



September 30, 2020

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: Proceedings of the 23rd Annual General Meeting of the Company held on September 29, 2020.

With reference to the above captioned subject and in compliance with Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform the following:

- a) The 23rd Annual General Meeting of the Members of the Company was held on Tuesday, September 29, 2020. The meeting commenced at 3.30 p.m. and concluded at 4.30 p.m. through Video Conferencing (VC) or Other Audio Visual Means(OAVM).
- b) The following Ordinary and Special Business were transacted at the Annual General Meeting:

Sl.No.	Nature of Resolution	Nature of Business Transacted
A		Ordinary Business
1	Ordinary Resolution	Receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the Boards' Report and Report of Auditors' thereon.
2	Ordinary resolution	Receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020.
3	Ordinary resolution	Confirm the payment of Interim Dividend at Rs. 1.5/- per equity share for the financial year 2019-20






4.	Ordinary Resolution	Re-appointment of Mr. Noaman Razack, Director, (DIN: 00189329) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment
B		Special Business
5.	Ordinary Resolution	Ratification of payment of remuneration to the Cost Auditor for the Financial Year 2020-21.
6.	Special resolution	Issue of Non-Convertible Debentures on a Private Placement basis

The facility of E-voting was provided to shareholders from Saturday, September 26, 2020 at 9.00 a.m. to Monday, September 28, 2020 at 5.00 p.m. pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014. Company had also conducted e-voting on the day of the meeting to enable members who could not cast their vote through remote e-voting to exercise their right.

The voting results as per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the above resolutions as declared by the Chairman subsequent to receipt of Scrutinizer's report on remote e-voting and e-voting is enclosed herewith.

Kindly take the above on record and oblige.

Thanking You

Yours faithfully,

For Prestige Estates Projects Limited,

Manoj Krishna J V
Company Secretary & Compliance Officer
Encl: As stated above





Resolution Required : (Ordinary)			1 - To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the Boards' Report and Report of Auditors' thereon.					
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	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	130583771	83728477	64.1186	78828477	4900000	94.1477	5.8523
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		83728477	64.1186	78828477	4900000	94.1477	5.8523
Public Non Institutions	E-Voting	7777883	6513	0.0837	5763	750	88.4846	11.5154
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6513	0.0837	5763	750	88.4846	11.5154
Total		400861654	346234990	86.3727	341334240	4900750	98.5846	1.4154

M. K. Srinivas





Resolution Required : (Ordinary)		2 - To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020.						
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	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	130583771	83728477	64.1186	77741626	5986851	92.8497	7.1503
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		83728477	64.1186	77741626	5986851	92.8497	7.1503
Public Non Institutions	E-Voting	7777883	6513	0.0837	5741	772	88.1468	11.8532
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6513	0.0837	5741	772	88.1468	11.8532
Total		400861654	346234990	86.3727	340247367	5987623	98.2706	1.7294

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Resolution Required : (Ordinary)			3 - To confirm the payment of Interim Dividend at Rs. 1.5/- per equity share for the financial year 2019-20.						
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	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	130583771	83999877	64.3264	83999877	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		83999877	64.3264	83999877	0	100.0000	0.0000	
Public Non Institutions	E-Voting	7777883	6513	0.0837	5791	722	88.9145	11.0855	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		6513	0.0837	5791	722	88.9145	11.0855	
Total		400861654	346506390	86.4404	346505668	722	99.9998	0.0002	

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Resolution Required : (Ordinary)			4 - To re-appoint Mr. Noaman Razack, Director, (DIN: 00189329) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	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	130583771	83688891	64.0883	83055497	633394	99.2432	0.7568
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		83688891	64.0883	83055497	633394	99.2432	0.7568
Public Non Institutions	E-Voting	7777883	6513	0.0837	5686	827	87.3023	12.6977
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6513	0.0837	5686	827	87.3023	12.6977
Total		400861654	346195404	86.3628	345561183	634221	99.8168	0.1832

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Resolution Required : (Ordinary)		5 - To ratify the payment of remuneration to M/s P. Dwibedy & Co. Cost Auditor of the Company for the Financial Year 2020-21.						
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	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	130583771	83999877	64.3264	83999877	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		83999877	64.3264	83999877	0	100.0000	0.0000
Public Non Institutions	E-Voting	7777883	6513	0.0837	5758	755	88.4078	11.5922
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6513	0.0837	5758	755	88.4078	11.5922
Total		400861654	346506390	86.4404	346505635	755	99.9998	0.0002

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Resolution Required : (Special)			6 - Issue of Non-Convertible Debentures on a Private Placement basis						
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]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$	
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	130583771	83999877	64.3264	83350517	649360	99.2270	0.7730	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		83999877	64.3264	83350517	649360	99.2270	0.7730	
Public Non Institutions	E-Voting	7777883	6513	0.0837	5758	755	88.4078	11.5922	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Total		6513	0.0837	5758	755	88.4078	11.5922	
Total		400861654	346506390	86.4404	345856275	650115	99.8124	0.1876	

