

Corporate Relations Department
BSE Limited,
1st 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, 5th Floor,
Plot No C/1, G Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051.

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

Sub: Disclosure of Voting Results of the Extra-Ordinary General Meeting (EGM) of Peninsula Land Limited under Regulations 44 (3) and Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Dear Sir/ Madam,

With reference to the captioned subject, the Extra-Ordinary General Meeting (EGM) of the Company was held on Tuesday, December 26, 2023 at 3.00 p.m. through Video Conferencing/ Other Audio Visual Means (VC/OAVM).

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 Extra-Ordinary 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 EGM in the format prescribed by SEBI vide their circular No. CIR/CFD/CMD/8/2015 dated November 04, 2015 **(Annexure-B)** along with the Consolidated Report of the Scrutinizer on remote e-voting and e-voting system at the EGM **(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 National Securities Depository Limited (NSDL).

PENINSULA LAND LIMITED
1401, 14th Floor, Tower-B,
Peninsula Business Park,
Ganpatrao Kadam Marg, Lower
Parel, Mumbai - 400 013, India.

: +91 22 6622 9302
: info@peninsula.co.in
: www.peninsula.co.in
: L17120MH1871PLC000005

Please take the above on record.

Thanking You,

Yours Sincerely,

For Peninsula Land Limited

Mukesh Gupta

Company Secretary & Compliance Officer

FCS -6959

Brief proceedings of Extra-Ordinary Meeting of the Company

The Extra-Ordinary General Meeting (EGM) of the Members of Peninsula Land Limited (“the Company”) was held on Tuesday, December 26, 2023, at 3.00 p.m. through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”).

Ms. Urvi A. Piramal – Non-Executive Chairperson, occupied the Chair and after ascertaining that the requisite quorum was present, declared that the meeting was validly constituted and commenced the proceedings of the meeting. The Chairperson informed the EGM was conducted through Video Conferencing or Other Audio-Visual Means in accordance with the Circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI). The Company had engaged the services of National Securities Depository Limited (NSDL), to provide facility of remote e-voting, e-voting during the EGM and participation in the EGM through VC / OAVM facility.

The Chairperson then requested Mr. Mukesh Gupta – Company Secretary & Compliance Officer to make announcement with respect to e-voting facility. The Company Secretary informed that, the Company had provided electronic voting facility (remote e-voting) to the members to cast their vote electronically on all resolutions set forth in the Notice of EGM. The remote e-voting commenced on Thursday, December 21, 2023 at 09.00 a.m. and concluded on Monday, December 25, 2023 at 05:00 p.m. He further informed that, members who attended the EGM and could not cast their vote by remote e-voting were provided an opportunity to cast their vote through e-voting at the EGM. He also informed that Mr. Divyesh Vanpariya, Practicing Company Secretary, has been appointed as the Scrutinizer for remote e-voting as well as e-voting at this EGM to scrutinize the votes in a fair and transparent manner and that the detailed Scrutinizer's Report along with the results of e-voting, shall be uploaded on the website of the Company, NSDL and shall also be submitted to the Stock Exchanges. He then requested the Chairperson to continue with the proceedings.

The Chairperson thereafter invited the Members, who had registered themselves as speakers to express their views or queries and the chairperson satisfactorily addressed each and every one of the members' questions.

The following items of business, as per the Notice of EGM, were transacted at the meeting:

Brief description of the agenda items considered at the Extra-Ordinary General Meeting along with the Results:

Sr. No.	Agenda Items	Type of Resolution	Voting Results	
			Mode of Voting	Results
1.	Issuance of equity shares and 0% unsecured Compulsorily Convertible debentures (CCDs) on preferential basis by way of Private placement to Delta Corp Limited (DCL)	Special	Remote e-voting facility and e-voting system at the EGM	Remote e-voting facility and e-voting system at the EGM

The meeting concluded at 3:45 p.m. after the Members cast their votes.

(Annexure - B)

Date of Extra-Ordinary General Meeting	<u>26-12-2023</u>
Total number of shareholders on record date	<u>56016</u>
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	<u>NIL</u>
b) Public	<u>NIL</u>
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	<u>13</u>
b) Public	<u>50</u>

Agenda Wise Disclosure								
Resolution (1)								
Resolution required: (Ordinary/ Special)				Special Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				YES				
Description of resolution considered				Issuance of equity shares and 0% unsecured Compulsorily Convertible debentures (CCDs) on preferential basis by way of Private placement to Delta Corp Limited (DCL)				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outst andin g share s (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Vote s - agai nst (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*10 0	% of Votes against on votes polled (7)=[(5)/(2)]*100"

Promoter and Promoter Group	E-Voting	18,65,72,333	18,65,72,333	100	18,65,72,333	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	18,65,72,333	18,65,72,333	100	18,65,72,333	0	100	0
Public-Institutions	E-Voting	2305939	0	0	0	0	0	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	2305939	0	0	0	0	0	0
Public-Non Institutions	E-Voting	104822948	5802129	5.535	5795990	6139	99.894	0.106
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	104822948	5802129	5.535	5795990	6139	99.894	0.106
Total	293701220	192374462	65.50	192368323	6139	99.997	0.003	
Whether resolution is Pass or Not.							Passed	

