: 206, 2nd Floor, Tantia & Jogani Industrial Estate, J. R. Boricha Marg, Opp. LodhaExcelus, Lower Parel (E), Mumba-400 011.

Name: Vipesh Ghadi

Address: 206, 2<sup>nd</sup> Floor, Tantia & Jogani Industrial Estate, J. R. Boricha Marg, Opp. LodhaExcelus, Lower Parel (E), Mumba-400 011.

- D. The Company had also provided voting by Physical Ballot Forms to the members who do not have access to remote e-voting.
- E. After the closure of the voting at the Annual General Meeting, the report on voting done, was generated in my presence and the voting was diligently scrutinized.
- F. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system and Physical Ballot Forms received respectively.
- G. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of voting through Physical Ballot Forms in respect of the following resolutions: -



### Mode of voting: E-voting and Ballot:

Resolution 1: To receive, consider and adopt the audited Financial Statements of the Company on a standalone and consolidated basis, for the financial year ended 31st March 2019 including audited Balance Sheet as at 31st March, 2019 and the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date along with the Reports of the Directors' and Auditors' thereon.

| on that date al                              | ong with the      | Reports of t             | he Directors              | s' and Audito  | ors' thereon.                     |  |   |  |
|--|-------------------|--------------------------|---------------------------|--|-----------------------------------|--|---|--|
| Resolution R                                 | Required: (C      | Ordinary or              | Ordinary                  |  |                                   |  |   |  |
| Special) Whether Pro are inter agenda/resolu | rested            | oter group<br>in the     | No                        |  |                                   | •                                      |   | ×  |
| Category                                     | Mode of<br>Voting | No. of<br>Shares<br>Held | No. of<br>Votes<br>Polled | % of<br>Votes<br>Polled on<br>outstandi<br>ng shares | No. of<br>Votes –<br>in<br>Favour | No.<br>of<br>Votes<br>-<br>again<br>st | % of votes<br>in favour<br>on votes<br>polled | % of<br>votes<br>against<br>on votes<br>polled |
|  |                   | (1)                      | (2)                       | (3)=[(2)/(1)<br>]*100                                | (4)                               | (5)                                    | (6)=[(4)/(2)]<br>*100                         | (7)=[(5)/(<br>2)]*100                          |
| Promoter &                                   | E-voting          |                          | 42263711                  | 89.90  | 42263711                          | 0                                      | 100.00  | 0.00   |
| Promoter                                     | Poll #            | 47013555                 | 4610841                   | 9.81   | 4610841                           | 0                                      | 100.00  | 0.00   |
| Group  | Postal<br>Ballot  |                          | 0                         | 0.00   | 0                                 | 0                                      | 0.00  | 0.00   |
|  | Total             |                          | 46874552                  | 99.70  | 46874552                          | 0                                      | 100.00  | 0.00   |
| Public                                       | E-voting          |                          | 0                         | 0.00   | 0                                 | 0                                      | 0.00  | 0.00   |
| Institution                                  | Poll #            | 11888588                 | 0                         | 0.00   | 0                                 | 0                                      | 0.00  | 0.00   |
|  | Postal<br>Ballot  | 11000000                 | 0                         | 0.00   | 0                                 | 0                                      | 0.00  | 0.00   |
|  | Total             |                          | 0                         | 0.00   | 0                                 | 0                                      | 0.00  | 0.00   |
| Public Non-                                  | E-voting          |                          | 182144                    | 0.19   | 169288                            | 12856                                  | 92.94   | 7.06   |
| Institution                                  | Poll #            | 93700740                 | 44013030                  | 46.97  | 44013030                          | 0                                      | 100.00  | 0.00   |
|  | Postal<br>Ballot  | 75700740                 | 0                         | 0.00   | 0                                 | 0                                      | 0.00  | 0.00   |
|  | Total             |                          | 44195174                  | 47.17  | 44182318                          | 12856                                  | 99.97   | 0.03   |
| Total  |                   | 152602883                | 91069726                  | 59.68  | 91056870                          | 12856                                  | 99.99   | 0.00   |

