

December 1, 2022

1. **Department of Corporate Services**
BSE Limited,
Mumbai 400 001

Through: BSE Listing Centre

Scrip code: 533273
Debt - 973653, 973654, 973655

2. **The Listing Department**
National Stock Exchange of India Limited,
Mumbai 400051

Through: NEAPS/ Digital Exchange

Scrip Symbol: OBEROIRLTY

3. **Central Depository Services India Ltd**
e-Voting Division
Marathon Futurex, A-Wing, 25th floor,
NM Joshi Marg, Lower Parel,
Mumbai 400013

ISIN: INE093I01010
EVSIN: 221114004

Subject: (i) Declaration of Results of the voting on resolution set out in notice of Extraordinary General Meeting held on December 1, 2022, and (ii) Scrutinizer's Report

Dear Sir,

Pursuant to the provisions of Section 100 of the Companies Act, 2013, an Extraordinary General Meeting ("EGM") of the Company was held on December 1, 2022 at 11.32 a.m. through video conferencing/ other audio visual means to seek the approval of Members of the Company on the resolution set out in the notice dated November 9, 2022 ("Notice").

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, as amended, Regulation 44(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard-2 issued by the Institute of Company Secretaries of India, read with General Circular nos. 14/2020, 17/2020, 20/2020 and 3/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, and May 5, 2022 respectively, issued by Ministry of Corporate Affairs (MCA), read with SEBI circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, the Company had provided facility to the Members to vote electronically by e-voting (prior to the EGM, and also during the EGM) on the above mentioned resolution. Mr. Himanshu S. Kamdar, Partner of M/s. Rathi & Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer to conduct the voting process in a fair and transparent manner.

The Scrutinizer has submitted his report on the e-voting, a copy of which is attached hereto. Kindly refer the Scrutinizer's report for the details of the number and percentage of votes casted 'for' and 'against' the resolution contained in the Notice.



Accordingly, I, Bhaskar Kshirsagar, Company Secretary of the Company, being authorized in this behalf, hereby declare that the 1 (one) resolution, as set out in the Notice of the EGM of the Company, has been passed with requisite majority by the Members of the Company.

Kindly take the above on record.

For **Oberoi Realty Limited**

Bhaskar Kshirsagar
Company Secretary

Encl: As above.

Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

December 1, 2022

To

The Chairman

OBEROI REALTY LIMITED

Commerz, 3rd Floor,

International Business Park,

Oberoi Garden City, Off W.E. Highway,

Goregaon (E), Mumbai – 400 063

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting and e-voting at Extra-Ordinary General Meeting (EGM) of the Members of Oberoi Realty Limited held on December 1, 2022

Oberoi Realty Limited ("the Company") has vide resolution passed by its Board of Directors at their meeting held on November 9, 2022, appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and e-voting at EGM on the resolution contained in the EGM Notice dated November 9, 2022, as prescribed under Section 108 of the Companies Act, 2013 ("the Act"), as amended from time to time, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015"), placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The EGM was held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue and in compliance with Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 3/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs (MCA) (collectively "MCA Circulars") and SEBI Circular No. and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 (collectively "SEBI Circular"). The Company had provided e-voting facility at the EGM for those Members who did not cast their votes through remote e-voting facility prior to the EGM.



The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules made thereunder, MCA Circulars and SEBI Listing Regulations, 2015 read with SEBI Circular, relating to remote e-voting prior to EGM and e-voting at EGM on the resolution contained in the aforesaid Notice of the EGM of the Members of the Company.

My responsibility as a Scrutinizer is to scrutinize and ensure that the voting through remote e-voting prior to EGM and e-voting at EGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "In favour" or "Against" the resolution, based on the reports generated from the data related to remote e-voting and e-voting as per the facility provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide remote e-voting facility prior to EGM and e-voting facility at the EGM.

The Ministry of Corporate Affairs vide Circulars mentioned above has permitted the holding of EGM through VC/OAVM, without physical presence of the Members at a common venue. As required under Section 101 of the Act, a Notice of EGM along with Explanatory Statement under Section 102 of the Act was sent to the Members by permitted means as per the MCA Circulars and SEBI Circular. In compliance with the provisions of MCA Circulars, the EGM of the Company was held through VC/OAVM.

