

Corporate Relations Department
BSE Limited,
1st Floor, New Trading Wing,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai 400 001.

The Market Operations Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051.

Date: March 18, 2023

Ref: Peninsula Land Limited (Company Code: BSE: 503031, NSE: PENINLAND)

Sub: Disclosure of Voting Results of the Extra-Ordinary General Meeting (EGM) of Peninsula Land Limited under Regulations 44 (3) and Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Dear Sir/ Madam,

With reference to the captioned subject, the Extra-Ordinary General Meeting (EGM) of the Company was held on Saturday, March 18, 2023 at 2.00 p.m. through Video Conferencing/ Other Audio Visual Means (VC/OAVM).

Pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith a brief of the proceedings of the Extra-Ordinary General Meeting of the Company (**Annexure-A**).

Further, pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are also submitting the details of the voting results of the business transacted at the EGM in the format prescribed by SEBI vide their circular No. CIR/CFD/CMD/8/2015 dated November 04, 2015 (**Annexure-B**) along with the Consolidated Report of the Scrutinizer on remote e-voting and e-voting system at the EGM (**Annexure-C**).

The above mentioned Reports are also being hosted on the Website of the Company and Scrutinizer's Report shall be uploaded on the Website of National Securities Depository Limited (NSDL).

Please take the above on record.

Thanking You,
Yours Sincerely,
For Peninsula Land Limited

Sonal Desai
(Sonal Rathod)
Company Secretary & Compliance Officer

Peninsula Land Limited
503, 5th Floor, Peninsula Tower-1,
Peninsula Corporate Park,
Ganpatrao Kadam Marg, Lower Parel (w),
Mumbai – 400 013

Phone : +91 22 6622 9300
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Email : info@peninsula.co.in
URL : www.peninsula.co.in
CIN : L17120MH1871PLC000005

Brief proceedings of Extra-Ordinary Meeting of the Company

The Extra-Ordinary General Meeting (EGM) of the Members of Peninsula Land Limited (“the Company”) was held on Saturday, March 18, 2023, at 2.00 p.m. through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”).

Ms. Urvi A. Piramal – Non-Executive Chairperson, occupied the Chair and after ascertaining that the requisite quorum was present, declared that the meeting was validly constituted and commenced the proceedings of the meeting. The Chairperson informed the EGM was conducted through Video Conferencing or Other Audio-Visual Means in accordance with the Circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI). The Company had engaged the services of National Securities Depository Limited (NSDL), to provide facility of remote e-voting, e-voting during the EGM and participation in the EGM through VC / OAVM facility.

The Chairperson then requested Ms. Sonal A. Rathod – Company Secretary & Compliance Officer to make announcement with respect to e-voting facility. The Company Secretary informed that, the Company had provided electronic voting facility (remote e-voting) to the members to cast their vote electronically on all resolutions set forth in the Notice of EGM. The remote e-voting commenced on Wednesday, March 15, 2023 at 09.00 a.m. and concluded on Friday, March 17, 2023 at 05:00 p.m. She further informed that, members who attended the EGM and could not cast their vote by remote e-voting were provided an opportunity to cast their vote through e-voting at the EGM. She also informed that Mr. Divyesh Vanpariya, Practicing Company Secretary, has been appointed as the Scrutinizer for remote e-voting as well as e-voting at this EGM to scrutinize the votes in a fair and transparent manner and that the detailed Scrutinizer’s Report along with the results of e-voting, shall be uploaded on the website of the Company, NSDL and shall also be submitted to the Stock Exchanges. She then requested the Chairperson to continue with the proceedings.

The Chairperson thereafter invited the Members, who had registered themselves as speakers to express their views or queries.

The following items of business, as per the Notice of EGM, were transacted at the meeting:

Brief description of the agenda items considered at the Extra-Ordinary General Meeting along with the Results:				
Sr. No.	Agenda Items	Type of Resolution	Voting Results	
			Mode of Voting	Results
1.	Issue of Equity Shares and Warrants on a preferential basis by way of private placement to Miranda Tools Private Limited, a member of the promoter group of the Company.	Special	Remote e-voting facility and e-voting system at the EGM	Remote e-voting facility and e-voting system at the EGM
2.	Approval of Managerial Remuneration to be given to Mr. Rajeev A. Piramal	Special		
3.	Approval of Managerial Remuneration to be given to Mr. Nandan A. Piramal	Special		

The meeting concluded at 2:35 p.m. after the Members cast their votes.