# since there is no specific head for voting through Physical Ballot Form the same is disclosed under the head Poll.

Thus based on the Results, the Ordinary Resolution as contained in Item No. 1 is passed with requisite majority.



| Resolution 2: rotation and be | ing eligible,     | offers himse             |                           |  | iligii Jaligai                    | (1)                                    | ,, <del>,, ,, ,, ,, ,, ,, ,, ,, ,, ,, ,, ,, </del> | , retires by                       |
|-------------------------------|-------------------|--------------------------|---------------------------|--|-----------------------------------|--|--|------------------------------------|
| Resolution Re<br>Special)     | equired: (O       | rdinary or               | Ordinary                  |  |                                   |  |  |                                    |
| Whether Promo                 | oter/Promote      | r group are              | No                        |  |                                   |  |  |                                    |
| interested in th              | e agenda/res      | olution                  |                           | _  |                                   |  |  |                                    |
| Category                      | Mode of<br>Voting | No. of<br>Shares<br>Held | No. of<br>Votes<br>Polled | % of<br>Votes<br>Polled on<br>outstandi<br>ng shares | No. of<br>Votes –<br>in<br>Favour | No.<br>of<br>Vote<br>s-<br>again<br>st | % of votes<br>in favour<br>on votes<br>polled      | % of votes against on votes polled |
|                               |                   | (1)                      | (2)                       | (3)=[(2)/(1)<br>]*100                                | (4)                               | (5)                                    | (6)=[(4)/(2)]<br>*100                              | (7)=[(5)/<br>2)]*100               |
| Promoter &                    | E-voting          | 47013555                 | 42263711                  | 89.90  | 42263711                          | 0                                      | 100.00   | 0.00                               |
| Promoter                      | Poll #            |                          | 4610841                   | 9.81   | 4610841                           | 0                                      | 100.00   | 0.00                               |
| Group                         | Postal<br>Ballot  |                          | 0                         | 0.00   | 0                                 | 0                                      | 0.00   | 0.00                               |
|                               | Total             |                          | 46874552                  | 99.70  | 46874552                          | 0                                      | 100.00   | 0.00                               |
| Public                        | E-voting          |                          | 0                         | 0.00   | 0                                 | 0                                      | 0.00   | 0.00                               |
| Institution                   | Poll #            | 11888588                 | 0                         | 0.00   | 0                                 | 0                                      | 0.00   | 0.00                               |
|                               | Postal<br>Ballot  | 11000000                 | 0                         | 0.00   | 0                                 | 0                                      | 0.00   | 0.00                               |
|                               | Total             |                          | 0                         | 0.00   | 0                                 | 0                                      | 0.00   | 0.00                               |
| Public Non-                   | E-voting          |                          | 182144                    | 0.19   | 169287                            | 12857                                  | 92.94  | 7.06                               |
| Institution                   | Poll #            | 93700740                 | 44013030                  | 46.97  | 44013030                          | 0                                      | 100.00   | 0.00                               |
|                               | Postal<br>Ballot  | 95/00/40                 | 0                         | 0.00   | 0                                 | 0                                      | 0.00   | 0.00                               |
|                               | Total             |                          | 44195174                  | 47.17  | 44182317                          | 12857                                  | 99.97  | 0.03                               |
| Total                         |                   | 152602883                | 91069726                  | 59.68  | 91056869                          | 12857                                  | 99.99  | 0.00                               |

# since there is no specific head for voting through Physical Ballot Form the same is disclosed under the head Poll.

Thus based on the Results, the Ordinary Resolution as contained in Item No. 2 is passed with requisite majority.



