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CIN : L21010MH1960PLC011764

September 28, 2021

To,  
The BSE Limited  
P.J. Towers, Dalal Street  
Mumbai - 400 001.

**Scrip Code : 502445**

**Sub:** Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Details of Voting Results at the 61st Annual General Meeting (AGM) of Citadel Realty and Developers Limited.

Dear Sirs,

On the basis of the Report dated September 27, 2021 forwarded by the Scrutinizer, Mr. Nitin R Joshi, a practicing Company Secretary, please find enclosed the results of the voting concluded through remote e-voting during September 24, 2021 to September 26, 2021 and e-voting during the 61st Annual General Meeting of Citadel Realty and Developers Limited held on September 27, 2021.

Please also find enclosed the Report of Scrutinizer on remote e-voting and e-voting during the AGM. As per the Scrutinizer's Report, all Resolutions as set out in the Notice of 61st Annual General Meeting have been duly approved by the Shareholders with requisite majority.

This is for information and records.

Yours faithfully,

For Citadel Realty and Developers Limited.

  
Anuja Dube  
Company Secretary & Compliance Officer



Encl.:

- i. Scrutinizer's Report
- ii. Voting results of the 61st Annual General Meeting by way of E-voting.

# Nitin R. Joshi

B.COM., LL.B., D.C.E.C., F.C.S.  
COMPANY SECRETARY

415, Marathon Max, Next to UdyogK shetra, Jn. of L.B.S. Marg & Goregaon Link Road, Mulund (W),  
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## CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To

The Chairman of the 61<sup>st</sup> Annual General Meeting ('AGM'/'Meeting') of the Equity Shareholders of Citadel Realty and Developers Limited held on Monday, 27<sup>th</sup> day of September, 2021 at 12.30 p.m. through video conferencing ('VC')/ other audio visual means ('OAVM').

Dear Sir,

I, Nitin R. Joshi, Practicing Company Secretary, have been appointed as a scrutinizer by the Board of Directors of Citadel Realty and Developers Limited ("the Company") for the purpose of scrutinizing the entire-voting process and ascertaining the requisite majority of the voting carried out, as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the resolutions contained in the notice of the 61<sup>st</sup> Annual General Meeting of the Members of the Company.

The AGM was held through VC/ OAVM without the physical presence of the Members at a common venue and in compliance with MCA Circular bearing nos. 20/2020, 14/2020, 17/2020, 02/2021 dated 5th May, 2020, 8th April, 2020, 13th April, 2020 and 13th January, 2021 (collectively referred to as 'MCA Circulars') and SEBI has vide is circulars bearing nos. SEBI /HO / CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and SEBI /HO/CFD/CMD2/CIR/ P/ 2021 / 11 dated 15th January, 2021 (collectively referred to as 'SEBI Circulars').

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder, relating to e-voting (remote e-voting) and e-voting process during the AGM on the resolutions contained in the Notice of the AGM of the shareholders of the Company. My responsibility as scrutinizers for the e-voting (remote e-voting) process and e-voting received at the Annual General Meeting is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the notice of AGM, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency, engaged by the Company to provide e-voting facilities to the shareholders and e-voting during the AGM.



Further to above, I submit my report as under:

1. The Company had provided the e-voting facility through NSDL's website [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The Company had uploaded the AGM Notice containing all the items of businesses to be transacted on the website of the Company and also on NSDL website for perusal by members.
2. The Notice of the AGM was sent to the Members along with the Annual Report 2020-21 of the Company through electronic mode to those members whose email addresses are registered with the Company/Depositories, in compliance with aforesaid Circulars., contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules') as amended.
3. As prescribed in the said Rules, the Company had published advertisements containing the specified information immediately on completion of dispatch of AGM Notice. The Company has also published the advertisements, in accordance with the provisions of the aforesaid Circulars.
4. Voting rights of Members have been reckoned in proportion to their share holding in the paid-up equity share capital of the Company as on the close of the business hours on Monday, September 20, 2021.
5. The remote e-voting commenced from Friday September 24, 2021 (09:00 a.m.) and concluded on Sunday, September 26, 2021 (05:00 p.m.).
6. At the AGM, the Chairman, after the discussions on all matters included in the said notice were over, announced that the Members present at the AGM and who have not cast their vote by remote e-voting, can exercise their voting rights through e-voting at the AGM.
7. After the closure of e-voting at the Annual General Meeting, the report on voting done at the Annual General meeting and votes cast under remote e-voting facility prior to the Annual General Meeting were unblocked and were counted.
8. I have scrutinised and reviewed the remote e-voting prior and during Annual General Meeting and votes cast therein based on the data downloaded from NDSL e-voting system.
9. I now submit my consolidated Report as under on the result of the remote e-voting in respect of the said resolutions.



