

# Prozone Realty Limited

(Formerly known as 'Prozone Intu Properties Limited' till 24<sup>th</sup> May 2023)

Dated 3<sup>rd</sup> October, 2024

To,

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai - 400001  
Scrip Code: 534675

National Stock Exchange of India Limited  
Exchange Plaza, Plot No. C-1  
G Block, Bandra-Kurla Complex, Bandra(E)  
Mumbai -400051  
Symbol: PROZONER

**Subject: Scrutinizer's Report and e-voting Result of 17<sup>th</sup> Annual General Meeting (AGM) of M/s Prozone Realty Limited under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies [Management and Administration] Rules, 2014, please find attached herewith detailed Scrutinizer's Report and e-voting results of the votes cast at the 17<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September, 2024 at 3:00 pm through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

Based on the voting results, all the resolutions proposed to be undertaken at the 17<sup>th</sup> AGM have been passed except the agenda item nos. 4 and 5 as mentioned in Notice of said AGM. The Company would like to clarify that, even if the concerned resolutions were not approved by the shareholders, looking into the current business plan of the Company for this financial year, we do not foresee any impact on the ongoing operations of the Company or its subsidiaries.

It is noteworthy that the Audit Committee of the Company, in accordance with Listing Regulations, has approved certain related party transactions for the current financial year which would be sufficient to support the business plan of the Company and its subsidiaries.

In future, if the Company observes a need for entering into related party transactions which warrant the approval of shareholders, the Board of Directors of the Company would approach shareholders and seek your approval in accordance with applicable laws, with a detailed explanation and a better engagement with shareholders.

Mr. Umesh Kumar, Chairman of the AGM has authorized Mr. Ajayendra Pratap Jain, CS & Chief Compliance Officer to declare the consolidated results of remote e-voting and e-voting at the AGM.

Accordingly, we enclose herewith the followings:

1. Voting results in the format prescribed under Regulation 44 of the SEBI (LODR) Regulations, 2015.



PROZONE REALTY LIMITED  
(Formerly known as 'Prozone Intu Properties Limited' upto 24<sup>th</sup> May 2023)  
Regd. Office : Unit-A, 2<sup>nd</sup> Floor, South Tower, Hotel Sahara Star, Opposite Domestic Airport, Vile Parle (East), Mumbai 400 099  
CIN: L45200MH2007PLC174147 | T:+91 22 6823 9000/ 9001  
Email: [investorservice@prozoneintu.com](mailto:investorservice@prozoneintu.com) | Website: [www.prozoneintu.com](http://www.prozoneintu.com)

# Prozone Realty Limited

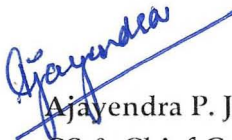
(Formerly known as 'Prozone Intu Properties Limited' till 24<sup>th</sup> May 2023)

2. Voting results as declared pursuant to Rule 20 of the Companies (Management and Administration) Rules 2014 of the Companies Act 2013.
3. A consolidated report of the Scrutinizer on remote e-voting and e-voting done at the AGM.

You are requested to take the above in your record.

Yours faithfully,  
For Prozone Realty Limited



  
Ajayendra P. Jain  
CS & Chief Compliance Officer  
Enclosed as above.

**PROZONE REALTY LIMITED**

(Formerly known as 'Prozone Intu Properties Limited' upto 24<sup>th</sup> May 2023)

Regd. Office : Unit-A, 2<sup>nd</sup> Floor, South Tower, Hotel Sahara Star, Opposite Domestic Airport, Vile Parle (East), Mumbai 400 099

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# Prozone Realty Limited

(Formerly known as 'Prozone Intu Properties Limited' till 24<sup>th</sup> May 2023)

## Declaration of result of voting in relation to 17<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September 2024 (Consolidated results of remote e-voting and e-voting at the AGM)

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 e-voting during the 17<sup>th</sup> Annual General Meeting (AGM) to its members to vote on all the resolutions which were proposed at the 17<sup>th</sup> AGM of the Company held on Monday, the 30<sup>th</sup> September 2024 at 3.00 p.m. through Video Conferencing.

