



Corp. Office: Shree Laxmi Woolen Mills Estate, 2nd Floor,
R.R. Hosiery, Off Dr. E. Moses Rd. Mahalaxmi, Mumbai - 400 011
Tel: (022) 3001 6600 Fax: (022) 3001 6601
CIN No.: L17100MH1905PLC000200

September 25, 2023

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai- 400 001

National Stock Exchange of India Limited

Exchange Plaza, Plot C/1, G-Block
Bandra-Kurla Complex, Bandra East,
Mumbai- 400051

Security code: 503100

Symbol: PHOENIXLTD

Dear Sir(s),

Sub: Disclosure of Voting Results of the Remote e-voting and voting at the 118th Annual General Meeting ('AGM') of The Phoenix Mills Limited

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith details regarding the voting results (remote e-voting and e-voting during the AGM) of the businesses transacted at the 118th Annual General Meeting of the Company held on Friday, September 22, 2023.

We also enclose herewith the Scrutinizer's Combined Report on remote e-voting and e-voting during the AGM.

We would also like to inform that all items of business contained in the Notice of the 118th Annual General Meeting dated August 08, 2023 were transacted and approved by the Shareholders with requisite majority.

The aforesaid voting results and Scrutinizer's Combined Report are also being uploaded on the website of the Company at www.thephoenixmills.com and the Link Intime India Private Limited at <https://instavote.linkintime.co.in>.

You are requested to take the same on record.

Thanking you,

Yours' faithfully,

For The Phoenix Mills Limited

Gajendra Mewara
Company Secretary

Encl: a/a

**Voting Results of the 118th Annual General Meeting of the Company
(Remote e-voting and e-voting at the AGM)**

Date of the Annual General Meeting / Extra-ordinary General Meeting	September 22, 2023
Total number of shareholders on record date i.e. as of cut-off date: September 15, 2023	69,693
<i>No. of shareholders present in the meeting either in person or through proxy:</i>	
Promoter and Promoter Group	-
Public	-
<i>No. of Shareholders attended the meeting through Video Conferencing:</i>	
Promoter and Promoter Group	08
Public	52

Resolution Required : (Ordinary)			1 - To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and 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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	84484487	84484487	100.0000	84484487	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		84484487	100.0000	84484487	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting	86669628	75146097	86.7041	75146097	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		75146097	86.7041	75146097	0	100.0000	0.0000	0.0000
Public Non Institutions	E-Voting	7497938	577685	7.7046	577685	0	100.0000	0.0000	0
	Poll		40208	0.5363	40208	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		617893	8.2409	617893	0	100.0000	0.0000	0.0000
Total		178652053	160248477	89.6986	160248477	0	100.0000	0.0000	0

Resolution Required : (Ordinary)			2 - To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Report of the 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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	84484487	84484487	100.0000	84484487	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		84484487	100.0000	84484487	0	100.0000	0.0000	0
Public Institutions	E-Voting	86669628	75146097	86.7041	75146097	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		75146097	86.7041	75146097	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	7497938	577685	7.7046	577685	0	100.0000	0.0000	0
	Poll		40208	0.5363	40208	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		617893	8.2409	617893	0	100.0000	0.0000	0
Total		178652053	160248477	89.6986	160248477	0	100.0000	0.0000	0

Resolution Required : (Ordinary)			3 - To declare a dividend of Rs. 5.00/- per Equity Share of the face value of Rs. 2 for the Financial Year ended March 31, 2023						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	84484487	84484487	100.0000	84484487	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		84484487	100.0000	84484487	0	100.0000	0.0000	0
Public Institutions	E-Voting	86669628	75229881	86.8007	75229881	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		75229881	86.8007	75229881	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	7497938	577686	7.7046	577685	1	99.9998	0.0002	0
	Poll		40208	0.5363	40208	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		617894	8.2409	617893	1	99.9998	0.0002	0
Total		178652053	160332262	89.7455	160332261	1	100.0000	0.0000	0