Resolution No.	Brief Description of resolution	Resolution Type	Mode of voting	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
				No. of members voting	No. of votes	% of the total number of valid votes cast (favour and Against)	No. of members voting	No. of votes	% of the total number of valid votes cast (Favour and Against)	No. of members voting	No. of votes
1	Adoption of the Audited Standalone/Consolidated Financial Statement of the Company for the financial year ended 31.03.2021.	Ordinary	e-voting	53	5243079	--	2	72	--	--	--
			<b>Total</b>	<b>53</b>	<b>5243079</b>	<b>100</b>	<b>2</b>	<b>72</b>	<b>--</b>	<b>--</b>	<b>--</b>
2	Re-appointment of Ms.Sonal Shah as Director of the Company	Ordinary	e-voting	53	5243079	--	2	72	--	--	--
			<b>Total</b>	<b>53</b>	<b>5243079</b>	<b>100</b>	<b>2</b>	<b>72</b>	<b>--</b>	<b>--</b>	<b>--</b>
3	Related Party Transactions under section 188(1) (d) of the Companies Act, 2013 and under regulation 23 of SEBI (LODR) Regulations, 2015. -availing or rendering of any services.	Ordinary	e-voting	49	118117	--	2	72	--	--	--
			<b>Total</b>	<b>49</b>	<b>118117</b>	<b>99.94</b>	<b>2</b>	<b>72</b>	<b>00.06</b>	<b>--</b>	<b>--</b>

(Based on the aforesaid results, Ordinary Resolutions as contained from Resolution No.1 to Resolution No.3 of the notice dated May 03, 2021 have passed with requisite majority).



Consolidated list of Members for both, remote e-voting as well as e-voting at the AGM containing details of Members who voted 'FOR', 'AGAINST' and those whose votes which were considered as invalid (if any), along with all other relevant records, shall remain in my custody until Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter, I shall return the related papers to the Company.

Thanking you,

Yours faithfully,



*N. Joshi*

(NITIN R. JOSHI)

Practising Company Secretary

FCS 3137 CP 1884

UDIN number F003137C001016699

*Countersigned by*

*sd/-*

V. Ranganathan  
Chairman

Place: Mumbai

Date : September 27, 2021

Voting results	
Record date	20-09-2021
Total number of shareholders on record date	3489
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	3
b) Public	3486
<b>No. of resolution passed in the meeting</b>	<b>3</b>

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Standalone and Consolidated Audited Profit and Loss Account for the year ended 31st March, 2021 and the Balance Sheet as at that date and the Report of the Board of Directors and the Auditors thereon.				
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	5124962	5124962	100.0000	5124962	0	100.0000	0.0000
	Poll							
	Postal Ballot							
	<b>Total</b>		5124962	5124962	100.0000	5124962	0	100.0000
Public-Institutions	E-Voting	2484	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot							
	<b>Total</b>		2484	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2764752	118189	4.2748	118117	72	99.9391	0.0609
	Poll							
	Postal ballot							
	<b>Total</b>		2764752	118189	4.2748	118117	72	99.9391
<b>Total</b>		7892198	5243151	66.4346	5243079	72	99.9986	0.0014
Whether resolution is Pass or Not.							Yes	





Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Ms. Sonal Shah, who retires by rotation and being eligible, offers herself for reappointment.				
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	5124962	5124962	100.0000	5124962	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	5124962	5124962	100.0000	5124962	0	100.0000	0.0000
Public-Institutions	E-Voting	2484	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	2484	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	2764752	118189	4.2748	118117	72	99.9391	0.0609
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	2764752	118189	4.2748	118117	72	99.9391	0.0609
<b>Total</b>		7892198	5243151	66.4346	5243079	72	99.9986	0.0014
<b>Whether resolution is Pass or Not.</b>							Yes	



Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Related Party Transactions under section 188(1) (d) of the Companies Act, 2013 and under regulation 23 of SEBI (LODR) Regulations, 2015 - availing or rendering of any services.				
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	5124962	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		5124962	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	2484	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		2484	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2764752	118189	4.2748	118117	72	99.9391	0.0609
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		2764752	118189	4.2748	118117	72	99.9391
<b>Total</b>		7892198	118189	1.4975	118117	72	99.9391	0.0609
<b>Whether resolution is Pass or Not.</b>							Yes	