| Resolution 3:   | To approve        | and ratify th           | e revision i             | n remuner                                | ation of Mr                   | . Nikhil                       | Chaturvedi, N                                 | Managing   |
|---|-------------------|-------------------------|--------------------------|--|-------------------------------|--------------------------------|---|--|
| Director of the Company with effect from<br>Resolution Required: (Ordinary or<br>Special) |                   |                         | Special                  | er 2018.                                 |                               |                                |   |  |
| Whether Prominterested in th  |                   |                         | Yes                      |  |                               | 2                              |   |  |
| Category  | Mode of<br>Voting | No of<br>Shares<br>Held | No of<br>Votes<br>Polled | % of Votes Polled on outstan ding shares | No of<br>Votes -<br>in Favour | No of<br>Votes-<br>agains<br>t | % of votes<br>in favour<br>on votes<br>polled | %of<br>votes<br>against<br>on<br>votes<br>polled |
|   |                   | (1)                     | (2)                      | (3)=[(2)/<br>(1)]*100                    | (4)                           | (5)                            | (6)=[(4)/(2)]<br>*100                         | (7)=[(5)<br>/(2)]*10<br>0                        |
| Promoter &  | E-voting          |                         | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00   |
| Promoter  | Poll #            | 47013555                | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00   |
| Group   | Postal<br>Ballot  |                         | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00   |
|   | Total             |                         | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00   |
| Public  | E-voting          |                         | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00   |
| Institution   | Poll #            | 11888588                | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00   |
|   | Postal<br>Ballot  | 11000000                | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00   |
|   | Total             |                         | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00   |
| Public Non-   | E-voting          |                         | 182144                   | 0.19                                     | 169187                        | 12957                          | 92.89   | 7.11   |
| Institution   | Poll #            | 93700740                | 44013030                 | 46.97                                    | 44013030                      | 0                              | 100.00  | 0.00   |
|   | Postal<br>Ballot  | 23, 00, 10              | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00   |
| T-1-1   | Total             |                         | 44195174                 | 47.17                                    | 44182217                      | 12957                          | 99.97   | 0.03   |
| Total   |                   | 152602883               | 44195174                 | 28.96                                    | 44182217                      | 12957                          | 99.97   | 0.00   |

# since there is no specific head for voting through Physical Ballot Form the same is disclosed under the head Poll.

Thus based on the Results, the Special Resolution as contained in Item No. 3 is passed with requisite majority.

\*Entire Promoters and Promoter Group being interested in the aforesaid resolution, the same has not been considered.

CP No. 1483
FCS No. 2827
MUMBAI
SECRETE

| Resolution 4:                          | To approv     | e and ratify    | the revisio    | n in remu     | neration of      | Mr. Sal         | il Chaturvedi        | , Deputy         |
|--|---------------|-----------------|----------------|---------------|------------------|-----------------|----------------------|------------------|
| <b>Managing Dire</b>                   | ctor of the C | ompany witl     | n effect from  | 1st Octobe    | er 2018.         |                 |                      | , -1,            |
| Resolution Re                          | equired: (O   | rdinary or      | Special        |               |                  |                 |                      |                  |
| Special)                               |               | 0               |                |               |                  |                 |                      |                  |
| Whether Promo                          |               |                 | Yes            |               |                  |                 |                      |                  |
| interested in the                      | Mode of       |                 | NI - C         | 0/ 6          | N. C             | N. C            | 0/ 4                 | 0/ 4             |
| Category                               | Voting        | No of<br>Shares | No of<br>Votes | % of<br>Votes | No of<br>Votes - | No of<br>Votes- | % of votes in favour | %of              |
|  | Voting        | Held            | Polled         | Polled        | in Favour        | agains          | on votes             | votes<br>against |
|  |               | IICIU           | Tonca          | on            | mravour          | t               | polled               | on               |
|  |               |                 |                | outstan       |                  |                 | poneu                | votes            |
|  |               |                 |                | ding          |                  |                 |                      | polled           |
| ······································ |               |                 |                | shares        |                  |                 |                      |                  |
|  |               | (1)             | (2)            | (3)=[(2)/(3)] | (4)              | (5)             | (6)=[(4)/(2)]        | (7)=[(5)         |
|  |               |                 |                | (1)]*100      |                  |                 | *100                 | /(2)]*10         |
|  |               |                 |                |               |                  |                 |                      | 0                |
| Promoter &                             | E-voting      |                 | 0              | 0.0000        | 0                | 0               | 0.00                 | 0.00             |
| Promoter                               | Poll #        | 47013555        | 0              | 0.00          | 0                | 0               | 0.00                 | 0.00             |
| Group                                  | Postal        | 47013333        |                |               |                  |                 |                      |                  |
|  | Ballot        |                 | 0              | 0.00          | 0                | 0               | 0.00                 | 0.00             |
|  | Total         |                 | 0              | 0.00          | 0                | 0               | 0.00                 | 0.00             |
| Public                                 | E-voting      |                 | 0              | 0.00          | 0                | 0               | 0.00                 | 0.00             |
| Institution                            | Poll #        | 11888588        | 0              | 0.00          | 0                | 0               | 0.00                 | 0.00             |
|  | Postal        | 11000500        |                |               |                  |                 |                      |                  |
|  | Ballot        |                 | 0              | 0.00          | 0                | 0               | 0.00                 | 0.00             |
|  | Total         |                 | 0              | 0.00          | 0                | 0               | 0.00                 | 0.00             |
| Public Non-                            | E-voting      |                 | 182144         | 0.19          | 169188           | 12956           | 92.89                | 7.11             |
| Institution                            | Poll #        | 93700740        | 44013030       | 46.97         | 44013030         | 0               | 100.00               | 0.00             |
|  | Postal        | 95/00/40        |                |               |                  |                 |                      |                  |
|  | Ballot        |                 | 0              | 0.00          | 0                | 0               | 0.00                 | 0.00             |
|  | Total         |                 | 44195174       | 47.17         | 44182218         | 12956           | 99.97                | 0.03             |
| Total                                  |               | 152602883       | 44195174       | 28.96         | 44182218         | 12956           | 99.97                | 0.00             |