Resolution Required : (Ordinary)			4 - To appoint a Director in place of Mr. Rajesh Kulkarni (DIN: 03134336), who retires by rotation and, being eligible, offers himself for re-appointment.						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	84484487	84484487	100.0000	84484487	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		84484487	100.0000	84484487	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting	86669628	75229881	86.8007	60665394	14564487	80.6400	19.3600	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		75229881	86.8007	60665394	14564487	80.6400	19.3600	0.0000
Public Non Institutions	E-Voting	7497938	577675	7.7045	577675	0	100.0000	0.0000	0
	Poll		40208	0.5363	40208	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		617883	8.2408	617883	0	100.0000	0.0000	0.0000
Total		178652053	160332251	89.7455	145767764	14564487	90.9161	9.0839	0

Resolution Required : (Special)			5 - Approval for re-appointment and payment of remuneration to Mr. Rajendra Kalkar (DIN: 03269314) as a Whole-time Director for a period of 5 years with effect from December 10, 2023 to December 09, 2028.						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	84484487	84484487	100.0000	84484487	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		84484487	100.0000	84484487	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting	86669628	75229881	86.8007	56156655	19073226	74.6467	25.3533	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		75229881	86.8007	56156655	19073226	74.6467	25.3533	0.0000
Public Non Institutions	E-Voting	7497938	577675	7.7045	577652	23	99.9960	0.0040	0
	Poll		40208	0.5363	40208	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		617883	8.2408	617860	23	99.9963	0.0037	0.0000
Total		178652053	160332251	89.7455	141259002	19073249	88.1039	11.8961	0

Resolution Required : (Ordinary)			6 - Approval of appointment of Ms. Rashmi Sen (DIN: 05206417) as a Director						
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	No. of votes Invalid
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100	[8]
Promoter and Promoter Group	E-Voting	84484487	84484487	100.0000	84484487	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		84484487	100.0000	84484487	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting	86669628	75229881	86.8007	60665394	14564487	80.6400	19.3600	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		75229881	86.8007	60665394	14564487	80.6400	19.3600	0.0000
Public Non Institutions	E-Voting	7497938	577676	7.7045	577622	54	99.9907	0.0093	0
	Poll		40208	0.5363	40208	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		617884	8.2408	617830	54	99.9913	0.0087	0.0000
Total		178652053	160332252	89.7455	145767711	14564541	90.9160	9.0840	0

Resolution Required : (Special)			7 - Approval for appointment and payment of remuneration to Ms. Rashmi Sen (DIN: 05206417) as a Whole-time Director for a period of 5 years with effect from August 08, 2023 to August 07, 2028						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	84484487	84484487	100.0000	84484487	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		84484487	100.0000	84484487	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting	86669628	75229881	86.8007	58000847	17229034	77.0982	22.9018	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		75229881	86.8007	58000847	17229034	77.0982	22.9018	0.0000
Public Non Institutions	E-Voting	7497938	577675	7.7045	577621	54	99.9907	0.0093	0
	Poll		40208	0.5363	40208	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		617883	8.2408	617829	54	99.9913	0.0087	0.0000
Total		178652053	160332251	89.7455	143103163	17229088	89.2541	10.7459	0

Resolution Required : (Special)			8 - Payment of remuneration to Mr. Atul Ruia (DIN: 00087396) as Non-executive Chairman of the Company						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	84484487	84484487	100.0000	84484487	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		84484487	100.0000	84484487	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting	86669628	75229881	86.8007	40222681	35007200	53.4664	46.5336	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		75229881	86.8007	40222681	35007200	53.4664	46.5336	0.0000
Public Non Institutions	E-Voting	7497938	577675	7.7045	577675	0	100.0000	0.0000	0
	Poll		40208	0.5363	40208	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		617883	8.2408	617883	0	100.0000	0.0000	0.0000
Total		178652053	160332251	89.7455	125325051	35007200	78.1658	21.8342	0

