

Corporate Relations Department  
**BSE Limited,**  
1<sup>st</sup> Floor, New Trading Wing,  
Rotunda Building, P J Towers,  
Dalal Street, Fort,  
Mumbai - 400 001.

The Market Operations Department  
**National Stock Exchange of India Limited,**  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (E), Mumbai - 400 051.

September 6, 2019

Dear Madam/ Sir,

**Ref: Peninsula Land Limited (Company Code: BSE: 503031, NSE: PENINLAND)**

**Sub: Disclosure of Voting Results of the 147<sup>th</sup> Annual General Meeting (AGM) of Peninsula Land Limited under Regulations 44 (3) and Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.**

With reference to the above captioned subject, the 147<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Thursday September 5, 2019 commenced at 3.00 p.m. at Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai – 400 018.

Pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith a brief of the proceedings of the 147<sup>th</sup> Annual General Meeting of the Company (**Annexure-A**).

Further, pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are also submitting the details of the voting results of the business transacted at the 147<sup>th</sup> AGM in the format prescribed by SEBI vide their circular No. CIR/CFD/CMD/8/2015 dated November 4, 2015 (**Annexure-B**) along with the Consolidated Report of the Scrutinizer on remote e-voting and voting through Physical Ballot at the 147<sup>th</sup> AGM (**Annexure-C**).

The above mentioned Reports are also being hosted on the Website of the Company and Scrutinizer's Report shall be uploaded on the Website of Central Depository Services (India) Limited.

We request you to kindly take the above on record.

**For Peninsula Land Limited**



**Rajashekhar Reddy**  
**Company Secretary & Compliance Officer**



*Encl.: As above*  
**PENINSULA LAND LIMITED**

1, Peninsula Spenta,  
Mathuradas Mills,  
Senapati Bapat Marg,  
Lower Parel, Mumbai 400 013.  
India.

Phone : +91 22 6622 9300  
Fax : +91 22 6622 9302  
Email : info@peninsula.co.in  
URL : www.peninsula.co.in  
CIN NO. L17120MH1871PLC000005

(Annexure – A)

**Brief of the Proceedings**

Date : September 5, 2019  
 Day : Thursday  
 Time : 3.00 p.m.  
 Venue : Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai – 400 018.

**Brief description of the agenda items considered at the 147<sup>th</sup> Annual General Meeting along with the Results:**

S. No.	Agenda Items	Type of Resolution	Voting Results	
			Mode of voting	Results
1.	To receive, consider and adopt the Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 and the Reports of the Directors and Auditors thereon.	Ordinary	Remote e-voting facility and Ballot Paper at the 147 <sup>th</sup> AGM	All the Resolutions were passed with a requisite majority.
2.	To appoint a Director in place of Mr. Rajeev A. Piramal, Executive Vice Chairman & Managing Director (DIN: 00044983) who retires by rotation and is eligible for re-appointment.	Ordinary		
3.	To consider and approve the appointment of Mr. Pankaj Kanodia (DIN: 02000161), as an Independent Director of the Company for a term of five years.	Ordinary		
4.	To consider and approve modification to the managerial remuneration payable to Mr. Nandan A. Piramal (DIN: 00045003), Whole-Time Director of the Company.	Special		
5.	To consider and approve the re-appointment of Lt. Gen. Deepak Summanwar (Retd.) (DIN: 02017830) as an Independent Director for a second term of five years.	Special		
6.	To consider and approve the appointment of Mr. Rohit Modi (DIN: 00078222), as an Independent Director of the Company for a term of five years.	Ordinary		
7.	Issue of Non-Convertible Debentures on Private Placement Basis.	Special		



**PENINSULA LAND LIMITED**

1, Peninsula Spenta,  
 Mathuradas Mills,  
 Senapati Bapat Marg,  
 Lower Parel, Mumbai 400 013.  
 India.

Phone : +91 22 6622 9300  
 Fax : +91 22 6622 9302  
 Email : info@peninsula.co.in  
 URL : www.peninsula.co.in  
 CIN NO. L17120MH1871PLC000005





# PENINSULA LAND LIMITED

CIN : L17120MH1871PLC000005

Peninsula Spenta, Mathuradas Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013.