# since there is no specific head for voting through Physical Ballot Form the same is disclosed under the head Poll.

Thus based on the Results, the Special Resolution as contained in Item No. 4 is passed with requisite majority.

\*Entire Promoters and Promoter Group being interested in the aforesaid resolution, the same has not been considered.

6

| Resolution 5:   | To appoint N      | Ir. Umesh Ki            | umar, (DIN:              | 01733695) a                              | as an Indepe                  | ndent D                        | irector.                                      |   |  |
|---|-------------------|-------------------------|--------------------------|--|-------------------------------|--------------------------------|---|---|--|
| Resolution Required: (Ordinary or Special)                              |                   |                         | Ordinary<br>No           |  |                               |                                |   |   |  |
| Whether Promoter/Promoter group are interested in the agenda/resolution |                   |                         |                          |  |                               |                                |   |   |  |
| Category  | Mode of<br>Voting | No of<br>Shares<br>Held | No of<br>Votes<br>Polled | % of Votes Polled on outstan ding shares | No of<br>Votes –<br>in Favour | No of<br>Votes-<br>agains<br>t | % of votes<br>in favour<br>on votes<br>polled | %of<br>votes<br>agains<br>on<br>votes<br>polled |  |
|   |                   | (1)                     | (2)                      | (3)=[(2)/<br>(1)]*100                    | (4)                           | (5)                            | (6)=[(4)/(2)]<br>*100                         | (7)=[(5)<br>/(2)]*10<br>0                       |  |
| Promoter &  | E-voting          | 47013555                | 42263711                 | 89.90                                    | 42263711                      | 0                              | 100.0000                                      | 0.00  |  |
| Promoter  | Poll #            |                         | 4610841                  | 9.81                                     | 4610841                       | 0                              | 100.00  | 0.00  |  |
| Group   | Postal<br>Ballot  | 47013333                | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00  |  |
|   | Total             |                         | 46874552                 | 99.70                                    | 46874552                      | 0                              | 100.00  | 0.00  |  |
| Public  | E-voting          |                         | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00  |  |
| Institution   | Poll #            | 11888588                | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00  |  |
|   | Postal<br>Ballot  | 1100000                 | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00  |  |
|   | Total             |                         | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00  |  |
| Public Non-   | E-voting          |                         | 182144                   | 0.19                                     | 182144                        | 0                              | 100.00  | 0.00  |  |
| Institution   | Poll #            | 93700740                | 44013030                 | 46.97                                    | 44013030                      | 0                              | 100.00  | 0.00  |  |
|   | Postal<br>Ballot  | 93700740                | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00  |  |
|   | Total             |                         | 44195174                 | 47.17                                    | 44195174                      | 0                              | 100.00  | 0.00  |  |
| Total   |                   | 152602883               | 91069726                 | 59.68                                    | 91069726                      | 0                              | 100.00  | 0.00  |  |

