

March 21, 2024

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 - Scrip Code: 533150, Scrip ID - GODREJPROP
BSE - Security Code – 974950, 974951, 975090, 975091 – Debt Segment
NSE Symbol - GODREJPROP

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

Dear Sir/ Madam,

In furtherance to our intimation dated February 20, 2024, please find enclosed herewith the results of remote e-Voting on the special businesses transacted through Postal Ballot Notice dated February 06, 2024, in terms of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, 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 February 06, 2024, were approved by the Members with the requisite majority and are deemed to have been passed on the last day of voting i.e. March 21, 2024. 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, General Circular No.11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 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 February 06, 2024 (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 February 06, 2024 and was appointed as Scrutinizer for Postal Ballot including remote e-voting by a resolution passed by the Board of Directors on February 06, 2024. Further, Company Secretary 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 February 20, 2024 to its members whose names appeared in the Register of Members / Records of Depositories as on February 16, 2024.



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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 February 21, 2024.
5. The particulars of the remote e-voting done by the members of the Company during the period from Wednesday, February 21, 2024 from 09.00 a.m. till Thursday, March 21, 2024 at 5.00 p.m. were considered for scrutiny.
6. Summary of the report on the result of remote e-voting is given below:

Item No. 1 (Special Resolution)

Re-appointment of Mr. Pirojsha Godrej (DIN: 00432983) as the Whole time Director designated as Executive Chairperson of the Company for a period of three years with effect from April 01, 2024

Particulars	Number of Members voted through remote e-voting	Number of Votes casted through remote e-voting	Percentage (%)
Assent	943	24,41,92,092	99.36
Dissent	69	15,73,599	0.64
Total	1012	24,57,65,691	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	13	Number of Votes	84,053
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Item No. 2 (Ordinary Resolution)

Approval of material related party transactions with Caroa Properties LLP, a subsidiary of the Company.

Particulars	Number of Members voted through remote e-voting	Number of Votes casted through remote e-voting	Percentage (%)
Assent	950	8,31,97,403	100.00
Dissent	16	415	0.00
Total	966	8,31,97,818	100.00

Invalid Votes:

Number of Members whose votes were declared invalid	1	Number of invalid votes cast by them	1
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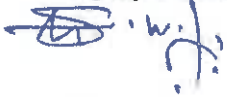
Abstained from Voting

Number of Members	56	Number of Votes	16,26,51,925
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7. In view of the above summary, I hereby confirm that the aforesaid Resolutions proposed in the Postal Ballot Notice dated February 06, 2024 have been passed with requisite majority.

You may accordingly declare the results 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. F006058E003617413
Date: 21st March, 2024
Place: Mumbai

Countersigned by:



Ashish Karyekar
Company Secretary
(Membership No: ACS 11331)
Godrej Properties Limited
Date: 21st March, 2024
Place: Mumbai

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Voting results	
Record date	16-02-2024
Total number of shareholders on record date	135271
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	Add Notes

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Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Re-appointment of Mr. Pirojsha Godrej (DiN: 00432983) as the Whole Time Director designated as Executive Chairperson of the company for a period of three years with effect from April 01, 2024						
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	162599633	162599623	100.0000	162599623	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		162599633	162599623	100.0000	162599623	0	100.0000
Public- Institutions	E-Voting	96026923	82884843	86.3142	81311759	1573084	98.1021	1.8979
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		96026923	82884843	86.3142	81311759	1573084	98.1021
Public- Non Institutions	E-Voting	19413082	281225	1.4486	280710	515	99.8169	0.1831
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		19413082	281225	1.4486	280710	515	99.8169
Total		278039638	245765691	88.3923	244192092	1573599	99.3597	0.6403
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution (2)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		Approval of material related party transactions with Caroa Properties LLP, a subsidiary of the company						
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	162599633	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		162599633	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	96026923	82968745	86.4015	82968745	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		96026923	82968745	86.4015	82968745	0	100.0000
Public- Non Institutions	E-Voting	19413082	229073	1.1800	228658	415	99.8188	0.1812
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		19413082	229073	1.1800	228658	415	99.8188
Total		278039638	83197818	29.9230	83197403	415	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	1