Tel. No: 022 – 6622 9300 Fax No.: 022 – 6622 9302

Website: www.peninsula.co.in; Email:- investor@peninsula.co.in

## VOTING RESULTS

Date of Annual General Meeting	September 5, 2019
Total Number of Shareholders on Record Date	54127
<b>No. of Shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	8
Public:	89
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group:	Nil
Public:	Nil

Agenda- wise disclosure								
1. Resolution required: Ordinary			Approval of Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 and the Reports of the Directors and Auditors thereon.					
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 [(2)/(1)]* 100 = (3)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled [(4)/(2)]*100 = (6)	% of Votes against on votes polled [(5)/(2)]*100 = (7)
Promoter and Promoter Group	E-Voting	15,55,81,772	0	0.00%	0	0	0.00%	0.00%
	Poll		15,45,81,772	99.36%	15,45,81,772	0	100.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>15,55,81,772</b>	<b>15,45,81,772</b>	<b>99.36%</b>	<b>15,45,81,772</b>	<b>0</b>	<b>100.00%</b>
Public- Institutions	E-Voting	1,26,29,852	65,90,533	52.18%	65,90,533	0	100.00%	0.00%
	Poll		0	0.00%	-	0	0.00%	0.00%
	Postal Ballot		0	0.00%	-	0	0.00%	0.00%
	<b>Total</b>		<b>1,26,29,852</b>	<b>65,90,533</b>	<b>52.18%</b>	<b>65,90,533</b>	<b>0</b>	<b>100.00%</b>
Public- Non Institutions	E-Voting	11,09,89,596	9,110	0.01%	6,280	2830	68.94%	31.06%
	Poll		2,23,35,689	20.12%	2,23,35,679	10	100.00%	0.00%
	Postal Ballot		0	0.00%	-	0	0.00%	0.00%
	<b>Total</b>		<b>11,09,89,596</b>	<b>2,23,44,799</b>	<b>20.13%</b>	<b>2,23,41,959</b>	<b>2840</b>	<b>99.99%</b>
<b>Total</b>		<b>27,92,01,220</b>	<b>18,35,17,104</b>	<b>65.73%</b>	<b>18,35,14,264</b>	<b>2840</b>	<b>100.00%</b>	<b>0.00%</b>

2. Resolution required: Ordinary			Re-appointment of Mr. Rajeev A. Piramal (DIN: 00044983) who retires by rotation and is eligible for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes - however this is not a material related party transaction and approval is sought under Section 152 (6) of the Companies Act, 2013					
Category	Mode of Voting	No. of Shares held (1)	No. of votes Polled (2)	% of Votes Polled on outstanding shares [(2)/(1)]* 100 = (3)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled [(4)/(2)]*100 = (6)	% of Votes against on votes polled [(5)/(2)]*100 = (7)
Promoter and Promoter Group	E-Voting	15,55,81,772	-	0.00%	-	0	0.00%	0.00%
	Poll		15,45,81,772	99.36%	15,45,81,772	0	100.00%	0.00%
	Postal Ballot		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>		<b>15,55,81,772</b>	<b>15,45,81,772</b>	<b>99.36%</b>	<b>15,45,81,772</b>	<b>0</b>	<b>100.00%</b>
Public- Institutions	E-Voting	1,26,29,852	65,90,533	52.18%	65,90,533	0	100.00%	0.00%
	Poll		0	0.00%	-	0	0.00%	0.00%
	Postal Ballot		0	0.00%	-	0	0.00%	0.00%
	<b>Total</b>		<b>1,26,29,852</b>	<b>65,90,533</b>	<b>52.18%</b>	<b>65,90,533</b>	<b>0</b>	<b>100.00%</b>
Public- Non Institutions	E-Voting	11,09,89,596	9,110	0.01%	6,280	2830	68.94%	31.06%
	Poll		2,23,35,689	20.12%	2,23,35,679	10	100.00%	0.00%
	Postal Ballot		0	0.00%	-	0	0.00%	0.00%
	<b>Total</b>		<b>11,09,89,596</b>	<b>2,23,44,799</b>	<b>20.13%</b>	<b>2,23,41,959</b>	<b>2840</b>	<b>99.99%</b>
<b>Total</b>		<b>27,92,01,220</b>	<b>18,35,17,104</b>	<b>65.73%</b>	<b>18,35,14,264</b>	<b>2840</b>	<b>100.00%</b>	<b>0.00%</b>