Resolution Required : (Special)			9 - Appointment of Mr. Anand Khatau (DIN: 03225544) as an 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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	84484487	84484487	100.0000	84484487	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		84484487	100.0000	84484487	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting	86669628	75229881	86.8007	75229881	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		75229881	86.8007	75229881	0	100.0000	0.0000	0.0000
Public Non Institutions	E-Voting	7497938	577674	7.7044	577640	34	99.9941	0.0059	0
	Poll		40208	0.5363	40208	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		617882	8.2407	617848	34	99.9945	0.0055	0
Total		178652053	160332250	89.7455	160332216	34	100.0000	0.0000	0

Resolution Required : (Special)			10 -Appointment of Dr. Archana Hingorani (DIN: 00028037) as an 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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	84484487	84484487	100.0000	84484487	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		84484487	100.0000	84484487	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting	86669628	72325382	83.4495	56202691	16122691	77.7081	22.2919	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		72325382	83.4495	56202691	16122691	77.7081	22.2919	0.0000
Public Non Institutions	E-Voting	7497938	577674	7.7044	577640	34	99.9941	0.0059	0
	Poll		40208	0.5363	40208	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		617882	8.2407	617848	34	99.9945	0.0055	0.0000
Total		178652053	157427751	88.1198	141305026	16122725	89.7587	10.2413	0

Resolution Required : (Special)			11 - Appointment of Mr. Sumeet Anand (DIN: 00793753) as an 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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	84484487	84484487	100.0000	84484487	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		84484487	100.0000	84484487	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting	86669628	75229881	86.8007	75229881	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		75229881	86.8007	75229881	0	100.0000	0.0000	0.0000
Public Non Institutions	E-Voting	7497938	577674	7.7044	577640	34	99.9941	0.0059	0
	Poll		40208	0.0864	40208	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		617882	7.7908	617848	34	99.9945	0.0055	0.0000
Total		178652053	160332250	89.7267	160332216	34	100.0000	0.0000	0

Resolution Required : (Ordinary)			12 - Material Related Party Transaction(s) between and/or amongst Island Star Mall Developers Private Limited, subsidiary of the Company, Alyssum Developers Private Limited and Sparkle One Mall Developers Private Limited, subsidiaries of Island Star Mall Developers Private Limited						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	84484487	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Institutions	E-Voting	86669628	75229881	86.8007	72455223	2774658	96.3118	3.6882	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		75229881	86.8007	72455223	2774658	96.3118	3.6882	0
Public Non Institutions	E-Voting	7497938	444825	5.9416	443760	1065	99.7606	0.2394	0
	Poll		6475	0.0864	6475	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		451300	6.0280	450235	1065	99.7640	0.2360	0
Total		178652053	75681181	42.3627	72905458	2775723	96.3323	3.6677	0

Resolution Required : (Ordinary)			13 - Material Related Party Transaction(s) between and/or amongst Alyssum Developers Private Limited, Sparkle One Mall Developers Private Limited, Insight Mall Developers Private Limited, subsidiaries of Island Star Mall Developers Private Limited and Island Star Mall Developers Private Limited, subsidiary of the Company						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	84484487	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Institutions	E-Voting	86669628	75229881	86.8007	72455223	2774658	96.3118	3.6882	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		75229881	86.8007	72455223	2774658	96.3118	3.6882	0
Public Non Institutions	E-Voting	7497938	444825	5.9416	443760	1065	99.7606	0.2394	0
	Poll		6475	0.0864	6475	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		451300	6.0280	450235	1065	99.7640	0.2360	0
Total		178652053	75681181	42.3627	72905458	2775723	96.3323	3.6677	0

Resolution Required : (Ordinary)			14- Material Related Party Transaction(s) between Plutocrat Commercial Real Estate Private Limited, subsidiary of the Company and CPP Investment Board Private Holdings (4) Inc.						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	84484487	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Institutions	E-Voting	86669628	75229881	86.8007	75229881	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		75229881	86.8007	75229881	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	7497938	444825	5.9416	443760	1065	99.7606	0.2394	0
	Poll		6475	0.0864	6475	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		451300	6.0280	450235	1065	99.7640	0.2360	0
Total		178652053	75681181	42.3627	75680116	1065	99.9986	0.0014	0