Signature





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

September 29, 2020

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

Dear Sir,

Sub: Consolidated Scrutinizer's Report on e-voting process (remote e-voting) and electronic voting (e-voting) during the Annual General Meeting pursuant to Section 108 of the Companies Act, 2013, for the 23rd Annual General Meeting of Prestige Estates Projects Limited held on Tuesday, September 29, 2020 at 3:30 p.m. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

I, Nagendra D. Rao, Practising Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Prestige Estates Projects Limited ('the Company') vide resolution dated June 24, 2020, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (3) and (4) (xii) of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing remote e-voting and e-voting process in a fair and transparent manner for the business to be transacted at the 23rd Annual General Meeting of the Shareholders of the Company held on Tuesday, September 29, 2020 at 3:30 p.m. through VC / OAVM.

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 facility both for e-voting prior to the AGM ('remote e-voting') and voting at the AGM by electronic means ('e-voting').

Necessary Instructions in this regard to be followed by the Shareholders have also been duly mentioned in the Annual General Meeting Notice dated June 24th, 2020 sent to the shareholders through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the Ministry of Corporate Affairs ('MCA') Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as 'MCA Circulars') and Securities and Exchange Board of India ('SEBI') Circular dated May 12, 2020.

In accordance with the Notice of the 23rd Annual General Meeting sent to the shareholders and the 'Advertisement' published in Business Standard, English Newspaper and Samyukta Karnataka in Kannada Newspaper on September 08th, 2020 pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, the remote e-voting commenced on Saturday, September 26th, 2020 at 9:00 AM and ended on Monday, September 28th, 2020 at 5:00 PM.



The shareholders of the Company holding shares as on "cut-off" date September 23rd, 2020 were entitled to vote on the resolutions as contained in the Notice of the 23rd Annual General Meeting and the total shareholders of the Company as on the "cut-off" date were 27,656 (Twenty-Seven Thousand Six Hundred and Fifty-Six) only.

After the conclusion of the e-voting at the Annual General Meeting, the votes cast under remote e-voting and votes cast through e-voting during the AGM were unblocked in the presence of two witnesses who were not in the employment of the Company and then the votes cast there under were counted.

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

32 (Thirty-Two) only no. of shareholders participated through VC / OAVM.

I now submit my Consolidated Report on the remote e voting and e-voting process conducted at the 23rd Annual General Meeting of the Shareholders of the Company in respect of the below mentioned resolutions.

I. Resolution No. 1:- To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the Boards' Report and Report of Auditors' thereon.

Type of Resolution - **Ordinary 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
162	341,334,240	98.58

(ii) Voted against the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
5	4,900,750	1.42

(iii) Invalid Votes:

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

Remarks: The Ordinary Resolution No.1 as mentioned above is passed by requisite majority.

II. Resolution No. 2:- To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020 together with Report of Auditors' thereon.



Type of Resolution - **Ordinary 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
150	340,247,367	98.27

(ii) Voted against the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
17	5,987,623	1.73

(iii) Invalid Votes:

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

Remarks: The Ordinary Resolution No.2 as mentioned above is passed by requisite Majority.

III. Resolution No. 3:- To confirm the payment of Interim Dividend of Rs. 1.50/- (Rupees one and fifty paise only) per equity share for the financial year 2019-20.

Type of Resolution - **Ordinary 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
167	346,505,668	99.99

(ii) Voted against the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
4	722	0.01

(iii) Invalid Votes:

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

Remarks: The Ordinary Resolution No. 3 as mentioned above is passed by requisite Majority.



III. Resolution No. 4:- To re-appoint Mr. Noaman Razack, Director, (DIN: 00189329) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Type of Resolution – **Ordinary 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
153	345,561,183	99.82

(ii) Voted against the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
17	634,221	0.18

(iii) Invalid Votes:

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

Remarks: The Ordinary Resolution No. 4 as mentioned above is passed by requisite Majority.

III. Resolution No. 5:- To ratify the payment of remuneration to M/s P. Dwibedy & Co., Cost Auditor of the Company for the Financial Year 2020-21.

Type of Resolution – **Ordinary 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
166	346,505,635	99.99

(ii) Voted against the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
5	755	0.01



(iii) Invalid Votes:

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

Remarks: The Ordinary Resolution No. 5 as mentioned above is passed by requisite Majority.

III. Resolution No. 6:- Issue of Non-Convertible Debentures on a Private Placement basis.

Type of Resolution – **Special 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
156	345,856,275	99.81

(ii) Voted against the Resolution:

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
16	650,115	0.19

(iii) Invalid Votes:

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

Remarks: The Special Resolution No. 6 as mentioned above is passed by requisite Majority.

Thanking You,
Yours Faithfully,



Nagendra D Rao
Practising Company Secretary

UDIN: F005553B000809501