The Company had appointed Mr. Hemant Shetye, Partner, HSPN & Associates LLP, Practicing Company Secretaries, as Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting at the AGM for the aforementioned AGM. The Scrutinizer had submitted his report after scrutiny of e-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 17<sup>th</sup> AGM were duly passed with the requisite majority except resolutions nos. 4 and 5 as per details given below:

SN	Description of Resolution	No. of Votes Cast	Votes in favour	Votes against	Type of resolution	Result
1	To receive, consider and adopt the audited Financial Statements of the Company on a standalone and consolidated basis, for the financial year ended 31 <sup>st</sup> March 2024 including audited Balance Sheet as at 31 <sup>st</sup> March 2024 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.	26637053	26635300 99.9934%	1753 0.0066%	Ordinary	Approved
2	To appoint a Director in place of Mr. Salil Chaturvedi (DIN: 00004768), who retires by rotation and being eligible, offers himself for re-appointment	11610430	11608677 99.9849%	1753 0.0151%	Ordinary	Approved



PROZONE REALTY LIMITED

(Formerly known as 'Prozone Intu Properties Limited' upto 24<sup>th</sup> May 2023)

Regd. Office : Unit-A, 2<sup>nd</sup> Floor, South Tower, Hotel Sahara Star, Opposite Domestic Airport, Vile Parle (East), Mumbai 400 099

CIN: L45200MH2007PLC174147 | T: +91 22 6823 9000/ 9001

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3	To re-appoint Mr. Bipin Gurnani, (DIN: 07966971) as Whole-time Director of the Company for a further period of 3 years with effect from 17 <sup>th</sup> December 2024	26626619	26624866 99.9934%	1753 0.0066%	Special	Approved
4	To confirm, ratify and approve the giving and/or availing of loan between related parties	7239155	2638332 36.4453%	4600823 63.5547%	Ordinary	Not Approved
5	To confirm, ratify and approve the transactions related to corporate guarantee	7239155	2638332 36.4453%	4600823 63.5547%	Ordinary	Not Approved

The Scrutinizer's report is annexed herewith.

Thanking You.

Yours truly,  
For Prozone Realty Limited



Ajayendra Pratap Jain  
CS & Chief Compliance Officer  
(As authorized by the Chairman)



Place: Mumbai

Date: 03.10.2024

PROZONE REALTY LIMITED

(Formerly known as 'Prozone Intu Properties Limited' upto 24<sup>th</sup> May 2023)

Regd. Office : 105/106, Ground Floor, Dream Square, Dalia Industrial Estate, Off New Link Road, Andheri (W), Mumbai – 400 053

CIN: L45200MH2007PLC174147 | T: +91 22 6823 9000/ 9001

Email: [investorservice@prozoneintu.com](mailto:investorservice@prozoneintu.com) | Website: [www.prozoneintu.com](http://www.prozoneintu.com)

Prozone Realty Limited

Regulation 44 of SEBI (LODR) Regulations 2015 - Voting result of resolutions passed at AGM held on 30th September 2024

Date of the AGM/EGM	30-09-2024
Total number of shareholders on record date/cut off date	73809
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	Not applicable
Public	Not applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	5
Public	38

Resolution No. 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 2024 including audited Balance Sheet as at 31st March 2024 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: (Ordinary/ Special):

Ordinary

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	Remote E-Voting	35777388	15021623	41.9864%	15021623	0	100.0000%	0.0000%
	AGM E-Voting		4365841	12.2028%	4365841	0	100.0000%	0.0000%
	Postal Ballot (if applicable)		0	0.0000%	0	0	0.0000%	0.0000%
	Total (a)		19387464	54.1892%	19387464	0	100.0000%	0.0000%
Public- Institutions	Remote E-Voting	4603989	4596070	99.8280%	4596070	0	100.0000%	0.0000%
	AGM E-Voting		0	0.0000%	0	0	0.0000%	0.0000%
	Postal Ballot (if applicable)		0	0.0000%	0	0	0.0000%	0.0000%
	Total (b)		4596070	99.8280%	4596070	0	100.0000%	0.0000%
Public- Non Institutions	Remote E-Voting	112221506	2267804	2.0208%	2266051	1753	99.9227%	0.0773%
	AGM E-Voting		385715	0.3437%	385715	0	100.0000%	0.0000%
	Postal Ballot (if applicable)		0	0.0000%	0	0	0.0000%	0.0000%
	Total (c)		2653519	2.3645%	2651766	1753	99.9339%	0.0661%
Total (a) + (b) + (c)		152602883	26637053	17.4551%	26635300	1753	99.9934%	0.0066%