3. Resolution required: Ordinary			Appointment of Mr. Pankaj Kanodia (DIN: 02000161), 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 (1)	No. of votes Polled (2)	% of Votes Polled on outstanding shares [(2)/(1)]* 100 = (3)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled [(4)/(2)]*100 = (6)	% of Votes against on votes polled [(5)/(2)]*100 = (7)
Promoter and Promoter Group	E-Voting	15,55,81,772	-	0.00%	0	0	0.00%	0.00%
	Poll		15,45,81,772	99.36%	15,45,81,772	-	100.00%	0.00%
	Postal Ballot		-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>		<b>15,55,81,772</b>	<b>15,45,81,772</b>	<b>99.36%</b>	<b>15,45,81,772</b>	<b>-</b>	<b>100.00%</b>
Public- Institutions	E-Voting	1,26,29,852	65,90,533	52.18%	65,90,533	-	100.00%	0.00%
	Poll		-	0.00%	-	-	0.00%	0.00%
	Postal Ballot		-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>		<b>1,26,29,852</b>	<b>65,90,533</b>	<b>52.18%</b>	<b>65,90,533</b>	<b>-</b>	<b>100.00%</b>
Public- Non Institutions	E-Voting	11,09,89,596	9,090	0.01%	6,260	2,830	68.87%	31.13%
	Poll		2,23,35,689	20.12%	2,23,35,679	10	100.00%	0.00%
	Postal Ballot		-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>		<b>11,09,89,596</b>	<b>2,23,44,779</b>	<b>20.13%</b>	<b>2,23,41,939</b>	<b>2,840</b>	<b>99.99%</b>
<b>Total</b>		<b>27,92,01,220</b>	<b>18,35,17,084</b>	<b>65.73%</b>	<b>18,35,14,244</b>	<b>2,840</b>	<b>100.00%</b>	<b>0.00%</b>

4. Resolution required: Special			Approval of modification to the managerial remuneration payable to Mr. Nandan A. Piramal (DIN: 00045003), Whole-Time Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes - however this is not a material related party transaction and approval is sought under Section 197 of the Companies Act, 2013					
Category	Mode of Voting	No. of Shares held (1)	No. of votes Polled (2)	% of Votes Polled on outstanding shares [(2)/(1)]* 100 = (3)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled [(4)/(2)]*100 = (6)	% of Votes against on votes polled [(5)/(2)]*100 = (7)
Promoter and Promoter Group	E-Voting	15,55,81,772	-	0.00%	-	-	0.00%	0.00%
	Poll		15,45,81,772	99.36%	15,45,81,772	-	100.00%	0.00%
	Postal Ballot		-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>		<b>15,55,81,772</b>	<b>15,45,81,772</b>	<b>99.36%</b>	<b>15,45,81,772</b>	<b>-</b>	<b>100.00%</b>
Public- Institutions	E-Voting	1,26,29,852	65,90,533	52.18%	-	65,90,533	0.00%	100.00%
	Poll		-	0.00%	-	-	0.00%	0.00%
	Postal Ballot		-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>		<b>1,26,29,852</b>	<b>65,90,533</b>	<b>52.18%</b>	<b>-</b>	<b>65,90,533</b>	<b>0.00%</b>
Public- Non Institutions	E-Voting	11,09,89,596	9,090	0.01%	6,160	2,930	67.77%	32.23%
	Poll		2,23,35,689	20.12%	2,23,35,639	50	100.00%	0.00%
	Postal Ballot		-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>		<b>11,09,89,596</b>	<b>2,23,44,779</b>	<b>20.13%</b>	<b>2,23,41,799</b>	<b>2,980</b>	<b>99.99%</b>
<b>Total</b>		<b>27,92,01,220</b>	<b>18,35,17,084</b>	<b>65.73%</b>	<b>17,69,23,571</b>	<b>65,93,513</b>	<b>96.41%</b>	<b>3.59%</b>