(Annexure - B)

Date of Extra-Ordinary General Meeting	Saturday, March 18, 2023
Total number of shareholders on record date	48,064
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	Nil
b) Public	Nil
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	8
b) Public	32

Agenda Wise Disclosure								
Resolution (1)								
Resolution required: (Ordinary/ Special)				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				YES				
Description of resolution considered				Issue of Equity Shares and Warrants on a preferential basis by way of private placement to Miranda Tools Private Limited, a member of the promoter group of the Company.				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstand ing shares (3)=[(2) /(1)]* 100	No. of Votes in favour (4)	No. of Vote s - agai nst (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2
Promo ter and Promo ter Group	E- Voting	172024 333	17202 4333	100	17202 4333	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applic able)	-	-	-	-	-	-	-
	Total	172024 333	17202 4333	100	17202 4333	0	100	0
Public- Institu	E- Voting	459010 7	0	0	0	0	0	0

tions	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	4590107	0	0	0	0	0	0
Public-Non Institutions	E-Voting	102586780	8265269	8.06	8261069	4200	99.95	0.05
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	102586780	8265269	8.06	8261069	4200	99.95	0.05
Total	279201220	180289602	64.57	180285402	4200	100.00	-	
Whether resolution is Pass or Not.							Passed	

Resolution (2)								
Resolution required: (Ordinary/Special)				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				YES				
Description of resolution considered				Approval of Managerial Remuneration to be given to Mr. Rajeev A. Piramal				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	172024333	172024333	100	172024333	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	17202	17202	100	17202	0	100	0

		4333	4333		4333			
Public-Institutions	E-Voting	4590107	0	0	0	0	0	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	4590107	0	0	0	0	0	0
Public-Non Institutions	E-Voting	102586780	8264869	8.06	8260469	4400	99.95	0.05
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	102586780	8264869	8.06	8260469	4400	99.95	0.05
Total		279201220	180289202	64.57	180284802	4400	100	0
Whether resolution is Pass or Not.							Passed	

Resolution (3)								
Resolution required: (Ordinary/Special)				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				YES				
Description of resolution considered				Approval of Managerial Remuneration to be given to Mr. Nandan A. Piramal				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100"
Promoter and Promoter Group	E-Voting	172024333	172024333	100	172024333	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-

	applicable)							
	Total	17202 4333	17202 4333	100	172024 333	0	100	0
Public-Institutions	E-Voting	45901 07	0	0	0	0	0	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	45901 07	0	0	0	0	0	0
Public-Non Institutions	E-Voting	10258 6780	82648 69	8.06	826046 9	44 00	99.95	0.05
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	10258 6780	82648 69	8.06	826046 9	44 00	99.95	0.05
Total		27920 1220	18028 9202	64.57	180284 802	44 00	100	0
Whether resolution is Pass or Not.							Passed	

Sonal Desai
(Sonal Rathod)
Company Secretary & Compliance Officer

Date: March 18, 2022
Place: Mumbai



DNV & ASSOCIATES

Company Secretaries

38, Shreeji Shopping Arcade, Opp Sanjog Hotel, M G Road, Borivali East, Mumbai – 400066.
Mob: 8082544970 Email: divyeshvanpariya88@gmail.com

FORM NO. MGT-13

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto]

To,
The Chairperson,
Peninsula Land Limited,
503, 5th Floor, Peninsula Tower-1,
Peninsula Corporate Park, Ganpatrao Kadam Marg,
Lower Parel, Mumbai - 400013

Subject: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting Process as well as E-Voting during the Extra-Ordinary General Meeting (EGM) of the Members of Peninsula Land Limited (the Company) held on Saturday, March 18, 2023, at 2:00 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

We, DNV & Associates, Company Secretaries, having office at 38, Shreeji Shopping Arcade, M G Road, Opp Sanjog Hotel, Borivali East, Mumbai - 400066, Maharashtra, India, were appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the remote e-voting process in respect of the resolution moved at Extra-Ordinary General Meeting (EGM) of the members of the Company that was held on Saturday, March 18, 2023 through through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The management of the Company is responsible to ensure the compliances with the requirements of the Act and Rules and General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 May 05, 2020 and 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021 and 2/2022 dated April 08, 2022, General Circular No. 3/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022 issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as '**MCA Circulars**') relating to remote e-voting and e-voting during the EGM on the resolutions contained in the EGM Notice. Our responsibility as Scrutinizer for the remote e-voting and e-voting during the EGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions stated in the said notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide remote e-voting facility for e-voting and e-voting during the EGM.



