



Date: September 13, 2024

The Deputy Manager Department of Corporate Services BSE Limited, PJ Towers, Dalal Street Mumbai – 400 001 Scrip Code: 532784 & 890205	The Manager The National Stock Exchange of India Limited Exchange Plaza, Plot No C/1, G Block Bandra Kurla Complex Mumbai – 400 051 Scrip Code: SOBHA & SOBHAPP
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Dear Sir / Madam,

Sub: Results of the Postal Ballot and Scrutinizer Report

Ref: Postal Ballot Notice dated August 08, 2024.

This is further to our letter dated August 13, 2024, on the subject Postal Ballot Notice, for seeking approval of the Members of the Company on the below resolutions:

SL. No.	Description of Resolutions	Type of Resolutions
1.	<i>Appointment of Mr. Subba Rao Amarthaluru (DIN 00082313) as an Independent Director of the Company.</i>	<i>Special</i>
2.	<i>Appointment of Mr. Gopal B Hosur (DIN: 08884883) as an Independent Director of the Company.</i>	<i>Special</i>

In this regard we would like to mention that the remote e-Voting process has been concluded on September 12, 2024, at 5:00 p.m. (IST) and Mr. Nagendra D Rao, Practising Company Secretary, who was appointed as the Scrutinizer for the aforesaid Postal Ballot process, has submitted his Report on the Postal Ballot on September 13, 2024.

In this connection, please find enclosed the followings:

- Results of the postal ballot pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Scrutinizer's Report dated September 13, 2024.

Voting results along with the Scrutinizer's report are also being made available on the website of the Company www.sobha.com and on the website of the registrar and transfer agent of the Company Link Intime India Private Limited <https://instavote.linkintime.co.in>

You are requested to take the above information on record.

Yours faithfully,

FOR SOBHA LIMITED

Bijan Kumar Dash
Company Secretary & Compliance Officer
Membership No ACS 17222

SOBHA LIMITED



Results of Postal Ballot

(As per Regulation 44(3) of Securities and Exchange Board of India (Listing Obligation and Requirements) Regulation 2015

Name of the Company	Sobha Limited		
Date of Postal Ballot Notice	August 08, 2024		
Voting:			
Start Date	August 14, 2024		
End Date	September 12, 2024		
Total number of Members as on record date i.e. August 09, 2024 being the cut-off date for the purpose of e-Voting (1,11,376 members holding fully paid shares and 23,065 members holding partly paid shares)	1,34,441		
No. of Shareholder present in the meeting	Particular	Promoters and Promoter Group	Public
	Either in Person or through Proxy	Not Applicable	
	Through Video Conference	Not Applicable	

SOBHA LIMITED

Sobha Limited

Resolution Required :Special		1 - Appointment of Mr. Subba Rao Amarthaluru (DIN: 00082313) as an Independent Director of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	56,444,703	-	0.0000	-	-	-	-
	Poll		-	0.0000	-	-	-	-
	Postal Ballot		53,015,167	93.9241	53,015,167	-	100.00	0.0000
	Total		53,015,167	93.9241	53,015,167	-	100.00	0.0000
Public Institutions	E-Voting	36,296,684	-	0.0000	-	-	-	-
	Poll		-	0.0000	-	-	-	-
	Postal Ballot		30,629,322	84.3860	29,995,005	634,317	97.9291	2.0709
	Total		30,629,322	84.3860	29,995,005	634,317	97.9291	2.0709
Public Non Institutions	E-Voting	14,212,447	-	0.0000	-	-	-	-
	Poll		-	0.0000	-	-	-	-
	Postal Ballot		5,373,299	37.8070	5,372,270	1,029	99.9808	0.0191
	Total		5,373,299	37.8070	5,372,270	1,029	99.9808	0.0191
Total		106,953,834	89,017,788	83.2301	88,382,442	635,346	99.2863	0.7137

