



December 19, 2023

The Manager Dept. of Corporate Services BSE Limited Regd. Office: Floor 25, P J Towers Dalal Street Mumbai - 400 001 Scrip code: 533274	The General Manager Dept. of Corporate Services National Stock Exchange of India Limited, Bandra Kurla Complex Bandra (E), Mumbai - 400051 Scrip code: PRESTIGE
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Dear Sir / Madam,

Sub: Intimation/submission of Voting results and Scrutinizer Report

We wish to inform the voting results of the Postal Ballot, conducted through remote e-voting process, to approve the regularization of appointment of Dr. Ravindra Munishwar Mehta (DIN: 01676229) as Non-Executive Independent Director of the Company, as detailed in the Notice of Postal Ballot circulated to the shareholders.

The special resolution has been passed with requisite majority on December 18, 2023.

In this regard, please find enclosed the following:

1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of the Scrutinizer dated December 18, 2023 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration), Rules 2014.

This is for your information and records.

Yours faithfully,
For Prestige Estates Projects Limited

Manoj Krishna JV
Company Secretary & Compliance Officer

Encl: As stated above



Resolution Required : (Special)			1 - To approve the regularization of appointment of Dr. Ravindra Munishwar Mehta (DIN: 01676229) as Non-Executive 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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	262500000	262500000	100.0000	262500000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		262500000	100.0000	262500000	0	100.0000	0.0000
Public Institutions	E-Voting	126363878	117141937	92.7021	117141937	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		117141937	92.7021	117141937	0	100.0000	0.0000
Public Non Institutions	E-Voting	11997776	10457	0.0872	10273	184	98.2404	1.7596
	Poll		0	0.0000	0.0000	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10457	0.0872	10273	184	98.2404	1.7596
Total		400861654	379652394	94.7091	379652210	184	100.000	100.00

Whether resolution is passed or not? (yes/No): Yes



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

December 18, 2023

To,
The Chairman,
Prestige Estates Projects Limited
Prestige Falcon Tower
No 19, Brunton Road
Bangalore -560 025.

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 Prestige Estates Projects Limited (the Company) at its meeting held on September 21, 2023 to conduct the Postal Ballot process in respect of the following Resolution as circulated (more detailed) in the Postal Ballot Notice dated September 21, 2023.

Sr. No.	Particulars	Nature of Resolution
1.	To Approve the Regularization of Appointment of Dr. Ravindra Munishwar Mehta (DIN: 01676229) as Non-Executive 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 with the Rule 20 and 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) and the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No.20/2020 dated May 5, 2020 Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 08, 2021, General Circular No. 03/2022 dated May 5, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Act, rules, circulars and notifications issued thereunder (including any statutory modification or re-enactment thereof for the time being in force), Secretarial Standard - 2 on General Meetings (SS-2), that the resolution appended is proposed to be passed by the way of Postal Ballot by voting through electronic means (remote e-voting).



Accordingly, the company has made arrangement with the system provider viz, Central Depository Services (India) Limited (CDSL) 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 September 21, 2023. Pursuant to the MCA Circulars and the Circulars issued by SEBI the Postal Ballot Notice has been sent to the shareholders by email 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.

Total shareholders of the Company as on the cut-off date were **88,854 (Eighty Eight Thousand Eight Hundred and Fifty Four)** only. The Company has completed on **November 18, 2023**, the dispatch of Notice through electronic mode to its members whose names appeared in the Register of Members/list of Beneficial Owners, as received from National Securities Depository Limited (NSDL) / CDSL as on cut-off date i.e., **November 10, 2023**.

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 Standard' in English and 'Samyukta Karnataka' in Kannada on **November 20, 2023**, 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. IST on Sunday, November 19, 2023 and ended at 5.00 p.m. IST on Monday, December 18, 2023**.

I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system.

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

I. Resolution No. 1:- To Approve the Regularization of Appointment of Dr. Ravindra Munishwar Mehta (DIN: 01676229) as Non- Executive Independent Director of the Company.

Type of Resolution – **Special Resolution**

“RESOLVED THAT, in accordance with the provisions of Section 149, 152 and 161 and other applicable provisions, if any, read with Schedule IV of the Companies Act, 2013, along with relevant Rules made thereunder including any amendments, statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”), the provisions of the Article of Association of the Company and the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, the consent of the members be and is hereby accorded to appoint Dr. Ravindra Munishwar Mehta (DIN: 01676229), who was appointed as an Additional Director in the capacity of Non-Executive Independent Director of the Company with effect from September 21, 2023, in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of a Director and who has submitted a declaration to that effect, and being eligible to be appointed in terms of Regulation 16(1) (b) of the Listing Regulations, as Non-Executive Independent



Director to hold office for a term of five years with effect from September 21, 2023 to September 20, 2028, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any committee of the Directors or any Director or Company Secretary in this regard to give effect to the above said resolution.”

(i) Voted in favour of the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
354	37,96,52,210	99.99%

(ii) Voted against the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
9	184	0.01%

(iii) Invalid Votes:

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

Result - Resolution No. 1: As the Number of votes cast in favour of the Special Resolution is **37,96,52,210 (Thirty Seven Crores Ninety Six Lakhs Fifty Two Thousand Two Hundred and Ten Only) (i.e. 99.99%)** is more than the 3 times the number of votes cast against **184 (One Hundred and Eighty Four only) (i.e. 0.01%)**. I report that the Special Resolution as set out in the Notice of Postal Ballot dated September 21, 2023 **has been passed** by the Shareholders with requisite majority.



NAGENDRA D. RAO
Practicing Company Secretary
Membership No.: FCS 5553
COP: 7731

Place : Bangalore
Date : December 18, 2023

Peer Review Certificate No.: 672/2020
UDIN: F005553E002973595