DNV & ASSOCIATES

Company Secretaries

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Mob: 8082544970 Email: divyeshvanpariya88@gmail.com

Further to above, I Submit this report as under: Further to above, I Submit this report as under:

1. The Company has provided the remote e-voting facility through National Securities Depository Limited ("NSDL") on their website www.evoting.nsdl.com;

The Company has confirmed to us that Notice dated February 21, 2023 along with Statement setting out material facts under Section 102 of the Act was sent by electronic mode on Thursday, February 23, 2023 to shareholders whose e-mail id is registered with the Registrar and Share Transfer Agent /Company / Depositories in compliance with the MCA Circulars and SEBI Circular. The said notice was dispatched on the basis of Register of Members made available by the Registrar & Share Transfer Agent of the Company and the list of beneficial owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, February 17, 2023

2. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had published advertisement about completion of dispatch of AGM Notice and providing remote e-voting facility in the English newspaper "The Free Press Journal and in Marathi newspaper Navshakti on Friday, February 24, 2023.
3. In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (Three) days from Wednesday, March 15, 2023 (09:00 A.M.) and ended on Friday, March 17, 2023 (05:00 P.M.).
4. The voting rights of members was considered in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. Saturday, March 11, 2023.
5. As required under the said rules, after the completion of the e-voting at the EGM, the votes cast through e-voting during the EGM were counted, thereafter the votes cast under remote e-voting facility were unblocked and the reports were downloaded from the NSDL e-voting platform in the presence of two witnesses who are not in employment with the Company:
6. Summary of the remote e-voting and e-voting during the EGM are as follows:



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Item No. 1: As a Special Resolution:

Issue of Equity Shares and Warrants on a preferential basis by way of private placement to Miranda Tools Private Limited, a member of the promoter group of the Company:

(i) Voted in Favour of the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
Voted through remote e-voting	98	180285402	99.99

(ii) Voted Against the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
Voted through remote e-voting	6	4200	0.01

(iii) Invalid / Abstained votes:

Mode of Voting	Number of members whose votes were invalid	Number of shares held by them
Voted through remote e-voting	0	0



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Item No. 2: As a Special Resolution:

Approval of Managerial Remuneration to be given to Mr. Rajeev A. Piramal:

(i) Voted in Favour of the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
Voted through remote e-voting	96	180284802	99.99

(ii) Voted Against the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
Voted through remote e-voting	7	4400	0.01

(iii) Invalid / Abstained votes:

Mode of Voting	Number of members whose votes were invalid	Number of shares held by them
Voted through remote e-voting	0	0



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Item No. 3: As a Special Resolution:

Approval of Managerial Remuneration to be given to Mr. Nandan A. Piramal:

(i) Voted in Favour of the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
Voted through remote e-voting	96	180284802	99.99

(ii) Voted Against the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
Voted through remote e-voting	7	4400	0.01

(iii) Invalid / Abstained votes:

Mode of Voting	Number of members whose votes were invalid	Number of shares held by them
Voted through remote e-voting	0	0



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7. Based on the foregoing, the Resolution No(s). 1, 2 and 3 have been passed with the requisite majority on the date of the EGM i.e. March 18, 2023.
8. All the relevant records shall remain in our safe custody until the Chairperson of the Company considers, approves and signs the minutes of the Extra-Ordinary General Meeting and the same shall be handed over thereafter to the Chairperson or Company Secretary of the Company for safe keeping.

Thanking you,
Yours faithfully,

For DNV & Associates
Company Secretaries
Firm Unique Code: S2018MH628300

Divyesh N. Vanpariya



Divyesh N. Vanpariya
Proprietor
Membership No: 41999
C.P. No.: 21050

UDIN: A041999D003290970

Date: 18-03-2023
Place: Mumbai