Resolution Required : (Ordinary)			15- Material Related Party Transaction(s) between and/or amongst Offbeat Developers Private Limited, Vamona Developers Private Limited, subsidiaries of the Company and Finesse Mall and Commercial Real Estate Private Limited, a wholly owned subsidiary of the Company						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	84484487	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Institutions	E-Voting	86669628	75229881	86.8007	75229881	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		75229881	86.8007	75229881	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	7497938	444825	5.9416	443760	1065	99.7606	0.2394	0
	Poll		6475	0.5363	6475	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		451300	6.4779	450235	1065	99.7640	0.2360	0
Total		178652053	75681181	42.3816	75680116	1065	99.9986	0.0014	0

Resolution Required : (Ordinary)			16- Material Related Party Transaction(s) between and/or amongst Offbeat Developers Private Limited, Vamona Developers Private Limited, subsidiaries of the Company and Casper Realty Private Limited, wholly owned subsidiary of the Company						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	84484487	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Institutions	E-Voting	86669628	75229881	86.8007	75229881	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		75229881	86.8007	75229881	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	7497938	444825	5.9416	443747	1078	99.7577	0.2423	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		444825	5.9416	443747	1078	99.7577	0.2423	0
Total		178652053	75674706	42.3591	75673628	1078	99.9986	0.0014	0

Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

September 25, 2023

The Chairman/Company Secretary
The Phoenix Mills Limited
462, Senapati Bapat Marg,
Lower Parel, Mumbai - 400013

Dear Sir,

Sub: **Scrutinizer's Report on remote e-voting prior to and e-voting during the 118th Annual General Meeting of the Members of The Phoenix Mills Limited held on September 22, 2023**

The Phoenix Mills Limited ('the Company') vide a resolution of its Board of Directors dated August 8, 2023, appointed Mr. Himanshu S. Kamdar (Membership No. FCS 5171), Partner of M/s Rathi & Associates, Company Secretaries, Mumbai, as the Scrutinizer to ensure that the process of remote e-voting prior to and e-voting conducted during the 118th Annual General Meeting ('AGM') held on Friday, September 22, 2023, on the resolutions contained in the Notice dated August 8, 2023 for the AGM, as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ('the Act') as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The AGM was held through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') without the physical presence of the Members at a common venue and in compliance with 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. 02/2021 dated January 13, 2021, Circular No. 02/2022 dated May 5, 2022 and Circular No. 10/2022 dated December 28, 2022 ('MCA Circulars') issued by the Ministry of Corporate Affairs ('MCA') along with Circular No. SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated January 5, 2023 issued by The Securities and Exchange Board of India ('SEBI Circulars'). The Company had provided e-voting facility during the time of AGM for those shareholders who did not cast their votes through remote e-voting facility prior to the AGM.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting prior to and e-voting during the AGM on the resolutions contained in the aforesaid Notice of the 118th AGM of the Members of the Company. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting prior to AGM and e-voting during the AGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "In Favour" or "Against" the resolutions, based on the reports generated from the system related to remote e-voting prior to AGM and e-voting during the AGM, of Link Intime India Private Limited, the agency engaged by the Company to provide remote e-voting facility prior to the AGM and e-voting during the AGM.

As required under Section 101 of the Act read with aforementioned circulars issued by MCA and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India, Notice of 118th AGM along with Explanatory Statement under Section 102 of the Act was sent to the Members by electronic means. Following resolutions were proposed for approval by remote e-voting prior to AGM and e-voting conducted during the AGM by the Members of the Company:

1. **Resolution No. 1** as an **Ordinary Resolution** for adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon;
2. **Resolution No. 2** as an **Ordinary Resolution** for adoption of the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Report of the Auditors thereon;
3. **Resolution No. 3** as an **Ordinary Resolution** for declaration of dividend of ₹ 5 per Equity Share of the face value of ₹ 2 each for the Financial Year ended March 31, 2023;
4. **Resolution No. 4** as an **Ordinary Resolution** for re-appointment of Rajesh Kulkarni (DIN: 03134336), who retired by rotation and, being eligible, had offered himself for re-appointment;
5. **Resolution No. 5** as a **Special Resolution** for re-appointment and payment of remuneration to Mr. Rajendra Kalkar (DIN: 03269314) as a Whole-time Director for a period of 5 years with effect from December 10, 2023 to December 9, 2028;
6. **Resolution No. 6** as an **Ordinary Resolution** for appointment of Ms. Rashmi Sen (DIN: 05206417) as a Director;
7. **Resolution No. 7** as a **Special Resolution** for appointment and payment of remuneration to Ms. Rashmi Sen (DIN: 05206417) as a Whole-time Director for a period of 5 years with effect from August 08, 2023 to August 07, 2028;

8. **Resolution No. 8** as a **Special Resolution** for payment of remuneration to Mr. Atul Ruia (DIN: 00087396) as Non-Executive Chairman of the Company;
9. **Resolution No. 9** as a **Special Resolution** for appointment of Mr. Anand Khatau (DIN: 03225544) as an Independent Director of the Company;
10. **Resolution No. 10** as a **Special Resolution** for appointment of Dr. Archana Hingorani (DIN: 00028037) as an Independent Director of the Company;
11. **Resolution No. 11** as a **Special Resolution** for appointment of Mr. Sumeet Anand (DIN: 00793753) as an Independent Director of the Company;
12. **Resolution No. 12** as an **Ordinary Resolution** for approval of Material Related Party Transaction(s) between and/or amongst Island Star Mall Developers Private Limited, subsidiary of the Company, Alyssum Developers Private Limited and Sparkle One Mall Developers Private Limited, subsidiaries of Island Star Mall Developers Private Limited;
13. **Resolution No. 13** as an **Ordinary Resolution** for approval of Material Related Party Transaction(s) between and/or amongst Alyssum Developers Private Limited, Sparkle One Mall Developers Private Limited, Insight Mall Developers Private Limited, subsidiaries of Island Star Mall Developers Private Limited and Island Star Mall Developers Private Limited, subsidiary of the Company;
14. **Resolution No. 14** as an **Ordinary Resolution** for approval of Material Related Party Transaction(s) between Plutocrat Commercial Real Estate Private Limited, subsidiary of the Company and CPP Investment Board Private Holdings (4) Inc.;
15. **Resolution No. 15** as an **Ordinary Resolution** for approval of Material Related Party Transaction(s) between and/or amongst Offbeat Developers Private Limited, Vamona Developers Private Limited, subsidiaries of the Company and Finesse Mall and Commercial Real Estate Private Limited, a wholly owned subsidiary of the Company; and
16. **Resolution No. 16** as an **Ordinary Resolution** for approval of Material Related Party Transaction(s) between and/or amongst Offbeat Developers Private Limited, Vamona Developers Private Limited, subsidiaries of the Company and Casper Realty Private Limited, wholly owned subsidiary of the Company.

Remote e-voting facility was made available to shareholders of the Company to cast their votes from Sunday, September 17, 2023 at 9.00 a.m. (IST) upto Thursday, September 21, 2023 at 5.00 p.m. (IST). The shareholders who casted votes through remote e-voting prior to AGM, were not entitled to cast votes through e-voting conducted during the AGM. Accordingly, votes casted through remote e-voting upto 5.00 p.m. (IST) on Thursday, September 21, 2023 and votes cast through e-voting conducted during the 118th AGM have been considered for my scrutiny.

After the conclusion of the 118th AGM, the details of voting through remote e-voting prior to AGM and e-voting during the AGM were unlocked. A summary of the votes cast by the Members through remote e-voting prior to AGM and e-voting during the AGM with their pattern of voting is as per **Annexure** attached to this Report.

The results of the voting by members through remote e-voting prior to AGM and e-voting during the AGM in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the Company or the Company Secretary as authorized in this regard by the Board of Directors of the Company.