Resolution No. 2 : To appoint a Director in place of Mr. Salil Chaturvedi (DIN: 00004768), who retires by rotation and being eligible, offers himself for re-appointment								
Resolution required: (Ordinary/ Special):				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution:				Yes but not voted on resolution				
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	Remote E-Voting	35777388	0	0.0000%	0	0	0.0000%	0.0000%
	AGM E-Voting		4360841	12.1888%	4360841	0	100.0000%	0.0000%
	Postal Ballot (if applicable)		0	0.0000%	0	0	0.0000%	0.0000%
	Total (a)		4360841	12.1888%	4360841	0	100.0000%	0.0000%
Public- Institutions	Remote E-Voting	4603989	4596070	99.8280%	4596070	0	100.0000%	0.0000%
	AGM E-Voting		0	0.0000%	0	0	0.0000%	0.0000%
	Postal Ballot (if applicable)		0	0.0000%	0	0	0.0000%	0.0000%
	Total (b)		4596070	99.8280%	4596070	0	100.0000%	0.0000%
Public- Non Institutions	Remote E-Voting	112221506	2267804	2.0208%	2266051	1753	99.9227%	0.0773%
	AGM E-Voting		385715	0.3437%	385715	0	100.0000%	0.0000%
	Postal Ballot (if applicable)		0	0.0000%	0	0	0.0000%	0.0000%
	Total (c)		2653519	2.3645%	2651766	1753	99.9339%	0.0661%
Total (a) + (b) + (c)		152602883	11610430	7.6083%	11608677	1753	99.9849%	0.0151%

Resolution No. 3 : To re-appoint Mr. Bipin Gurnani, (DIN: 07966971) as Whole-time Director of the Company for a further period of 3 years with effect from 17th December 2024								
Resolution required: (Ordinary/ Special):				Special				
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	Remote E-Voting	35777388	15021623	41.9864%	15021623	0	100.0000%	0.0000%
	AGM E-Voting		4365841	12.2028%	4365841	0	100.0000%	0.0000%
	Postal Ballot (if applicable)		0	0.0000%	0	0	0.0000%	0.0000%
	Total (a)		19387464	54.1892%	19387464	0	100.0000%	0.0000%
Public- Institutions	Remote E-Voting	4603989	4596070	99.8280%	4596070	0	100.0000%	0.0000%
	AGM E-Voting		0	0.0000%	0	0	0.0000%	0.0000%
	Postal Ballot (if applicable)		0	0.0000%	0	0	0.0000%	0.0000%
	Total (b)		4596070	99.8280%	4596070	0	100.0000%	0.0000%
Public- Non Institutions	Remote E-Voting	112221506	2257370	2.0115%	2255617	1753	99.9223%	0.0777%
	AGM E-Voting		385715	0.3437%	385715	0	100.0000%	0.0000%
	Postal Ballot (if applicable)		0	0.0000%	0	0	0.0000%	0.0000%
	Total (c)		2643085	2.3552%	2641332	1753	99.9337%	0.0663%
Total (a) + (b) + (c)		152602883	26626619	17.4483%	26624866	1753	99.9934%	0.0066%





