

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

Date: 30th March, 2020

Dear Madam/Sir,

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

Sub: Disclosure of Voting Results of the Postal Ballot conducted by the Company under Regulation 44 (3) and Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

With reference to the above captioned subject and the notice of Postal Ballot dated 12th February, 2020, dispatched to the shareholders on 28th February, 2020 the Postal Ballot and E-Voting was concluded on 29th March, 2020 and Mr. Dhrumil M. Shah of M/s Dhrumil M. Shah & Co., the scrutinizer appointed by the Company has submitted the combined report on the Postal Ballot and E-Voting.

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

The above mentioned Reports are also being hosted on the Website of the Company www.peninsula.co.in.

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 : L17120MH1871PLC000005



PENINSULA LAND LIMITED

CIN : L17120MH1871PLC000005

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

Tel. No: 022 – 66229300; Fax No.: 022 – 66229302

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

VOTING RESULTS

| | |
|--|-----------|
| Date of Conclusion of Postal ballot | 29-Mar-20 |
| Total Number of Shareholders on Record Date | 52577 |
| No. of Shareholders present in the meeting either in person or through proxy: | |
| Promoters and Promoter Group: | N.A. |
| Public: | N.A. |
| No. of Shareholders attended the meeting through Video Conferencing | |
| Promoters and Promoter Group: | N.A. |
| Public | N.A. |

| Agenda- wise disclosure | | To Approve of Sale of the premises of the Company known as “Piramal Chambers” under Section 180(1)(a) of the Companies Act, 2013. | | | | | | |
|---------------------------------|----------------|---|-------------------------|--|------------------------------|----------------------------|--|--|
| 1. Resolution required: Special | | 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 | 159033427 | - | - | - | - | - | - |
| | Poll | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Postal Ballot | | 159033427 | 100.00% | 159033427 | 0 | 100.00% | 0.00% |
| | Total | | 159033427 | 159033427 | 100.00% | 159033427 | 0 | 100.00% |
| Public- Institutions | E-Voting | 5666813 | 0 | 0.00% | 0 | 0 | 0.00% | 0.00% |
| | Poll | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Postal Ballot | | 0 | 0.00% | 0 | 0 | 0.00% | 0.00% |
| | Total | | 5666813 | 0 | 0.00% | 0 | 0 | 0.00% |
| Public- Non Institutions | E-Voting | 114500980 | 604493 | 0.53% | 603988 | 505 | 99.92% | 0.08% |
| | Poll | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Postal Ballot | | 23158830 | 20.23% | 23158550 | 280 | 100.00% | 0.00% |
| | Total | | 114500980 | 23763323 | 20.75% | 23762538 | 785 | 100.00% |
| Total | | 279201220 | 182796750 | 65.47% | 182795965 | 785 | 100.00% | 0.00% |

| 2. Resolution required: Ordinary | | To Approve transaction with Myra Mall Management Company Private Limited, being a material related party transaction, for sale of the premises of the Company known as “Piramal Chambers” under Section 188 of the Companies Act, 2013 alongwith Rules made thereunder and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. | | | | | | |
|----------------------------------|----------------|---|-------------------------|--|------------------------------|----------------------------|--|--|
| | | Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | | |
| | | Yes. | | | | | | |
| 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 | 159033427 | - | - | - | - | - | - |
| | Poll | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Postal Ballot | | 0 | 0.00% | 0 | 0 | 0.00% | 0.00% |
| | Total | | 159033427 | 0 | 0.00% | 0 | 0 | 0.00% |
| Public- Institutions | E-Voting | 5666813 | 0 | 0.00% | 0 | 0 | 0.00% | 0.00% |
| | Poll | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| | Postal Ballot | | 0 | 0.00% | 0 | 0 | 0.00% | 0.00% |
| | Total | | 5666813 | 0 | 0.00% | 0 | 0 | 0.00% |
| Public- Non Institutions | E-Voting | 114500980 | 604493 | 0.53% | 603988 | 505 | 99.92% | 0.08% |
| | Poll | | NA | NA | NA | NA | NA | NA |
| | Postal Ballot | | 17538105 | 15.32% | 17522980 | 15125 | 99.91% | 0.09% |
| | Total | | 114500980 | 18142598 | 15.84% | 18126968 | 15630 | 99.91% |
| Total | | 279201220 | 18142598 | 6.50% | 18126968 | 15630 | 99.91% | 0.09% |

For PENINSULA LAND LIMITED



Rajashekhar Reddy
Company Secretary and Compliance Officer

Date: 30.03.2020

Place : Mumbai



MGT-13

SCRUTINIZER'S REPORT

(Pursuant to Section 108 & 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014)

Ref: 2019-20/2926

To,

The Chairperson,

Peninsula Land Limited

Peninsula Spenta,

Mathuradas Mills Compound,

Senapati Bapat Marg,

Lower Parel, Mumbai - 400013

Dear Madam,

Sub: Consolidated Scrutinizer's Report u/s 108 & 110 of the Companies Act, 2013 for voting by equity shareholders through Postal Ballot & e-voting.

I, Dhrumil Mahendra Shah of M/s. Dhrumil M Shah & Co., Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Peninsula Land Limited at their Meeting dated 12th February 2020, pursuant to Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, to conduct the remote-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions:

Pursuant to Section 108 and 110 of the Companies Act, 2013 (the Act) read with Companies (Management and Administration) Rules, 2014 and Regulations 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company had provided postal ballot and remote e-voting facility to its members in respect of resolutions as mentioned in the notice dated 12th February, 2020 for postal ballot and remote e-voting to the equity shareholders of the company.

The Company had appointed Central Depository Services (India) Limited (CDSL) as the Service Provider, for the facility of electronic voting to the shareholders of the company.

