



January 17, 2020

The Manager Dept of Corporate Services BSE Limited Regd. Office: Floor 25, P J Towers Dalal Street Mumbai – 400 001 Scrip code: 533274	The General Manager Dept. of Corporate Services National Stock Exchange of India Limited, Bandra Kurla Complex Bandra (E), Mumbai – 400051 Scrip code: PRESTIGE
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Dear Sir / Madam,

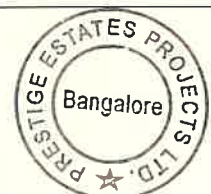
Sub: Proceedings of the Extra-ordinary General Meeting of Prestige Estates Projects Limited (the “Company”) held on January 16, 2020.

With reference to the above captioned subject and in compliance with Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform the following:

a) The Extra-ordinary General Meeting (“EGM”) of the Members of the Company was held on Thursday, January 16, 2020. The meeting commenced at 3.30 p.m. and concluded at 4.15 p.m. at Prestige Falcon Tower, No.19, Brunton Road, Bengaluru - 560025, Karnataka.

b) The following Special Business were transacted at the Extra-ordinary General Meeting:

Sl. No.	Nature of Resolution	Nature of Business Transacted
Special Business		
1.	Ordinary Resolution	Increase in the authorized share capital of the Company and amendments to Clause V of the Memorandum of Association





		of the Company
2.	Special resolution	Issue of Securities to Qualified Institutional Buyers
3.	Special resolution	To issue and allot 1,34,41,654 equity shares of face value Rs. 10 each at Rs.325 (including a premium of Rs.315) per share to GAMNAT Pte. Ltd.

The facility of E-voting was provided to shareholders from Monday, January 13, 2020 at 9.00 a.m. to Wednesday, January 15, 2020 at 5.00 p.m. pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014. At the EGM, the voting on all the above resolutions was conducted through poll.

The voting results as per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the above resolutions as declared by the Chairman subsequent to receipt of Scrutinizer's report on e-voting and poll is enclosed herewith.

Kindly take the above on record and oblige.

Thanking You

Yours faithfully,
For Prestige Estates Projects Limited,

Manoj Krishna JV
Company Secretary & Compliance Officer



Encl: As stated above

Prestige Estates Projects Limited

Resolution Required : (Ordinary)		1 - Increase in the authorized share capital of the Company and amendments to Clause V of the Memorandum of Association 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
Promoter and Promoter Group	E-Voting	262500000	262500000	100.0000	262500000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		262500000	100.0000	262500000	0	100.0000	0.0000
Public Institutions	E-Voting	108652836	93305673	85.8750	93088646	217027	99.7674	0.2326
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		93305673	85.8750	93088646	217027	99.7674	0.2326
Public Non Institutions	E-Voting	3847164	523	0.0136	523	0	100.0000	0.0000
	Poll		1080	0.0281	1080	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1603	0.0417	1603	0	100.0000	0.0000
Total		375000000	355807276	94.8819	355590249	217027	99.9390	0.0610



Prestige Estates Projects Limited

Resolution Required : (Special)

2 - Issue of Securities to Qualified Institutional Buyers

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	262500000	262500000	100.0000	262500000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		262500000	100.0000	262500000	0	100.0000	0.0000
Public Institutions	E-Voting	108652836	93305673	85.8750	93079444	226229	99.7575	0.2425
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		93305673	85.8750	93079444	226229	99.7575	0.2425
Public Non Institutions	E-Voting	3847164	523	0.0136	523	0	100.0000	0.0000
	Poll		1080	0.0281	1080	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1603	0.0417	1603	0	100.0000	0.0000
Total		375000000	355807276	94.8819	355581047	226229	99.9364	0.0636



Prestige Estates Projects Limited

Resolution Required : (Special)		3 - To issue and allot 1,34,41,654 equity shares of face value Rs. 10 each at Rs.325 (including a premium of Rs.315) per share						
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
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	262500000	262500000	100.0000	262500000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		262500000	100.0000	262500000	0	100.0000	0.0000
Public Institutions	E-Voting	108652836	93305673	85.8750	93111839	193834	99.7923	0.2077
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		93305673	85.8750	93111839	193834	99.7923	0.2077
Public Non Institutions	E-Voting	3847164	523	0.0136	480	43	91.7782	8.2218
	Poll		1080	0.0281	1080	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1603	0.0417	1560	43	97.3175	2.6825
Total		375000000	355807276	94.8819	355613399	193877	99.9455	0.0545





Nagendra D. Rao, B.Com., LL.B., F.C.S.
Practising Company Secretary

January 17, 2020

To,
The Chairman,
Prestige Estates Projects Limited,
Prestige Falcon Tower,
No.19, Brunton Road,
Bengaluru -560 025.