Sobha Limited

Resolution Required :Special		2 - Appointment of Mr. Gopal B. Hosur (DIN: 08884883) as an Independent Director of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	56,444,703	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		53015167	93.9241	53015167	0	100.0000	0.0000
	Total		53015167	93.92407823	53015167	0	100.0000	0.0000
Public Institutions	E-Voting	36,296,684	0	0.0000	0	0	-	-
	Poll		0	0.0000	0	0	-	-
	Postal Ballot		30629322	84.3860	30043849	585473	98.0885	1.9115
	Total		30629322	84.39	30043849	585473	98.0885	1.9115
Public Non Institutions	E-Voting	14,212,447	0	0.0000	0	0	-	-
	Poll		0	0.0000	0	0	-	-
	Postal Ballot		5373289	37.8069	5372263	1026	99.9809	0.0191
	Total		5373289	37.8069	5372263	1026	99.9809	0.0191
Total		106,953,834	89,017,778	83.2301	88,431,279	586,499	99.3411	0.6589



Nagendra D. Rao, B.Com., LL.B., F.C.S.
Practising Company Secretary

September 13, 2024

To,
The Chairman,
Sobha Limited,
'SOBHA', Sarjapur – Marathahalli,
Outer Ring Road (ORR),
Devarabisanahalli, Bellandur Post,
Bangalore – 560 103.

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot conducted pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

I, Nagendra D. Rao, Practising Company Secretary have been appointed as the Scrutinizer by the Board of Directors of Sobha Limited (the Company) vide their resolution dated August 08, 2024 to conduct the Postal Ballot process in respect of the following Resolutions as circulated (more detailed) in the Postal Ballot Notice dated August 08, 2024.

Sr. No.	Particulars	Nature of Resolution
1.	Appointment of Mr. Subba Rao Amarthaluru (DIN: 00082313) as an Independent Director of the Company.	Special Resolution
2.	Appointment of Mr. Gopal B Hosur (DIN: 08884883) as an Independent Director of the Company.	Special Resolution

Pursuant to Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (**"the Act"**), read together with Rule 20 and Rule 22 of the Companies Management and Administration) Rules, 2014, (**"the Rules"**), (including any statutory modification or re-enactment thereof for the time being in force) read with the General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs, Government of India (the **"MCA Circulars"**), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time) (**"SEBI LODR Regulations"**), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (**"SS-2"**) and any other applicable law, rules, circulars, notifications and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), via Postal Ballot only through remote E-voting (Voting through Electronic means) for the above said resolutions.

Accordingly, the company has made arrangement with the system provider viz. Link Intime India Private Limited (Link Intime) for providing a system of recording votes of the shareholders electronically through e-voting. Necessary Instructions in this regard to be followed by the Shareholders have also been duly mentioned in the Postal Ballot Notice dated August 08, 2024.



The Postal Ballot Notice has been sent to the shareholders by email on August 13, 2024 to their registered e-mail id's who have registered their email addresses with their Depositories / Depository Participant/the Company's Registrar and Share Transfer Agent, Link Intime. Pursuant to the MCA Circulars and the Circulars issued by SEBI, the Company has sent notice by e-mail only to all its shareholders who have registered their e-mail addresses with the Company or Depository Participant / Depository(ies).

The total shareholders of the Company as on the cut-off date i.e., **Friday August 09, 2024** were as under:

Sl. No.	Type of shareholders	Number of shareholders
1.	Fully Paid-up equity shareholders	1,11,376 (One lakh Eleven Thousand Three Hundred and Seventy-Six Only)
2.	Partly Paid-up equity shareholders	23,065 (Twenty-Three Thousand and Sixty-Five Only)

As per Para 2 of 7.5.1 of the SS-2 Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Companies Act, 2013, a member present in person or by Proxy shall, on a poll or ballot, have votes in proportion to his share in the paid up equity share capital of the company, subject to differential rights as to voting, if any, attached to certain shares as stipulated in the Articles or by the terms of issue of such shares.

