

Corporate Office:

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CIN : L21010MH1960PLC011764

September 28, 2019

To,  
The BSE Ltd.  
P.J. Towers, Dalal Street  
Mumbai - 400 001.

**Scrip Code : 502445**

**Sub: Declaration of Voting Results - 59th Annual General Meeting**

Dear Sirs,


On the basis of the Report dated September 28, 2019 forwarded by the Scrutinizer, Mr. Nitin R Joshi, a practicing Company Secretary, please find enclosed the results of the voting concluded through remote e-voting during September 24, 2019 to September 26, 2019 and through Poll at the 59th Annual General Meeting of Citadel Realty and Developers Limited held on September 27, 2019.

Please also find enclosed the Report of Scrutinizers.

This is for your information and records.

Yours faithfully,

For Citadel Realty and Developers Ltd.

  
Anuja Dube

Company Secretary & Compliance Officer



Encl.: Scrutinizer's Report .

# Nitin R. Joshi

B.COM., LL.B., D.C.E.C., F.C.S.

COMPANY SECRETARY

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415, Marathon Max, Next to Udyog Kshetra, Jn. of L.B.S. Marg & Goregaon Link Road, Mulund (W),  
Mumbai-400 080. Tel. 2562 5660/61 Cell 98201 29178

## CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To

The Chairman of the 59<sup>th</sup> Annual General Meeting ('AGM'/'Meeting') of the Equity Shareholders of Citadel Realty and Developers Limited held on Friday, 27<sup>th</sup> day of September, 2019 at 3.00 p.m. at Kilachand Conference Room, 2nd floor, Indian Merchant Chambers, Churchgate, Mumbai 400 020.

Dear Sir,

I, Nitin R. Joshi, Practicing Company Secretary, have been appointed as a scrutinizer by the Board of Directors of Citadel Realty and Developers Limited ("the Company") for the purpose of scrutinizing the entire-voting process and ascertaining the requisite majority of the voting carried out, as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the resolutions contained in the notice of the 59<sup>th</sup> Annual General Meeting of the Members of the Company.

The Chairman of the Annual General Meeting (the Meeting) had provided an additional opportunity of voting to those members present at the meeting who have not cast their vote earlier through e-voting ('e-voting') to vote on the resolutions contained in the notice of the 59<sup>th</sup> Annual General Meeting of the Members of the Company.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder, relating to e-voting (remote e-voting) and physical voting at the AGM on the resolutions contained in the Notice of the AGM of the Members of the Company. My responsibility as scrutinizers for the e-voting (remote e-voting) process and voting through physical ballot forms (received at the Annual General Meeting) is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the notice of AGM, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency, engaged by the Company to provide e-voting facilities to the Members and physical ballot forms received at the AGM.





Further to above, I submit my report as under:

1. The Company had provided the e-voting facility through NSDL's website [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The Company had uploaded the AGM Notice containing all the items of businesses to be transacted on the website of the Company and also on NSDL website for perusal by members.
2. The Notice of the AGM sent to the Members along with the Annual Report 2018-19 of the Company (electronically through email and physically through speed post) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.
3. As prescribed in the said Rules, the Company had published advertisements containing the specified information immediately on completion of dispatch of AGM Notice in Business Standard (English) on 05.09.2019 and in Mumbai Lakshdeep (Marathi) on 06.09.2019.
4. Voting rights of Members have been reckoned in proportion to their shareholding in the paid-up equity share capital of the Company as on the close of the business hours on 19.09.2019.
5. The remote e-voting commenced from 24.09.2019 (09:00 a.m.) and concluded on 26.09.2019 (05:00 p.m.).
6. At the AGM, the Chairman, after the discussions on all matters included in the said notice were over, announced that the Members present at the AGM and who have not cast their vote by remote e-voting, can exercise their voting rights through the ballot paper.
7. Thereafter, on completion of the voting through ballot paper and counting of the votes cast at the meeting, the e-voting summary of the votes cast on the agenda items contained in the AGM Notice was generated from the electronic voting system provided by NSDL.
8. The votes cast were unblocked in the presence of two witnesses, who are not in the employment of the Company.



As requested by the Management, I submit herewith the consolidated report on the results of e-voting together with that of physical ballot forms received at the AGM, given as under:

Resolution No.	Brief Description of resolution	Resolution Type	Mode of voting	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
				No. of members voting	No. of votes	% of the total number of valid votes cast (favour and Against)	No. of members voting	No. of votes	% of the total number of valid votes cast (Favour and Against)	No. of members voting	No. of votes
1	Adoption of the Audited Standalone/Consolidated Financial Statement of the Company for the financial year ended 31.03.2019.	Ordinary	e-voting	13	4940438	--	02	58	--	--	--
			Physical Ballot Form	07	9528	--	03	06	--	03	46
			<b>Total</b>	<b>20</b>	<b>4949966</b>	<b>100</b>	<b>05</b>	<b>64</b>	<b>--</b>	<b>03</b>	<b>46</b>
2	Declaration of Dividend for the financial year 2018-19.	Ordinary	e-voting	13	4940438	--	02	58	--	--	--
			Physical Ballot Form	07	9528	--	03	06	--	03	46
			<b>Total</b>	<b>20</b>	<b>4949966</b>	<b>100</b>	<b>05</b>	<b>64</b>	<b>--</b>	<b>03</b>	<b>46</b>
3	Re-appointment of Mrs. Sonal Shah as Director of the Company.	Ordinary	e-voting	12	4670438	--	02	58	--	--	--
			Physical Ballot Form	06	528	--	04	9006	--	03	46
			<b>Total</b>	<b>18</b>	<b>4670966</b>	<b>99.81</b>	<b>06</b>	<b>9064</b>	<b>0.19</b>	<b>03</b>	<b>46</b>
4	Re-appointment of Mr. V. Ranganathan as an Independent Director of the Company.	Special	e-voting	13	4940438	--	02	58	--	--	--
			Physical Ballot Form	07	9528	--	03	06	--	03	46
			<b>Total</b>	<b>20</b>	<b>4949966</b>	<b>100</b>	<b>05</b>	<b>64</b>	<b>--</b>	<b>03</b>	<b>46</b>

(All Resolution stands passed under e-voting and physical ballot forms received as stated above, with the requisite majority)




The relevant records relating to physical ballot forms received at the Meeting shall remain in my custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter, I shall return the related papers to the Company.

Thanking you,

Yours faithfully,



  
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(NITIN R. JOSHI)

Practicing Company Secretary  
FCS 3137 CP 1884

Countersigned by

  
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**V. Ranganathan**  
Chairman



Place: Mumbai  
Date : 28.09.2019