5. Resolution required: Special			Approval of the re-appointment of Lt. Gen. Deepak Summanwar (Retd.) (DIN: 02017830) as an Independent Director for a second term of five years.					
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 [(2)/(1)]* 100 = (3)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled [(4)/(2)]*100 = (6)	% of Votes against on votes polled [(5)/(2)]*100 = (7)
Promoter and Promoter Group	E-Voting	15,55,81,772	-	0.00%	-	-	0.00%	0.00%
	Poll		15,45,81,772	99.36%	15,45,81,772	-	100.00%	0.00%
	Postal Ballot		-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>		<b>15,55,81,772</b>	<b>15,45,81,772</b>	<b>99.36%</b>	<b>15,45,81,772</b>	<b>-</b>	<b>100.00%</b>
Public- Institutions	E-Voting	1,26,29,852	65,90,533	52.18%	65,90,533	-	100.00%	0.00%
	Poll		-	0.00%	-	-	0.00%	0.00%
	Postal Ballot		-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>		<b>1,26,29,852</b>	<b>65,90,533</b>	<b>52.18%</b>	<b>65,90,533</b>	<b>-</b>	<b>100.00%</b>
Public- Non Institutions	E-Voting	11,09,89,596	9,090	0.01%	6,260	2,830	68.87%	31.13%
	Poll		2,23,35,689	20.12%	2,23,35,639	50	100.00%	0.00%
	Postal Ballot		-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>		<b>11,09,89,596</b>	<b>2,23,44,779</b>	<b>20.13%</b>	<b>2,23,41,899</b>	<b>2,880</b>	<b>99.99%</b>
<b>Total</b>		<b>27,92,01,220</b>	<b>18,35,17,084</b>	<b>65.73%</b>	<b>18,35,14,204</b>	<b>2,880</b>	<b>100.00%</b>	<b>0.00%</b>



6. Resolution required: Ordinary			Approval of the appointment of Mr. Rohit Modi (DIN: 00078222), 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 (1)	No. of votes Polled (2)	% of Votes Polled on outstanding shares [(2)/(1)]* 100 = (3)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled [(4)/(2)]*100 = (6)	% of Votes against on votes polled [(5)/(2)]*100 = (7)
Promoter and Promoter Group	E-Voting	15,55,81,772	-	0.00%	-	-	0.00%	0.00%
	Poll		15,45,81,772	99.36%	15,45,81,772	-	100.00%	0.00%
	Postal Ballot		-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>		<b>15,55,81,772</b>	<b>15,45,81,772</b>	<b>99.36%</b>	<b>15,45,81,772</b>	<b>-</b>	<b>100.00%</b>
Public- Institutions	E-Voting	1,26,29,852	65,90,533	52.18%	65,90,533	-	100.00%	0.00%
	Poll		-	0.00%	-	-	0.00%	0.00%
	Postal Ballot		-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>		<b>1,26,29,852</b>	<b>65,90,533</b>	<b>52.18%</b>	<b>65,90,533</b>	<b>-</b>	<b>100.00%</b>
Public- Non Institutions	E-Voting	11,09,89,596	9,090	0.01%	6,200	2,890	68.21%	31.79%
	Poll		2,23,35,689	20.12%	2,23,35,679	10	100.00%	0.00%
	Postal Ballot		-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>		<b>11,09,89,596</b>	<b>2,23,44,779</b>	<b>20.13%</b>	<b>2,23,41,879</b>	<b>2,900</b>	<b>99.99%</b>
<b>Total</b>		<b>27,92,01,220</b>	<b>18,35,17,084</b>	<b>65.73%</b>	<b>18,35,14,184</b>	<b>2,900</b>	<b>100.00%</b>	<b>0.00%</b>