# since there is no specific head for voting through Physical Ballot Form the same is disclosed under the head Poll.

Thus based on the Results, the Ordinary Resolution as contained in Item No. 5 is passed with requisite majority.



| Resolution 6:                     | To re-app        | oint Mr. N              | ikhil Chatu              | rvedi, (DI                               | N:00004983)                   | as Man                         | aging Directo                                 | or of the  |  |
|-----------------------------------|------------------|-------------------------|--------------------------|--|-------------------------------|--------------------------------|---|--|--|
| Company for a                     |                  |                         |                          | rom 27th F                               | ebruary 202                   | 0                              |   |  |  |
|                                   |                  | Special                 |                          |  |                               |                                |   |  |  |
| Special)                          | - ( /D ( -       |                         | 2/                       |  |                               |                                |   |  |  |
| Whether Promo<br>interested in th |                  |                         | Yes                      |  |                               |                                |   |  |  |
|                                   | Mode of          |                         | No of                    | 0/ -6                                    | NI6                           | NTC                            | 0/ -6 -1                                      | 0/ 6   |  |
| Category                          | Voting           | No of<br>Shares<br>Held | No of<br>Votes<br>Polled | % of Votes Polled on outstan ding shares | No of<br>Votes –<br>in Favour | No of<br>Votes-<br>agains<br>t | % of votes<br>in favour<br>on votes<br>polled | %of<br>votes<br>against<br>on<br>votes<br>polled |  |
|                                   |                  | (1)                     | (2)                      | (3)=[(2)/<br>(1)]*100                    | (4)                           | (5)                            | (6)=[(4)/(2)]<br>*100                         | (7)=[(5)<br>/(2)]*10<br>0                        |  |
| Promoter &                        | E-voting         |                         | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00   |  |
| Promoter                          | Poll #           | 47013555                | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00   |  |
| Group                             | Postal<br>Ballot | 47013333                | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00   |  |
|                                   | Total            |                         | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00   |  |
| Public                            | E-voting         |                         | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00   |  |
| Institution                       | Poll #           | 11000500                | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00   |  |
|                                   | Postal<br>Ballot | 11888588                | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00   |  |
|                                   | Total            |                         | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00   |  |
| Public Non-                       | E-voting         |                         | 182144                   | 0.19                                     | 169288                        | 12856                          | 92.94   | 7.06   |  |
| Institution                       | Poll #           | 02700740                | 44013030                 | 46.97                                    | 44013030                      | 0                              | 100.00  | 0.00   |  |
|                                   | Postal<br>Ballot | 93700740                | 0                        | 0.00                                     | 0                             | 0                              | 0.00  | 0.00   |  |
|                                   | Total            |                         | 44195174                 | 47.17                                    | 44182318                      | 12856                          | 99.97   | 0.03   |  |
| Total                             |                  | 152602883               | 44195174                 | 28.96                                    | 44182318                      | 12856                          | 99.97   | 0.00   |  |

# since there is no specific head for voting through Physical Ballot Form the same is disclosed under the head Poll.

Thus based on the Results, the Special Resolution as contained in Item No. 6 is passed with requisite majority.

\*Entire Promoters and Promoter Group being interested in the aforesaid resolution, the same has not been considered.