The table below prescribes the details of number of equity shares fully paid-up and partly paid-up as on the cut-off date along with the proportion of votes entitled to the members respectively:

Face Value of Equity Shares	Paid-up Value of Equity Shares	Proportion of vote counted	Total Number of Equity shares	Number of votes entitled to members in proportion to their holding
10	10	1	9,48,45,853	9,48,45,853
10	5	0.5	1,21,07,981	60,53,990.50
Total			10,69,53,834	10,08,99,843.50

Pursuant to Rule 22 (3) of the Companies (Management and Administration) Rules, 2014 and Regulation 47 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, an advertisement was published by the Company in 'Business Line' in English and 'Prajavani' in Kannada on August 14, 2024, informing about the completion of dispatch of the postal ballot notice through email along with the details of activities with respect to Postal Ballot Notice.

The e-voting period commenced at 9.00 a.m. on Wednesday, August 14, 2024 and ended on Thursday, September 12, 2024 at 5.00 p.m.

All votes cast electronically through <https://instavote.linkintime.co.in> up to 5.00 p.m. on Thursday, September 12, 2024 being the last date and time fixed for voting, were considered for my scrutiny.

I have received a complete record of votes cast by electronic mode through <https://instavote.linkintime.co.in> from Link Intime, the agency for providing e-voting facility to the shareholders of the Company.

In respect of the above-mentioned resolutions, I hereby submit my report on the total votes cast electronically as detailed hereunder:



I. Resolution No. 1: Appointment of Mr. Subba Rao Amarthaluru (DIN 00082313) as an Independent Director of the Company.

Type of Resolution: **Special Resolution.**

(i) Voted in favour of the Resolution:

Type of shares	Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
Fully Paid- up shares	480	8,27,81,001	99.29 %
Partly Paid-up Shares	205	56,01,440.5 (Rounded off to 56,01,441)	
Total	685	8,83,82,442	

(ii) Voted against the Resolution:

Type of shares	Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
Fully Paid- up shares	23	6,35,316	0.71 %
Partly Paid-up Shares	9	29.5 (Rounded off to 30)	
Total	32	6,35,346	

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by Them
Nil	

Note: Voting rights on partly paid-up equity shares are in proportion to the amount paid-up on the face value of shares i.e.: 50 % of the face value of the equity shares.

Result - Resolution No. 1: As the Number of votes cast in favour of the Special Resolution is 8,83,82,442 (Eight Crore Eighty-Three Lakh Eighty-Two Thousand Four Hundred and Forty-Two) (i.e (99.29)%) is more than 3 times the number of votes cast against 6,35,346 (Six Lakh Thirty-Five Thousand Three Hundred and Forty-Six) (i.e (0.71)%). I report that the Special Resolution as set out in the Notice of Postal Ballot dated August 08, 2024, under section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 **has been passed** by the Shareholders with requisite majority.

II. Resolution No. 2: Appointment of Mr. Gopal B Hosur (DIN: 08884883) as an Independent Director of the Company.

Type of Resolution: **Special Resolution.**



(i) Voted in favour of the Resolution:

Type of shares	Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
Fully Paid- up shares	480	8,28,29,836	99.34 %
Partly Paid-up Shares	206	56,01,442.5 (Rounded off to 56,01,443)	
Total	686	8,84,31,279	

(ii) Voted against the Resolution:

Type of shares	Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
Fully Paid- up shares	23	5,86,471	0.66%
Partly Paid-up Shares	8	27.5 (Rounded off to 28)	
Total	31	5,86,499	

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by Them
	Nil

Note: Voting rights on partly paid-up equity shares are in proportion to the amount paid-up on the face value of shares i.e.: 50 % of the face value of the equity shares.

Result - Resolution No. 2: As the Number of votes cast in favour of the Special Resolution is **8,84,31,279 (Eight Crore Eighty-Four Lakh Thirty-One Thousand Two Hundred and Seventy Nine)**(i.e (99.34)%) is more than 3 times the number of votes cast against **5,86,499 (Five Lakh Eighty-Six Thousand Four Hundred and Ninety-Nine) (i.e (0.66)%)**. I report that the Special Resolution as set out in the Notice of Postal Ballot dated August 08, 2024, under section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 has been passed by the Shareholders with requisite majority.



Nagendra D. Rao
Practicing Company Secretary
Membership No. FCS – 5553
Certificate of Practice – 7731
Peer Reviewed Unit
Peer Review Certificate No.: 672/2020
UDIN: F005553F001209371