Dear Sir,

Sub: Consolidated - Scrutinizer's Report conducted through e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Poll in pursuant to Section 109 of the Companies Act, 2013.

I, Nagendra D. Rao, Practising Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Prestige Estates Projects Limited vide resolution dated December 20, 2019, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing e-voting process in a fair and transparent manner and voting on poll conducted for business to be transacted at the Extra-Ordinary General Meeting of the Shareholders of the Company held on January 16, 2020 at 3.30 p.m. at Prestige Falcon Tower, No.19, Brunton Road, Bengaluru - 560 025.

Accordingly, Prestige Estates Projects Limited has made arrangement with the system provider viz, Central Depository Services (India) Limited (CDSL) for providing a system of recording votes of the shareholders electronically through e-voting. Necessary Instructions in this regard to be followed by the Shareholders have also been duly mentioned in the Extra-Ordinary General Meeting Notice dated December 20, 2019 sent to the shareholders by email to their email address and Courier to their registered address.

The shareholders of the Company holding shares as on "cut-off" date January 10, 2020 were entitled to vote on the resolutions as contained in the Notice of the Extra-Ordinary General Meeting and the total shareholders of the Company as on the "cut-off" date were 15,577 (Fifteen Thousand Five Hundred and Seventy Seven) only.

Pursuant to Rule 20 (4) (v) of the Companies (Management and Administration) Rules, 2014, an advertisement dated December 23, 2019, was published by the Company in Business Standard, English Newspaper and in Samyukta Karnataka, Kannada Newspaper on December 24, 2019, informing about the completion of dispatch of the notices along with other related matters mentioned therein.

The e-voting period commenced on January 13, 2020 at 09.00 a.m. and ended on January 15, 2020 at 5.00 p.m.



The votes cast under e-voting and votes 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 Extra-Ordinary General Meeting the votes cast there under were counted.

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

After the closure of the voting at the Extra-Ordinary General Meeting, the report on the poll taken at the meeting was generated in my presence and the voting was diligently scrutinized.

The total number of Members present at the Extra-Ordinary General Meeting were 68 (Sixty Eight) only in person and Proxy detailed as under.

Sr. No.	Category of Shareholders present in person / proxy	In Numbers
1	Promoter and Promoter Group	
	a. In Person	10
	b. Proxy	0
2	Public	
	a. In Person	58
	b. Proxy	0
	Total	68

I now submit my Consolidated Report on the e-voting process and poll conducted at the Extra-Ordinary General Meeting of the Shareholders of the Company in respect of the below mentioned resolutions.

I. Resolution No. 1:- Increase in the Authorized share capital of the Company and amendments to Clause V, of the Memorandum of Association of the Company.

Type of Resolution - Ordinary Resolution

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue.	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	174	355,589,169	99.93
Poll	33	1,080	0.01
Total	207	355,590,249	99.94

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	2	217,027	0.06
Poll	0	0	0
Total	2	217,027	0.06



(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	0	0
Poll	1	2
Total	1	2

Remarks: The Ordinary Resolution No.1 as mentioned above is passed by requisite Majority.

II. Resolution No. 2:- Issue of Securities to Qualified Institutional Buyers.

Type of Resolution - Special Resolution

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue.	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	174	355,579,967	99.93
Poll	33	1,080	0.01
Total	207	355,581,047	99.94

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	2	226,229	0.06
Poll	0	0	0
Total	2	226,229	0.06

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	0	0
Poll	1	2
Total	1	2

Remarks: The Special Resolution No.2 as mentioned above is passed by requisite Majority.



III. Resolution No. 3:- To issue and allot 1,34,41,654 equity shares of face value Rs. 10/- each at Rs. 325/- (including a premium of Rs. 315/-) per share.

Type of Resolution - Special Resolution

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue.	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	174	355,612,319	99.94
Poll	33	1,080	0.01
Total	207	355,613,399	99.95

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue.	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	2	193,877	0.05
Poll	0	0	0
Total	2	193,877	0.05

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	0	0
Poll	1	2
Total	1	2

Remarks: The Special Resolution No. 3 as mentioned above is passed by requisite Majority.

The register, all other papers and relevant records relating to electronic voting and Poll shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid Extra-Ordinary General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,



Nagendra D. Rao
Practising Company Secretary

UDIN: F005553B000065569