7. Resolution required: Special			Issuance of Non-Convertible Debentures (NCDs) on Private Placement Basis.					
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 [(2)/(1)]* 100 = (3)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled [(4)/(2)]*100 = (6)	% of Votes against on votes polled [(5)/(2)]*100 = (7)
Promoter and Promoter Group	E-Voting	15,55,81,772	-	0.00%	0	0	0.00%	0.00%
	Poll		15,45,81,772	99.36%	15,45,81,772	-	100.00%	0.00%
	Postal Ballot		-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>		<b>15,55,81,772</b>	<b>15,45,81,772</b>	<b>99.36%</b>	<b>15,45,81,772</b>	<b>-</b>	<b>100.00%</b>
Public- Institutions	E-Voting	1,26,29,852	65,90,533	52.18%	65,90,533	-	100.00%	0.00%
	Poll		-	0.00%	-	-	0.00%	0.00%
	Postal Ballot		-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>		<b>1,26,29,852</b>	<b>65,90,533</b>	<b>52.18%</b>	<b>65,90,533</b>	<b>-</b>	<b>100.00%</b>
Public- Non Institutions	E-Voting	11,09,89,596	9,090	0.01%	6,210	2,880	68.32%	31.68%
	Poll		2,23,35,689	20.12%	2,23,35,679	10	100.00%	0.00%
	Postal Ballot		-	0.00%	-	-	0.00%	0.00%
	<b>Total</b>		<b>11,09,89,596</b>	<b>2,23,44,779</b>	<b>20.13%</b>	<b>2,23,41,889</b>	<b>2,890</b>	<b>99.99%</b>
<b>Total</b>		<b>27,92,01,220</b>	<b>18,35,17,084</b>	<b>65.73%</b>	<b>18,35,14,194</b>	<b>2,890</b>	<b>100.00%</b>	<b>0.00%</b>

Note: The categories named as "Promoter and Promoter Group" and "Public - Non Institutions" include 10,00,000 and 34,11,307 equity shares respectively held by ESOP Trust categorised as "Non Promoter – Non Public holdings" for want of such category in the prescribed format. However votes have not been cast on these shares at the Annual General Meeting.

For Peninsula Land Limited



Rajashekhhar Reddy  
Company Secretary and Compliance Officer



Date : 06.09.2019

Place : Mumbai



**FORM No. MGT-13**

**CONSOLIDATED SCRUTINIZER'S REPORT**

*(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014)*

To,

**The Chairperson,**

147<sup>th</sup> Annual General Meeting of Peninsula Land Limited

Held on Thursday, 05<sup>th</sup> September, 2019 at

"Hall of Culture", Nehru Centre, Dr. Annie Besant Road,

Worli, Mumbai – 400 018.

Dear Madam,

**Sub: Consolidated Scrutinizer's Report of remote E-voting & Poll conducted at the 147<sup>th</sup> Annual General Meeting of Peninsula Land Limited held on Thursday, 05<sup>th</sup> September, 2019 at 03:00 p.m.**

I, Dhrumil Mahendra Shah of M/s. Dhrumil M Shah & Co., Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Peninsula Land Limited, pursuant to Section 108 and 109 of the Companies Act, 2013 ("the Act") read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, to conduct the remote e-voting process and the poll taken on below mentioned Resolution(s), at the 147<sup>th</sup> Annual General Meeting of equity shareholders of Peninsula Land Limited, held on Thursday, 05<sup>th</sup> September, 2019 at 03.00 p.m.

The Notice dated 3<sup>rd</sup> August, 2019 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders on 09<sup>th</sup> August, 2019 in respect of the below mentioned resolutions passed at the aforesaid Annual General Meeting of the Company.





The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting by the Shareholders of the Company.

The Company had also provided voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of 29<sup>th</sup> August, 2019 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.

The voting period for remote e-voting commenced on Monday, September 2, 2019 at 10:00 a.m. (IST) and ended on Wednesday, September 4, 2019 at 05:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted.

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

After the time fixed for closing of the poll by the Chairperson, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.

The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Share Transfer Agent of the Company and the authorizations / proxies lodged with the Company.



I now submit my consolidated report as under on the result of the remote e-voting and voting at the meeting in respect of the said resolutions.