Resolution No. 4 : To confirm, ratify and approve the giving and/or availing of loan between related parties								
Resolution required: (Ordinary/ Special):				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution:				Yes but not voted on resolution				
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	Remote E-Voting	35777388	0	0.0000%	0	0	0.0000%	0.0000%
	AGM E-Voting		0	0.0000%	0	0	0.0000%	0.0000%
	Postal Ballot (if applicable)		0	0.0000%	0	0	0.0000%	0.0000%
	Total (a)		0	0.0000%	0	0	0.0000%	0.0000%
Public- Institutions	Remote E-Voting	4603989	4596070	99.8280%	0	4596070	100.0000%	100.0000%
	AGM E-Voting		0	0.0000%	0	0	0.0000%	0.0000%
	Postal Ballot (if applicable)		0	0.0000%	0	0	0.0000%	0.0000%
	Total (b)		4596070	99.8280%	0	4596070	0.0000%	0.0000%
Public- Non Institutions	Remote E-Voting	112221506	2257370	2.0115%	2252617	4753	99.7894%	0.2106%
	AGM E-Voting		385715	0.3437%	385715	0	100.0000%	0.0000%
	Postal Ballot (if applicable)		0	0.0000%	0	0	0.0000%	0.0000%
	Total (c)		2643085	2.3552%	2638332	4753	99.8202%	0.1798%
Total (a) + (b) + (c)		152602883	7239155	4.7438%	2638332	4600823	36.4453%	63.5547%

Resolution No. 5 :To confirm, ratify and approve the transactions related to corporate guarantee								
Resolution required: (Ordinary/ Special):				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution:				Yes but not voted on resolution				
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	Remote E-Voting	35777388	0	0.0000%	0	0	0.0000%	0.0000%
	AGM E-Voting		0	0.0000%	0	0	0.0000%	0.0000%
	Postal Ballot (if applicable)		0	0.0000%	0	0	0.0000%	0.0000%
	Total (a)		0	0.0000%	0	0	0.0000%	0.0000%
Public- Institutions	Remote E-Voting	4603989	4596070	99.8280%	0	4596070	100.0000%	100.0000%
	AGM E-Voting		0	0.0000%	0	0	0.0000%	0.0000%
	Postal Ballot (if applicable)		0	0.0000%	0	0	0.0000%	0.0000%
	Total (b)		4596070	99.8280%	0	4596070	0.0000%	0.0000%
Public- Non Institutions	Remote E-Voting	112221506	2257370	2.0115%	2252617	4753	99.7894%	0.2106%
	AGM E-Voting		385715	0.3437%	385715	0	100.0000%	0.0000%
	Postal Ballot (if applicable)		0	0.0000%	0	0	0.0000%	0.0000%
	Total (c)		2643085	2.3552%	2638332	4753	99.8202%	0.1798%
Total (a) + (b) + (c)		152602883	7239155	4.7438%	2638332	4600823	36.4453%	63.5547%





**HSPN & ASSOCIATES LLP**  
**COMPANY SECRETARIES**

LLPIN: AAZ-8456 | Unique Code: L2021MHE011400  
(Formerly known as HS ASSOCIATES  
Unique Code: P2007MH004300)

**HEMANT S. SHETYE** (Designated Partner)  
B.COM., LLB(Gen.), FCS  
Insolvency Professional

206, 2nd Floor, Tantia Jogani Industrial Estate,  
J. R. Boricha Marg, Opp. Lodha Excelus,  
Lower Parel (E), Mumbai - 400 011.  
Tel: 022 40026600/40061100  
Email: hs@hspnassociates.in  
Web: www.hspnassociates.in

**SCRUTINIZER'S REPORT**

Date: 03rd October, 2024

To,  
The Chairman,  
Prozone Realty Limited  
(Formerly being known as Prozone Intu Properties Limited)  
Unit-A, 2<sup>nd</sup> Floor, Hotel Sahara Star,  
Opposite Domestic Airport,  
Vile Parle (East),  
Mumbai - 400 099.

Re: Consolidated Scrutinizer's Report on voting through remote E-voting and E-voting during the course of 17<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2024 at 3.00 P.M. in terms of provisions of the Companies Act, 2013 read with the Rules and Circulars issued thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Circulars issued thereunder.