Thanking you,

Yours sincerely,

**For RATHI & ASSOCIATES,
COMPANY SECRETARIES**

HIMANSHU
SHANTILAL KAMDAR

Digitally signed by HIMANSHU
SHANTILAL KAMDAR
Date: 2023.09.25 18:56:14
+05'30'

**HIMANSHU S. KAMADAR
PARTNER
M. NO.: FCS 5171
COP NO.: 3030
UDIN: F005171E001079178
PEER REVIEW CERT. NO.: 668/2020**

**COUNTERSIGNED BY
For THE PHOENIX MILLS LIMITED**

**GAJENDRA
MEWARA**

Digitally signed by
GAJENDRA MEWARA
Date: 2023.09.25
19:30:13 +05'30'

**GAJENDRA MEWARA
COMPANY SECRETARY
M. NO.: A22941**

ANNEXURE

Summary of votes cast by way of remote e-voting prior to AGM and e-voting conducted during the AGM for each of the resolutions is given below:

Resolution No. 1 as an **Ordinary Resolution** for adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon.

Sr. No.	Particulars	Resolution 1	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting conducted at AGM	5	40,208
b.	Votes cast through remote e-voting prior to AGM	518	16,02,08,269
	Total	523	16,02,48,477
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	523	16,02,48,477
	(i) Voting with assent for the Resolution	523	16,02,48,477
	% of Assent		100.00
	(ii) Voting with dissent for the Resolution	-	-
	% of Dissent		-

Resolution No. 2 as an **Ordinary Resolution** for adoption of the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Report of the Auditors thereon.

Sr. No.	Particulars	Resolution 2	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting conducted at AGM	5	40,208
b.	Votes cast through remote e-voting prior to AGM	518	16,02,08,269
	Total	523	16,02,48,477
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	523	16,02,48,477
	(i) Voting with assent for the Resolution	523	16,02,48,477
	% of Assent		100.00
	(ii) Voting with dissent for the Resolution	-	-
	% of Dissent		-

Resolution No. 3 as an **Ordinary Resolution** for declaration of dividend of ₹ 5 per Equity Share of the face value of ₹ 2 each for the Financial Year ended March 31, 2023.

Sr. No.	Particulars	Resolution 3	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting conducted at AGM	5	40,208
b.	Votes cast through remote e-voting prior to AGM	520	16,02,92,054
	Total	525	16,03,32,262
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	525	16,03,32,262
	(i) Voting with assent for the Resolution	524	16,03,32,261
	% of Assent		100.00*
	(ii) Voting with dissent for the Resolution	1	1
	% of Dissent		0.00*

*Rounded off.

Resolution No. 4 as an **Ordinary Resolution** for re-appointment of Rajesh Kulkarni (DIN: 03134336), who retired by rotation and, being eligible, had offered himself for re-appointment.

Sr. No.	Particulars	Resolution 4	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting conducted at AGM	5	40,208
b.	Votes cast through remote e-voting prior to AGM	522	16,02,92,043
	Total	527	16,03,32,251
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	527	16,03,32,251
	(i) Voting with assent for the Resolution	415 [^]	14,57,67,764
	% of Assent		90.92*
	(ii) Voting with dissent for the Resolution	112 [^]	1,45,64,487
	% of Dissent		9.08*

[^]3 shareholders have voted partially in favour and partially against the resolution.

*Rounded off.

Resolution No. 5 as a **Special Resolution** for re-appointment and payment of remuneration to Mr. Rajendra Kalkar (DIN: 03269314) as a Whole-time Director for a period of 5 years with effect from December 10, 2023 to December 9, 2028.

Sr. No.	Particulars	Resolution 5	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting conducted at AGM	5	40,208
b.	Votes cast through remote e-voting prior to AGM	519	16,02,92,043
	Total	524	16,03,32,251
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	524	16,03,32,251
	(i) Voting with assent for the Resolution	362	14,12,59,002
	% of Assent		88.10*
	(ii) Voting with dissent for the Resolution	162	1,90,73,249
	% of Dissent		11.90*

*Rounded off.

