

September 29, 2023

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: Godrej Properties Limited

BSE - Script Code: 533150, Scrip ID - GODREJPROP
BSE - Security Code – 974950, 974951, 975090, 975091 – 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 Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the results of remote e-voting and voting by postal ballots by members on the special businesses transacted through Postal Ballot Notice dated August 18, 2023, in the prescribed format, along with the Scrutinizer's Report issued by M/s A. K. Jain & Co., Company Secretaries, Scrutinizer.

The resolutions as per the Postal Ballot Notice dated August 18, 2023, were approved by the members with the requisite majority and are deemed to have been passed on the last day of voting i.e. September 28, 2023. A 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 record.

Thank you,

Yours faithfully,

For Godrej Properties Limited


Ashish Karyekar
Company Secretary

Encl.: a/a



SCRUTINIZER'S REPORT

To,
The Chairperson
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, General Circular No. 03/ 2022 dated May 05, 2022 and General Circular No.11/2022 dated December 28, 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 Resolutions as mentioned in the Postal Ballot Notice dated August 18, 2023 (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 August 18, 2023 and was appointed as Scrutinizer for Postal Ballot including remote e-voting by a resolution passed by the Board of Directors on August 18, 2023. Further, Company Secretary & Compliance Officer of the Company is authorized by the Board for conducting the postal ballot process.
2. The Company has completed the dispatch of the postal ballot notice through email on August 29, 2023 to its members whose names appeared in the Register of Members / Records of Depositories as on August 25, 2023.



3. The Company has appointed KFin Technologies Limited (KFintech) as 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 Financial Express in English and Loksatta in Marathi on August 30, 2023.
5. The particulars of the remote e-voting done by the members of the Company during the period from Wednesday, August 30, 2023 from 09.00 a.m. till Thursday, September 28, 2023 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 (Special Resolution)

Appointment of Ms. Jayashree Vaidhyathan (DIN:07140297) as an Independent Director of the Company for a term of five consecutive years.

Particulars	Number of Members voted through remote e-voting & physical Ballot*	Number of Votes casted through remote e-voting & physical Ballot	Percentage (%)
Assent	1054	241230367	99.94
Dissent	46	139297	0.06
Total	1100	241369664	100.00

Invalid Votes:

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

Number of Members	15	Number of Votes	66306
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Item No. 2 (Special Resolution)

Appointment of Mr. Sumeet Narang (DIN: 01874599) as an Independent Director of the Company for a term of five consecutive years.

Particulars	Number of Members voted through remote e-voting & physical Ballot*	Number of Votes casted through remote e-voting & physical Ballot	Percentage (%)
Assent	1050	241230778	99.94
Dissent	48	138769	0.06
Total	1098	241369547	100.00

Invalid Votes

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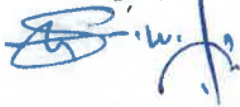
Abstained from Voting

Number of Members	17	Number of Votes	66414
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8. In view of the above summary, I hereby confirm that the Special Resolutions proposed in the Postal Ballot Notice dated August 18, 2023 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
Membership No. F6058
Peer Review Certificate No.1485/2021
UDIN No. F006058E001123691
Date: 29th September, 2023
Place: Mumbai



Countersigned by:



Ashish Karyekar
Company Secretary & Compliance Officer
(Membership No: ACS 11331)
Godrej Properties Limited
Date: 29th September, 2023
Place: Mumbai



Company Name	GODREJ PROPERTIES LIMITED
Date of AGM/ EGM	Not Applicable (Resolutions passed through postal ballot on September 28, 2023)
Total number of shareholders on record date	158285
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable (Resolutions passed through postal ballot)
Promoters and Promoter Group:	-
Public:	-
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable (Resolutions passed through postal ballot)
Promoters and Promoter Group:	-
Public:	-

Resolution required: (Ordinary/ Special)	SPECIAL - To approve appointment of Ms. Jayashree Vaidhyathan (DIN: 07140297) as an Independent Director.							
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	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	93533202	78610953	84.0460	78474177	136776	99.8260	0.1739
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	21896263	159078	0.7265	156557	2521	98.4152	1.5847
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	278029098	241369664	86.8145	241230367	139297	99.9423	0.0577
Invalid Votes			0					
Abstained from voting		66306						



Resolution required: (Ordinary/ Special)	SPECIAL - To approve appointment of Mr. Sumeet Narang (DIN: 01874599) as an Independent Director.							
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	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	93533202	78610953	84.0460	78474177	136776	99.8260	0.1739
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	21896263	158961	0.7260	156968	1993	98.7462	1.2537
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
Total		278029098	241369547	86.8145	241230778	138769	99.9425	0.0575
Invalid Votes			0					
Abstained from voting			66414					