Dear Sir,

A. I, Hemant Shetye, Designated Partner of M/s HSPN & Associates LLP, Practicing Company Secretaries, appointed as a scrutinizer vide Board Resolution dated 13<sup>th</sup> August 2024, to conduct the following: -

To Scrutinize Remote E-voting process and the E-Voting facility offered to the shareholders of the Company during the course of 17<sup>th</sup> Annual General Meeting (hereinafter referred as AGM) held on Monday, 30<sup>th</sup> September, 2024, at 3.00 P.M., pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the resolutions mentioned in the notice of AGM dated 07<sup>th</sup> September, 2024.

The voting rights were reckoned as on Monday, 23<sup>rd</sup> September, 2024 being the Cut-off date for the purpose of deciding the entitlements of members eligible for voting on the Resolutions.

The AGM was held through Video Conferencing (VC)/ Other Audio Visual Means





# HSPN & ASSOCIATES LLP

(OAVM) pursuant to provisions of the Companies Act, 2013 & Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read circular dated May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022 read with the circular dated April 8, 2020, April 13, 2020 and December 28, 2022, September 25, 2023 (collectively referred as "MCA circulars") and Securities and Exchange Board of India ("SEBI") vide its circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023, October 7, 2023 (collectively referred to as "SEBI Circulars"), where in physical attendance of Members was not required and facility to appoint proxy to attend and cast vote for members was not available at the AGM.

- B. I have also attended the AGM through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) as per the specific Login ID for Scrutinizer provided by Company.
- C. The Company had availed remote E-voting facility offered by **Link Intime India Pvt Ltd. Registrar & Share Transfer Agent** ('Link Intime') for the purpose of E-voting by the members of the Company from **Wednesday, 25<sup>th</sup> September, 2024 (from 9.00 a.m. IST)** and ended on **Sunday, 29<sup>th</sup> September, 2024 (till 5.00 p.m. IST)**. The E-voting facility was also offered during the course of AGM for the members who had not voted on the resolutions through remote E-voting facility, the E-voting platform was blocked thereafter.
- D. The votes cast under the remote E-voting facility and E-voting during AGM were thereafter unblocked and counted after the conclusion of the voting at the AGM in the presence of two witnesses (Names, Address and signature given below) who were not in employment of the Company.
- E. I have scrutinized and reviewed the remote E-voting and E-voting during the AGM tendered therein based on the data downloaded from the Link Intime's E-voting system.
- F. The management of the Company is responsible to ensure the compliance with the requirements of the companies Act, 2013 and the rules relating to AGM by Video Conferencing (VC)/ Other Audio Visual Means (OAVM) and the E-voting on the resolutions contained in the notice of the AGM, my responsibility as a scrutinizer for the voting process is restricted to make a Scrutinizer's Report of the total votes cast, votes in favor and against including invalid votes (if any) on resolutions contained in the said notice, based on the Report generated from the E-voting system provided by Link Intime.
- G. I have scrutinized and reviewed the entire e-voting process and votes tendered therein as per the data downloaded from the Link Intime's E-voting system, and on the basis of the votes received on the same, I hereby report the following:



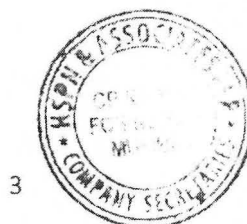
# HSPN & ASSOCIATES LLP

Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) (iii=ii/(ii+iv)*100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v=iv/(ii+iv)*100)	
Item No. 1- <u>Ordinary Business</u>  <u>Ordinary Resolution:</u> 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 2024 including audited Balance Sheet as at 31st March 2024 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.	2,66,35,300	99.99	1753	0.01	15

**Note:**

- i) Decimals up to 2 digits have been considered.
- ii) Abstained shares are not considered in calculation of total voting for and against.
- iii) Since Resolutions are put to Vote through only E-voting process, voting by poll is not applicable.

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





# HSPN & ASSOCIATES LLP

Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v =iv / (ii+iv) * 100)	
<p><u>Item No. 2- Ordinary Business</u></p> <p><u>Ordinary Resolution:</u> To appoint a Director in place of Mr. Salil Chaturvedi (DIN:00004768), who retires by rotation and being eligible, offers himself for re-appointment.</p>	1,16,08,677	99.99	1753	0.01	9,70,683

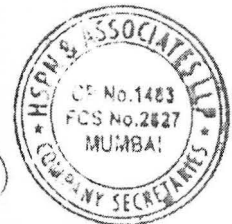
**Note:**

- i) Decimals up to 2 digits have been considered.
- ii) Abstained shares are not considered in calculation of total voting for and against.
- iii) Since Resolutions are put to Vote through only E-voting process, voting by poll is not applicable.