Resolution No. 6 as an **Ordinary Resolution** for appointment of Ms. Rashmi Sen (DIN: 05206417) as a Director.

Sr. No.	Particulars	Resolution 6	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting conducted at AGM	5	40,208
b.	Votes cast through remote e-voting prior to AGM	523	16,02,92,044
	Total	528	16,03,32,252
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	528	16,03,32,252
	(i) Voting with assent for the Resolution	413 [^]	14,57,67,711
	% of Assent		90.92*
	(ii) Voting with dissent for the Resolution	115 [^]	1,45,64,541
	% of Dissent		9.08*

[^]3 shareholders have voted partially in favour and partially against the resolution.

*Rounded off.

Resolution No. 7 as a **Special Resolution** for appointment and payment of remuneration to Ms. Rashmi Sen (DIN: 05206417) as a Whole-time Director for a period of 5 years with effect from August 08, 2023 to August 07, 2028.

Sr. No.	Particulars	Resolution 7	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting conducted at AGM	5	40,208
b.	Votes cast through remote e-voting prior to AGM	522	16,02,92,043
	Total	527	16,03,32,251
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	527	16,03,32,251
	(i) Voting with assent for the Resolution	372 [^]	14,31,03,163
	% of Assent		89.25*
	(ii) Voting with dissent for the Resolution	155 [^]	1,72,29,088
	% of Dissent		10.75*

[^]3 shareholders have voted partially in favour and partially against the resolution.

*Rounded off.

Resolution No. 8 as a **Special Resolution** for payment of remuneration to Mr. Atul Ruia (DIN: 00087396) as Non-Executive Chairman of the Company.

Sr. No.	Particulars	Resolution 8	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting conducted at AGM	5	40,208
b.	Votes cast through remote e-voting prior to AGM	519	16,02,92,043
	Total	524	16,03,32,251
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	524	16,03,32,251
	(i) Voting with assent for the Resolution	292	12,53,25,051
	% of Assent		78.17*
	(ii) Voting with dissent for the Resolution	232	3,50,07,200
	% of Dissent		21.83*

*Rounded off.

Resolution No. 9 as a **Special Resolution** for appointment of Mr. Anand Khatau (DIN: 03225544) as an Independent Director of the Company.

Sr. No.	Particulars	Resolution 9	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting conducted at AGM	5	40,208
b.	Votes cast through remote e-voting prior to AGM	518	16,02,92,042
	Total	523	16,03,32,250
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	523	16,03,32,250
	(i) Voting with assent for the Resolution	521	16,03,32,216
	% of Assent		100.00*
	(ii) Voting with dissent for the Resolution	2	34
	% of Dissent		0.00*

*Rounded off.

Resolution No. 10 as a **Special Resolution** for appointment of Dr. Archana Hingorani (DIN: 00028037) as an Independent Director of the Company.

Sr. No.	Particulars	Resolution 10	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting conducted at AGM	5	40,208
b.	Votes cast through remote e-voting prior to AGM	523	15,73,87,543
	Total	528	15,74,27,751
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	528	15,74,27,751
	(i) Voting with assent for the Resolution	421 [^]	14,13,05,026
	% of Assent		89.76*
	(ii) Voting with dissent for the Resolution	107 [^]	1,61,22,725
	% of Dissent		10.24*

[^]5 shareholders have voted partially in favour and partially against the resolution.

*Rounded off.

Resolution No. 11 as a **Special Resolution** for appointment of Mr. Sumeet Anand (DIN: 00793753) as an Independent Director of the Company.

Sr. No.	Particulars	Resolution 11	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting conducted at AGM	5	40,208
b.	Votes cast through remote e-voting prior to AGM	518	16,02,92,042
	Total	523	16,03,32,250
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	523	16,03,32,250
	(i) Voting with assent for the Resolution	521	16,03,32,216
	% of Assent		100.00*
	(ii) Voting with dissent for the Resolution	2	34
	% of Dissent		0.00*

*Rounded off.