| Resolution 7:                     |  | nt Mr. Salil ( | Chaturvedi, a | s Dy. Man             | aging Direc | tor w.e.f | 27th February         | , 2020 for           |  |  |  |
|-----------------------------------|--|----------------|---------------|-----------------------|-------------|-----------|-----------------------|----------------------|--|--|--|
| period of 3 year<br>Resolution Re |  | rdinary or     | Special       |                       |             |           |                       |                      |  |  |  |
| Special)                          | quireu. (O   | idiliary of    | Special       |                       |             |           |                       |                      |  |  |  |
|                                   | Whether Promoter/Promoter group are                    |                | Yes           | Yes                   |             |           |                       |                      |  |  |  |
| interested in the                 | and the same of the same and the same and the same and |                |               | W-1                   |             |           |                       |                      |  |  |  |
| Category                          | Mode of  | No of          | No of         | % of                  | No of       | No of     | % of votes            | %of                  |  |  |  |
|                                   | Voting   | Shares         | Votes         | Votes                 | Votes -     | Votes-    | in favour             | votes                |  |  |  |
|                                   |  | Held           | Polled        | Polled                | in Favour   | agains    | on votes              | against              |  |  |  |
|                                   |  |                |               | on<br>outstan         |             | t         | polled                | votes                |  |  |  |
|                                   |  |                |               | ding                  |             |           |                       | polled               |  |  |  |
|                                   |  |                |               | shares                |             |           |                       | r                    |  |  |  |
|                                   |  | (1)            | (2)           | (3)=[(2)/<br>(1)]*100 | (4)         | (5)       | (6)=[(4)/(2)]<br>*100 | (7)=[(5)<br>/(2)]*10 |  |  |  |
|                                   |  |                |               | . ,,,                 |             | 20        | ,                     | 0                    |  |  |  |
| Promoter &                        | E-voting   |                | 0             | 0.00                  | 0           | 0         | 0.00                  | 0.00                 |  |  |  |
| Promoter                          | Poll #   | 47013555       | 0             | 0.00                  | 0           | 0         | 0.00                  | 0.00                 |  |  |  |
| Group                             | Postal   | 47013333       |               |                       |             |           |                       |                      |  |  |  |
|                                   | Ballot   |                | 0             | 0.00                  | 0           | 0         | 0.00                  | 0.00                 |  |  |  |
|                                   | Total  |                | 0             | 0.00                  | 0           | 0         | 0.00                  | 0.00                 |  |  |  |
| Public                            | E-voting   |                | 0             | 0.00                  | 0           | 0         | 0.00                  | 0.00                 |  |  |  |
| Institution                       | Poll #   | 11888588       | 0             | 0.00                  | 0           | 0         | 0.00                  | 0.00                 |  |  |  |
|                                   | Postal   | 11000500       |               |                       |             |           |                       |                      |  |  |  |
|                                   | Ballot   |                | 0             | 0.00                  | 0           | 0         | 0.00                  | 0.00                 |  |  |  |
|                                   | Total  |                | 0             | 0.00                  | 0           | 0         | 0.00                  | 0.00                 |  |  |  |
| Public Non-                       | E-voting   |                | 182144        | 0.19                  | 169287      | 12857     | 92.94                 | 7.06                 |  |  |  |
| Institution                       | Poll #   | 93700740       | 44013030      | 46.97                 | 44013030    | 0         | 100.00                | 0.00                 |  |  |  |
|                                   | Postal   | 757 007 40     |               |                       |             |           |                       |                      |  |  |  |
|                                   | Ballot   |                | 0             | 0.00                  | 0           | 0         | 0.00                  | 0.00                 |  |  |  |
|                                   | Total  |                | 44195174      | 47.17                 | 44182317    | 12857     | 99.97                 | 0.03                 |  |  |  |
| Total                             |  | 152602883      | 44195174      | 28.96                 | 44182317    | 12857     | 99.97                 | 0.00                 |  |  |  |

# since there is no specific head for voting through Physical Ballot Form the same is disclosed under the head Poll.

Thus, based on the Results, the Special Resolution as contained in Item No. 7 is passed with requisite majority.

\*Entire Promoters and Promoter Group being interested in the aforesaid resolution, the same has not been considered.



I have handed over the Postal Ballot Forms and other related papers/registers and records for safe custody to Mr. Ajayendra Jain, Company Secretary of the Company.

All the aforesaid resolutions were passed with requisite majority.

SOCIA

FCS No. 2827 MUMBAI

For HS Associates, Company Secretaries,

1

Hemant Shetye Partner

FCS. - 2827

CP No. - 1483

Date: - 30th September 2019

Place: - Mumbai