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



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# HSPN & ASSOCIATES LLP

Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) $(iii=ii/(ii+iv) * 100)$	Nos. (iv)	As a % of total number of valid votes (Favour and Against) $(v=iv/(ii+iv) * 100)$	
<b>Item No. 3- Special Business:</b>  <b>Special Resolution</b> To re-appoint Mr. Bipin Gurnani, (DIN: 07966971) as Whole-time Director of the Company for a further period of 3 years with effect from 17th December 2024.	2,66,24,866	99.99	1,753	0.01	10,449

**Note:**

- i) Decimals up to 2 digits have been considered.
- ii) Abstained shares are not considered in calculation of total voting for and against.
- iii) Since Resolutions are put to Vote through only E-voting process, voting by poll is not applicable.

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





# HSPN & ASSOCIATES LLP

Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v =iv/ (ii+iv) * 100)	
Item No. 4- <u>Special Business</u>  <u>Ordinary Resolution:</u>  To confirm, ratify and approve the giving and/or availing of loan between related parties.	26,38,332	36.45	46,00,823	63.55	9,81,117

**Note:**

- i) Decimals up to 2 digits have been considered.
- ii) Abstained shares are not considered in calculation of total voting for and against.
- iii) Since above resolution is as per Regulation 23 of SEBI (LODR), Promoters being interested are abstained from voting.
- iv) Since Resolutions are put to Vote through only E-voting process, voting by poll is not applicable.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 4 is not carried.



# HSPN & ASSOCIATES LLP

Item No. of the Notice (i)	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) $(iii = ii / (ii + iv) * 100)$	Nos. (iv)	As a % of total number of valid votes (Favour and Against) $(v = iv / (ii + iv) * 100)$	
Item No. 5- <u>Special Business</u>  <u>Ordinary Resolution</u> To confirm, ratify and approve the transactions related to corporate guarantee.	26,38,332	36.45	46,00,823	63.55	9,81,117

**Note:**

- i) Decimals up to 2 digits have been considered.
- ii) Abstained shares are not considered in calculation of total voting for and against.
- iii) Since Resolutions are put to Vote through only E-voting process, voting by poll is not applicable.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 5 is not carried.





# HSPN & ASSOCIATES LLP

H. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

I. Restriction on Use


This report has been issued at the request of the Company for (i) submission to Stock Exchange i.e. BSE Limited and National Stock Exchange of India Ltd., (ii) placing on website of the Company and (iii) website of Link Intime India Pvt Ltd. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or in to whose hands it may come without my prior consent in writing.

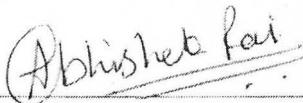
For HSPN & Associates LLP,  
Company Secretaries,



Date: 03<sup>rd</sup> October, 2024  
Place: Mumbai  
ICSI UDIN: F002827F001427822  
Peer Review No: 6035/2024

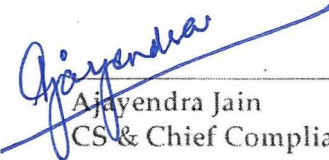
Hemant Shetye  
Designated Partner  
FCS. -2827  
CP No. - 1483

  
Name: Omprakash Yadav  
Witness 1  
Address: 206, 2<sup>nd</sup> Floor,  
Tantia Jogani Industrial Estate,  
J. R. Boricha Marg, Lower Parel (E),  
Mumbai- 400 011.

  
Name: Abhishek Rai  
Witness 2  
Address: 206, 2<sup>nd</sup> Floor,  
Tantia Jogani Industrial Estate,  
J. R. Boricha Marg, Lower Parel (E),  
Mumbai- 400 011.

To be counter signed by



  
Ajayendra Jain  
CS & Chief Compliance Officer