Resolution No. 12 as an **Ordinary Resolution** for approval of Material Related Party Transaction(s) between and/or amongst Island Star Mall Developers Private Limited, subsidiary of the Company, Alyssum Developers Private Limited and Sparkle One Mall Developers Private Limited, subsidiaries of Island Star Mall Developers Private Limited.

Sr. No.	Particulars	Resolution 12	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting conducted at AGM	4	6,475
b.	Votes cast through remote e-voting prior to AGM	495	7,56,74,706
	Total	499	7,56,81,181
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	499	7,56,81,181
	(i) Voting with assent for the Resolution	454 [^]	7,29,05,458
	% of Assent		96.33*
	(ii) Voting with dissent for the Resolution	45 [^]	27,75,723
	% of Dissent		3.67*

[^]2 shareholders have voted partially in favour and partially against the resolution.

*Rounded off.

Resolution No. 13 as an **Ordinary Resolution** for approval of Material Related Party Transaction(s) between and/or amongst Alyssum Developers Private Limited, Sparkle One Mall Developers Private Limited, Insight Mall Developers Private Limited, subsidiaries of Island Star Mall Developers Private Limited and Island Star Mall Developers Private Limited, subsidiary of the Company.

Sr. No.	Particulars	Resolution 13	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting conducted at AGM	4	6,475
b.	Votes cast through remote e-voting prior to AGM	495	7,56,74,706
	Total	499	7,56,81,181
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	499	7,56,81,181
	(i) Voting with assent for the Resolution	454 [^]	7,29,05,458
	% of Assent		96.33*
	(ii) Voting with dissent for the Resolution	45 [^]	27,75,723
	% of Dissent		3.67*

[^]2 shareholders have voted partially in favour and partially against the resolution.

*Rounded off.

Resolution No. 14 as an **Ordinary Resolution** for approval of Material Related Party Transaction(s) between Plutocrat Commercial Real Estate Private Limited, subsidiary of the Company and CPP Investment Board Private Holdings (4) Inc.

Sr. No.	Particulars	Resolution 14	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting conducted at AGM	4	6,475
b.	Votes cast through remote e-voting prior to AGM	493	7,56,74,706
	Total	497	7,56,81,181
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	497	7,56,81,181
	(i) Voting with assent for the Resolution	495	7,56,80,116
	% of Assent		100.00*
	(ii) Voting with dissent for the Resolution	2	1,065
	% of Dissent		0.00*

*Rounded off.

Resolution No. 15 as an **Ordinary Resolution** for approval of Material Related Party Transaction(s) between and/or amongst Offbeat Developers Private Limited, Vamona Developers Private Limited, subsidiaries of the Company and Finesse Mall and Commercial Real Estate Private Limited, a wholly owned subsidiary of the Company.

Sr. No.	Particulars	Resolution 15	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting conducted at AGM	4	6,475
b.	Votes cast through remote e-voting prior to AGM	493	7,56,74,706
	Total	497	7,56,81,181
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	497	7,56,81,181
	(i) Voting with assent for the Resolution	495	7,56,80,116
	% of Assent		100.00*
	(ii) Voting with dissent for the Resolution	2	1,065
	% of Dissent		0.00*

*Rounded off.

Resolution No. 16 as an **Ordinary Resolution** for approval of Material Related Party Transaction(s) between and/or amongst Offbeat Developers Private Limited, Vamona Developers Private Limited, subsidiaries of the Company and Casper Realty Private Limited, wholly owned subsidiary of the Company.

Sr. No.	Particulars	Resolution 16	
		No. of members who voted	No. of Votes
a.	Votes cast through e-voting conducted at AGM	-	-
b.	Votes cast through remote e-voting prior to AGM	493	7,56,74,706
	Total	493	7,56,74,706
c.	Less: Invalid e-voting/remote e-voting	-	-
d.	Net valid Voting	493	7,56,74,706
	(i) Voting with assent for the Resolution	490	7,56,73,628
	% of Assent		100.00*
	(ii) Voting with dissent for the Resolution	3	1,078
	% of Dissent		0.00*

*Rounded off.