**Item No. 1- Ordinary Resolution:**

*To receive, consider and adopt the Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 and the Reports of the Directors and Auditors thereon.*

***Physical Voting***

Sr. No.	Particulars	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	87	176,917,461	-
2.	Less-Invalid Physical ballot forms	-	-	-
3.	Net valid Physical ballot forms	87	176,917,461	-
4.	Physical ballot forms with assent	86	176,917,451	99.99%
5.	Physical ballot forms with dissent.	1	10	0.01%

***E-Voting***

Sr. No.	Particulars	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	22	6,599,643	-
2.	Less-Invalid E-voting	-	-	-
3.	Net valid E-voting	22	6,599,643	100.00%
4.	E-voting with assent	19	6,596,813	99.96%
5.	E-voting with dissent	3	2,830	0.04%





## **Total**

Sr. No.	Particulars	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	109	183,517,104	-
2.	Less-Invalid voting	-	-	-
3.	Net valid voting	109	183,517,104	100.00%
4.	Voting with assent	105	183,514,264	99.99%
5.	Voting with dissent	4	2,840	0.01%

### **Item No. 2- Ordinary Resolution:**

*To appoint a Director in place of Mr. Rajeev A. Piramal, Managing Director (DIN: 00044983) who retires by rotation and is eligible for re-appointment.*

### **Physical Voting**

Sr. No.	Particulars	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	87	176,917,461	-
2.	Less-Invalid Physical ballot forms	-	-	-
3.	Net valid Physical ballot forms	87	176,917,461	-
4.	Physical ballot forms with assent	86	176,917,451	99.99%
5.	Physical ballot forms with dissent.	1	10	0.01%



### ***E-Voting***

Sr. No.	Particulars	No. of E-voters	No. of Shares	% of Assent/Dissent
1.	Total E-voting received	22	6,599,643	-
2.	Less-Invalid E-voting	-	-	-
3.	Net valid E-voting	22	6,599,643	100.00%
4.	E-voting with assent	19	6,596,813	99.96%
5.	E-voting with dissent.	3	2,830	0.04%

### ***Total***

Sr. No.	Particulars	No. of voters	No. of Shares	% of Assent/Dissent
1.	Total voting received	109	183,517,104	-
2.	Less-Invalid voting	-	-	-
3.	Net valid voting	109	183,517,104	100.00%
4.	Voting with assent	105	183,514,264	99.99%
5.	Voting with dissent.	4	2,840	0.01%





**Item No. 3- Ordinary Resolution:**

*Appointment of Mr. Pankaj Kanodia (DIN: 02000161), as an Independent Director of the Company.*

***Physical Voting***

Sr. No.	Particulars	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	87	176,917,461	-
2.	Less-Invalid Physical ballot forms	-	-	-
3.	Net valid Physical ballot forms	87	176,917,461	-
4.	Physical ballot forms with assent	86	176,917,451	99.99%
5.	Physical ballot forms with dissent.	1	10	0.01%

***E-Voting***

Sr. No.	Particulars	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	21	6,599,623	-
2.	Less-Invalid E-voting	-	-	-
3.	Net valid E-voting	21	6,599,623	100.00%
4.	E-voting with assent	18	6,596,793	99.96%
5.	E-voting with dissent.	3	2,830	0.04%



## **Total**

Sr. No.	Particulars	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	108	183,517,084	-
2.	Less-Invalid voting	-	-	-
3.	Net valid voting	108	183,517,084	100.00%
4.	Voting with assent	104	183,514,244	99.99%
5.	Voting with dissent.	4	2,840	0.01%

### **Item No. 4- Special Resolution:**

*To consider and approve modification to the managerial remuneration payable to Mr. Nandan A. Piramal (DIN : 00045003), Whole – Time Director of the Company*

### **Physical Voting**

Sr. No.	Particulars	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	87	176,917,461	-
2.	Less-Invalid Physical ballot forms	-	-	-
3.	Net valid Physical ballot forms	87	176,917,461	-
4.	Physical ballot forms with assent	85	176,917,411	99.99%
5.	Physical ballot forms with dissent.	2	50	0.01%





### ***E-Voting***

Sr. No.	Particulars	No. of E-voters	No. of Shares	% of Assent/Dissent
1.	Total E-voting received	21	6,599,623	-
2.	Less-Invalid E-voting	-	-	-
3.	Net valid E-voting	21	6,599,623	100.00%
4.	E-voting with assent	16	6,160	0.09%
5.	E-voting with dissent.	5	6,593,463	99.91%

### ***Total***

Sr. No.	Particulars	No. of voters	No. of Shares	% of Assent/Dissent
1.	Total voting received	108	183,517,084	-
2.	Less-Invalid voting	-	-	-
3.	Net valid voting	108	183,517,084	100.00%
4.	Voting with assent	101	176,923,571	96.41%
5.	Voting with dissent.	7	6,593,513	3.59%



