

Godrej Properties Limited
Regd. Office: Godrej One,
5th Floor, Pirojshanagar,
Eastern Express Highway,
Vikhroli (E), Mumbai- 400 079. India
Tel.: +91-22-6169 8500
Fax: +91-22-6169 8888
Website: www.godrejproperties.com

CIN : L74120MH1985PLC035308

December 13, 2022

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

The National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East)
Mumbai – 400 051

Ref: - BSE - Script Code: 533150
BSE - Security Code – 959822 – Debt Segment
NSE Symbol - GODREJPROP

Sub: Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Results of Postal Ballot (E-Voting) along with Scrutinizer's Report

Dear Sir/ Madam,


In terms of the Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the results of voting on resolutions as per Postal Ballot Notice dated November 09, 2022, in the prescribed format, along with the Scrutinizer's Report on voting issued by M/s A.K. Jain & Co., Company Secretaries, Scrutinizer.

The resolutions as per the Postal Ballot Notice dated November 09, 2022, were approved by the Members with the requisite majority and are deemed to have been passed on last day of voting i.e. December 12, 2022. The copy of the said Results is also available on the Company's website at <https://www.godrejproperties.com>.

We request you to take the voting results on records.

Thank you,

For Godrej Properties Limited


Ashish Karyekar
Company Secretary and Compliance Officer

Encl.: a/a



SCRUTINIZER'S REPORT

To,
The Chairman
Godrej Properties Limited
Godrej One, 5th Floor, Pirojshanagar
Eastern Express Highway, Vikhroli (East)
Mumbai - 400 079.

I, Ashish Kumar Jain, Proprietor of M/s. A.K. Jain & Co., Company Secretaries, Mumbai, have been appointed as Scrutinizer by the Board of Godrej Properties Limited to conduct the postal ballot of the Company pursuant to Section 108 and 110 of the Companies Act, 2013 "the Act" read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as and when amended and read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021 and General Circular No. 03/ 2022 dated May 05, 2022 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings issued by the Institute of the Company Secretaries of India for passing of the proposed Ordinary Resolutions as mentioned in the Postal Ballot Notice dated November 09, 2022 (hereinafter referred to as 'The Postal Ballot Notice').

I submit my report as under:

1. I have given my consent to act as Scrutinizer vide letter dated November 09, 2022 and was appointed as Scrutinizer for Postal Ballot including remote e-Voting by a Resolution passed by the Management Committee of Board of Directors on November 09, 2022. Further, Company Secretary & Compliance Officer of the Company authorized by the Management Committee was made responsible for conducting the postal ballot process.
2. The Company has completed the dispatch of the postal ballot notice through email on November 11, 2022 to its members whose names appeared in the Register of Members / Records of Depositories as on November 04, 2022.



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3. The Company has appointed KFin Technologies Limited (KFinTech) the authorized agency to provide remote e-voting facility to the Members, who were eligible to take part in the voting process.
4. As per Rule 22(3) of the Companies (Management and Administration) Rules, 2014, an advertisement in newspapers in regard to dispatch of Postal Ballot Notice to the members of the Company, was published by the Company in the Free Press Journal in English and Navshakti in Marathi on November 12, 2022.
5. The particulars of the remote e-voting done by the members of the Company during the period from Sunday, November 13, 2022 from 09.00 a.m. till Monday, December 12, 2022 at 5.00 p.m. by logging on <http://evoting.kfintech.com> were considered for scrutiny.
6. No physical Ballot paper has been received during the above mentioned voting period.
7. Summary of the combined report on the result of remote e-voting and ballot papers is given below:

Item No. 1 (Ordinary Resolution)

Approval of the appointment of Mr. Gaurav Pandey (DIN: 07229661) as Director of the Company

Particulars	Number of Members voted through remote e-voting *	Number of Votes casted through remote e-voting	Percentage (%)
Assent	819	23,87,82,026	99.31
Dissent	41	16,47,493	0.69
Total	860	24,04,29,519	100.00

Invalid Votes:

Number of Members whose votes were declared invalid	0	Number of invalid votes cast by them	0
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Abstained from Voting:

Number of Members	10	Number of Votes	76,273
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* Includes members who have partly voted for assent and partly for dissent.



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Item No. 2 (Ordinary Resolution)

Approval of appointment and remuneration of Mr. Gaurav Pandey (DIN: 07229661) as the Managing Director and Chief Executive Officer of the Company

Particulars	Number of Members voted through remote e-voting *	Number of Votes casted through remote e-voting	Percentage (%)
Assent	524	20,90,08,643	86.93
Dissent	339	3,14,20,890	13.07
Total	863	24,04,29,533	100.00

Invalid Votes

Number of Members whose votes were declared invalid	0	Number of invalid votes cast by them	0
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Abstained from Voting

Number of Members	9	Number of Votes	76,259
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* Includes members who have partly voted for assent and partly for dissent.

8. In view of the above summary, I hereby confirm that the Ordinary Resolutions proposed in the Postal Ballot Notice dated November 09, 2022 have been passed with requisite majority.

You may accordingly declare the result of Postal Ballot.

For A.K. Jain & Co.
Company Secretaries



Ashish Kumar Jain
Proprietor
CP No. 6124
Peer Review Certificate No.1485/2021
Membership No. F6058
UDIN No. F006058D002697439
Date: 13th December, 2022
Place: Mumbai



Countersigned by:



Ashish Karyekar
Company Secretary & Compliance Officer
(Membership No: ACS 11331)
Godrej Properties Limited
Date: 13th December, 2022
Place: Mumbai



Company Name	GODREJ PROPERTIES LTD
Date of the Postal Ballot Notice	November 09, 2022
Total number of shareholders on record date	205677
No. of shareholders present in the meeting either in person or Promoters and Promoter Group:	Not Applicable
Public:	-
No. of Shareholders attended the meeting through Video Promoters and Promoter Group:	Not Applicable
Public:	-

Resolution required: (Ordinary/ Special)	Ordinary Resolution - 1 - To approve appointment of Mr. Gaurav Pandey (DIN: 07229661) as Director of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	162599633	162599633	100.0000	162599633	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	89212731	77536941	86.9124	75890891	1646050	97.8771	2.1229
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	26208600	292945	1.1177	291502	1443	99.5074	0.4926
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	278020964	240429519	86.4789	238782026	1647493	99.3148	0.6852
Abstained from Voting	76273							



Resolution required: (Ordinary/ Special)	Ordinary Resolution - 2 - To approve appointment of Mr. Gaurav Pandey (DIN:07229661) as a Managing Director & Chief Executive Officer of the Company for a term of 3 (Three) years from January 1, 2023 to December 31, 2025.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	162599633	162599633	100.0000	162599633	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	89212731	77536941	86.9124	46117551	31419390	59.4782	40.5218
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	26208600	292959	1.1178	291459	1500	99.4880	0.5120
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	278020964	240429533	86.4789	209008643	31420890	86.9314	13.0686
Abstained from Voting	76259							