For Peninsula Land Limited

Mukesh Gupta
Company Secretary & Compliance Officer
FCS- 6959

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: www.peninsula.co.in
: L17120MH1871PLC000005



DNV & ASSOCIATES

Company Secretaries

38, Shreeji Shopping Arcade, Opp Sanjog Hotel, M G Road, Borivali East, Mumbai – 400066.
Mob: 8082544970 Email: divyeshvanpariya88@gmail.com

FORM NO. MGT-13

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto]

To,
The Chairperson,
Peninsula Land Limited,
1401, Tower B, 14th Floor, Peninsula Business Park,
Ganpatrao Kadam Marg, Lower Parel,
Mumbai- 400013

Subject: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting Process as well as E-Voting during the Extra-Ordinary General Meeting (EGM) of the Members of Peninsula Land Limited (the Company) held on Tuesday, December 26, 2023, at 3:00 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

We, DNV & Associates, Company Secretaries, having office at 38, Shreeji Shopping Arcade, M G Road, Opp Sanjog Hotel, Borivali East, Mumbai - 400066, Maharashtra, India, were appointed as Scrutinizer by the Board of Directors of the Company for the purpose of:

- a) Scrutinizing the remote e-voting process in terms of the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with amendments thereto; and
- b) Scrutinizing the e-voting during the AGM/EGM for those shareholders, who did not cast their votes through remote e-voting facility in terms of provisions of Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

in a fair and transparent manner, for passing of the Resolutions as mentioned under Item No(s). 1 as set out in the Notice of Extra-Ordinary General Meeting (EGM) of the members of the Company dated December 26, 2023.

I Present this report as follows:

1. The management of the Company is responsible to ensure the compliances with the requirements of the Act and Rules and General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 May 05, 2020 and 02/2021 dated January 13, 2021,



19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021 and 02/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022 issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as 'MCA Circulars') relating to remote e-voting and e-voting during the AGM/EGM on the resolutions contained in the AGM/EGM Notice. Our responsibility as Scrutinizer for the remote e-voting and e-voting during the AGM/EGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions stated in the said notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide remote e-voting facility for e-voting and e-voting during the AGM/EGM.

2. In compliance with the MCA Circulars and SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively referred to as "SEBI Circulars"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Notice was sent through electronic mode to equity shareholders whose email address is registered with the Company/ Share Transfer Agent of the Company/National Securities Depository Limited ("NSDL") / Central Depository Services Limited ("CDSL") / Depository Participants;
3. The Company has confirmed to us that Notice dated November 30, 2023, along with attachment setting out material facts under Section 102 of the Act was sent by electronic mode on Monday, December 4, 2023 to those shareholders whose e-mail id was registered with the Registrar and Share Transfer Agent /Company / Depositories in compliance with the MCA Circulars and SEBI Circulars. The said notice was dispatched on the basis of Register of Members made available by the Registrar & Share Transfer Agent of the Company and the list of beneficial owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, December 1, 2023.
4. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had published advertisement about completion of dispatch of EGM Notice and providing remote e-voting facility in the English newspaper "Business Standard" and in Marathi newspaper "Pratahkal" on Wednesday, December 06, 2023.
5. In terms of the aforesaid Notice, voting through electronic means was kept open for 5(Five) days from Thursday, December 21, 2023 (09:00 A.M.) and ended on Monday, December 25, 2023 (05:00 P.M.).



6. The voting rights of members was considered in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. Tuesday, December 19, 2023.
7. As required under the said rules, after the completion of the e-voting at the EGM, the votes casted through e-voting during the EGM were counted, thereafter the votes casted under remote e-voting facility were unblocked and the reports were downloaded from the NSDL e-voting platform in the presence of two witnesses who are not in employment with the Company:
8. Summary of the remote e-voting and e-voting during the EGM are as follows:

Item No. 1: As an Special Resolution:

ISSUANCE OF EQUITY SHARES AND 0% UNSECURED COMPULSORILY CONVERTIBLE DEBENTURES (CCDs) ON PREFERENTIAL BASIS BY WAY OF PRIVATE PLACEMENT TO DELTA CORP LIMITED (DCL):

(i) Voted in Favour of the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
Voted through remote e-voting	140	19,23,68,323	99.9968%

(ii) Voted Against the resolution:

Mode of Voting	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
Voted through remote e-voting	10	6,139	0.0032%

(iii) Invalid / Abstained votes:

Mode of Voting	Number of members whose votes were invalid	Number of shares held by them
Voted through remote e-voting	-	-



9. Based on the foregoing, the Resolution No(s). 1 have been passed with the requisite majority on the date of the EGM i.e. December 26, 2023.
10. All the relevant records shall remain in our safe custody until the Chairman of the Company considers, approves and signs the minutes of the Extra-Ordinary General Meeting and the same shall be handed over thereafter to the Chairman or Company Secretary of the Company for safe keeping.

Thanking you,
Yours faithfully,

For DNV & Associates
Company Secretaries
Firm Unique Code: S2018MH628300

D. N. Vanpariya

Divyesh N. Vanpariya
Proprietor
Membership No: 41999
C.P. No.: 21050



UDIN: A041999E003041292

Date: 26/12/2023
Place: Mumbai

**Counter signed by
Peninsula Land Limited**

**Mukesh Gupta
Company Secretary & Compliance Officer**