### **Item No. 5- Special Resolution:**

*To consider and approve the re-appointment of Lt. Gen. Deepak Summanwar (Retd.) (DIN:02017830) as an Independent Director for a second term of five years.*

#### ***Physical Voting***

Sr. No.	Particulars	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	87	176,917,461	-
2.	Less-Invalid Physical ballot forms	-	-	-
3.	Net valid Physical ballot forms	87	176,917,461	-
4.	Physical ballot forms with assent	85	176,917,411	99.99%
5.	Physical ballot forms with dissent.	2	50	0.01%

#### ***E-Voting***

Sr. No.	Particulars	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	21	6,599,623	-
2.	Less-Invalid E-voting	-	-	-
3.	Net valid E-voting	21	6,599,623	100.00%
4.	E-voting with assent	18	6,596,793	99.96%
5.	E-voting with dissent.	3	2,830	0.04%





## **Total**

Sr. No.	Particulars	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	108	183,517,084	-
2.	Less-Invalid voting	-	-	-
3.	Net valid voting	108	183,517,084	100.00%
4.	Voting with assent	103	183,514,204	99.99%
5.	Voting with dissent.	5	2,880	0.01%

### **Item No. 6- Ordinary Resolution:**

*Appointment of Mr. Rohit Modi (DIN: 00078222), as an Independent Director of the Company.*

### **Physical Voting**

Sr. No.	Particulars	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	87	176,917,461	-
2.	Less-Invalid Physical ballot forms	-	-	-
3.	Net valid Physical ballot forms	87	176,917,461	-
4.	Physical ballot forms with assent	86	176,917,451	99.99%
5.	Physical ballot forms with dissent.	1	10	0.01%



### ***E-Voting***

Sr. No.	Particulars	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	21	6,599,623	-
2.	Less-Invalid E-voting	-	-	-
3.	Net valid E-voting	21	6599623	100.00%
4.	E-voting with assent	16	6,596,733	99.96%
5.	E-voting with dissent.	5	2,890	0.04%

### ***Total***

Sr. No.	Particulars	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	108	183,517,084	-
2.	Less-Invalid voting	-	-	-
3.	Net valid voting	108	183,517,084	100.00%
4.	Voting with assent	102	183,514,184	99.99%
5.	Voting with dissent.	6	2,900	0.01%



## **Item No. 7- Special Resolution:**

*Issue of Non-Convertible Debentures on Private Placement Basis.*

### ***Physical Voting***

Sr. No.	Particulars	No. of Physical Ballot Form	No. of Shares	% of Assent/Dissent
1.	Total Physical ballot forms received	87	176,917,461	-
2.	Less-Invalid Physical ballot forms	-	-	-
3.	Net valid Physical ballot forms	87	176,917,461	-
4.	Physical ballot forms with assent	86	176,917,451	99.99%
5.	Physical ballot forms with dissent.	1	10	0.01%

### ***E-Voting***

Sr. No.	Particulars	No. of E-voters	No. of Shares	% of Assent/Dissent
1.	Total E-voting received	21	6,599,623	-
2.	Less-Invalid E-voting	-	-	-
3.	Net valid E-voting	21	6,599,623	100.00%
4.	E-voting with assent	17	6,596,743	99.96%
5.	E-voting with dissent.	4	2,880	0.04%





**Total**

Sr. No.	Particulars	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	108	183,517,084	-
2.	Less-Invalid voting	0	0	-
3.	Net valid voting	108	183,517,084	100.00%
4.	Voting with assent	103	183,514,194	99.99%
5.	Voting with dissent.	5	2,890	0.01%

A list of equity shareholders who voted "FOR" and "AGAINST" for each resolution is sent by electronic mode to the Company Secretary of the Company.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

**Place: Mumbai**

**Date: 05<sup>th</sup> September, 2019**

**For Dhrumil M Shah & Co**  
  
  
**Dhrumil M. Shah**  
**Practising Company Secretary**  
**Mem No. F8021; CP No. 8978**

**For Peninsula Land Limited**

  
**Rajasekhar Reddy**  
**Company Secretary**