The details regarding Commencement and end date of Postal ballot and remote e-voting are as under:

| | |
|--|--|
| Cut-off date for considering voting rights for postal ballot | 21 st February, 2020 |
| Postal Ballot commencement date | 29 th February, 2020 |
| Postal Ballot end date | 29 th March, 2020 |
| E-voting Commencement date | 26 th March, 2020 |
| E-Voting end Date | 29 th March, 2020 (5.00 PM) |

I hereby submit my report as under:

- i. The Company had Completed the dispatch of Notice and Postal - Ballot forms along with postage pre-paid business reply envelope on 28th February, 2020 to its Members whose names appeared on the Register of Members/list of Beneficiaries as on 21th February, 2020.
- ii. Particulars of all the Postal Ballot forms received from the Members have been entered in the register separately maintained for the purpose.
- iii. I could only consider the physical ballot forms received till 20th March, 2020 due to closure of post office as ordered by government authorities for containment of corona virus (covid-19) pandemic.
- iv. The Postal ballot forms were duly opened in my presence and scrutinized and the Shareholding was confirmed with the Register of Members of the Company.
- v. I did not find any defaced/ mutilated ballot paper. However I have received two invalid ballot papers and the same are not considered for voting purpose.

The results of the remote e-voting together with that of the Postal Ballot Forms are as under:

Item No. 1- Special Resolution:

To Approve of Sale of the premises of the Company known as "Piramal Chambers" under Section 180(1)(a) of the Companies Act, 2013:

Physical Voting

| Sr. No. | Particulars | No. of Physical Ballot Form | No. of Shares | % of Assent/ Dissent |
|---------|--------------------------------------|-----------------------------|---------------|----------------------|
| 1. | Total Physical ballot forms received | 108 | 18,21,92,782 | - |
| 2. | Less-Invalid Physical ballot forms | 2 | 525 | - |
| 3. | Net valid Physical ballot forms | 106 | 18,21,92,257 | 100% |
| 4. | Physical ballot forms with assent | 102 | 18,21,91,977 | 99.99% |
| 5. | Physical ballot forms with dissent. | 4 | 280 | 0.01% |

E-Voting

| Sr. No. | Particulars | No. of E-voters | No. of Shares | % of Assent/ Dissent |
|---------|-------------------------|-----------------|---------------|----------------------|
| 1. | Total E-voting received | 15 | 6,04,493 | - |
| 2. | Less-Invalid E-voting | 0 | 0 | - |
| 3. | Net valid E-voting | 15 | 6,04,493 | 100% |
| 4. | E-voting with assent | 13 | 6,03,988 | 99.92% |
| 5. | E-voting with dissent. | 2 | 505 | 0.08% |

Total

| Sr. No. | Particulars | No. of voters | No. of Shares | % of Assent/ Dissent |
|---------|-----------------------|---------------|---------------|----------------------|
| 1. | Total voting received | 123 | 18,27,97,275 | - |
| 2. | Less-Invalid voting | 2 | 525 | - |
| 3. | Net valid voting | 121 | 18,27,96,750 | 100.00% |
| 4. | Voting with assent | 115 | 18,27,95,965 | 99.99% |
| 5. | Voting with dissent | 6 | 785 | 0.01% |

Item No. 2- Ordinary Resolution:

To Approve transaction with Myra Mall Management Company Private Limited, being a material related party transaction, for sale of the premises of the Company known as "Piramal Chambers" under Section 188 of the Companies Act, 2013 alongwith Rules made thereunder and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Physical Voting

| Sr. No. | Particulars | No. of Physical Ballot Form | No. of Shares | % of Assent/ Dissent |
|---------|--------------------------------------|-----------------------------|---------------|----------------------|
| 1. | Total Physical ballot forms received | 93 | 1,75,38,630 | - |
| 2. | Less-Invalid Physical ballot forms | 2 | 525 | - |
| 3. | Net valid Physical ballot forms | 91 | 1,75,38,105 | 100% |
| 4. | Physical ballot forms with assent | 85 | 1,75,22,980 | 99.91% |
| 5. | Physical ballot forms with dissent. | 6 | 15,125 | 0.09% |

E-Voting

| Sr. No. | Particulars | No. of E-voters | No. of Shares | % of Assent/ Dissent |
|---------|-------------------------|-----------------|---------------|----------------------|
| 1. | Total E-voting received | 15 | 6,04,493 | - |
| 2. | Less-Invalid E-voting | 0 | 0 | - |
| 3. | Net valid E-voting | 15 | 6,04,493 | 100.00% |

| | | | | |
|----|------------------------|----|----------|--------|
| 4. | E-voting with assent | 13 | 6,03,988 | 99.92% |
| 5. | E-voting with dissent. | 2 | 505 | 0.08% |

Total

| Sr. No. | Particulars | No. of voters | No. of Shares | % of Assent/ Dissent |
|---------|-----------------------|---------------|---------------|----------------------|
| 1. | Total voting received | 108 | 1,81,43,123 | - |
| 2. | Less-Invalid voting | 2 | 525 | - |
| 3. | Net valid voting | 106 | 1,81,42,598 | 100.00% |
| 4. | Voting with assent | 98 | 1,81,26,968 | 99.91% |
| 5. | Voting with dissent | 8 | 15,630 | 0.09% |

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

The postal ballot and all other relevant records shall be handed over to the Company Secretary for safe keeping.

FOR DHRUMIL M SHAH & CO
UDIN: F008021A000627992

Dhrumil M. Shah
Practising Company Secretary
Mem No. F8021; CP No. 8978

Place: Mumbai
Date: 30/03/2020

For Peninsula Land Limited

Rajasekhar Reddy
Company Secretary