Following resolution was proposed for approval by remote e-voting and e-voting at the EGM by the Members of the Company. All the related parties (including the Promoters and promoter group of the Company), were not allowed to vote to approve said resolution:

Resolution No. 1 as an Ordinary Resolution for approval to the Board of Directors of the Company to purchase/acquire residential premises in the project 'Three Sixty West' together with all rights, title, interest, benefits, and privileges in respect of the said premises, and the exclusive/ non-exclusive right of usage of car parking spaces, constructed areas appurtenant to the said premises, common areas, facilities, amenities, and conveniences in the said project for an aggregate consideration of up to Rs.4000,00,00,000 (Rupees Four Thousand Crore only) and also the payment of applicable corpus fund contribution, levies, duties, fees, cesses, taxes (including GST), costs, charges, deposits, expenses (including stamp duty, registration charges), maintenance, property tax, outgoings, present and future, in respect of the said premises/ project, from Oasis Realty, a related party of the Company under Regulation 2(1)(zb) of the SEBI Listing Regulations and for giving powers to the Board of Directors for related matters.

The Company provided remote e-voting facility to the members to cast votes on aforesaid resolution prior to the EGM. The Company also provided e-voting facility at the EGM to those Members who did not cast their votes through remote e-voting facility, to enable them to cast their votes on the aforesaid resolution.



Remote e-voting facility was made available to Members of the Company to cast their votes from 9.00 a.m. IST of Monday, November 28, 2022 which ended on Wednesday, November 30, 2022 at 5.00 p.m. IST. Accordingly, votes cast through remote e-voting upto 5.00 p.m. of November 30, 2022 and votes cast through e-voting at the EGM have been considered for my scrutiny.

After conclusion of EGM, the voting through remote e-voting prior to EGM and e- voting at the EGM were unlocked. In case of Members who had cast votes through remote e-voting as well as e-voting at the EGM, the voting through remote e-voting of such Members was treated as valid. A summary of the votes cast by Members through remote e-voting prior to EGM and e-voting at the EGM with their pattern of voting is as per Annexure attached to this Report.

The results of the voting by members through remote e-voting prior to EGM and e-voting during the EGM in respect of the abovementioned resolution may accordingly be declared by the Company Secretary of the Company (who has been so authorized by the Chairman in writing) and who has also countersigned this Report.

Thanking you,

Yours sincerely,

For RATHI & ASSOCIATES
COMPANY SECRETARIES



HIMANSHU S. KAMDAR

PARTNER

MEM. No. F5171

COP No. 3030

UDIN: F005171D002572208

P. R. NO. 668/2020

COUNTERSIGNED BY
FOR OBEROI REALTY LIMITED

BHASKAR KSHIRSAGAR
COMPANY SECRETARY
MEM. NO. A19238



Annexure

Resolution No. 1 as an Ordinary Resolution for approval to the Board of Directors of the Company to purchase/acquire residential premises in the project 'Three Sixty West' together with all rights, title, interest, benefits, and privileges in respect of the said premises, and the exclusive/ non-exclusive right of usage of car parking spaces, constructed areas appurtenant to the said premises, common areas, facilities, amenities, and conveniences in the said project for an aggregate consideration of up to Rs.4000,00,00,000 (Rupees Four Thousand Crore only) and also the payment of applicable corpus fund contribution, levies, duties, fees, cesses, taxes (including GST), costs, charges, deposits, expenses (including stamp duty, registration charges), maintenance, property tax, outgoings, present and future, in respect of the said premises/ project, from Oasis Realty, a related party of the Company under Regulation 2(1)(zb) of the SEBI Listing Regulations and for giving powers to the Board of Directors for related matters.

| Sr. No. | Particulars | No. of Members who voted | No. of Shares voted |
|---------|--|--------------------------|---------------------|
| a. | Votes cast through e-voting at EGM | 2 | 20 |
| b. | Votes cast through remote e-voting | *459 | *90,903,567 |
| | Total | 461 | 90,903,587 |
| c. | Less: Invalid voting | 8 | 699,851 |
| d. | Net Valid Voting | 453 | 90,203,736 |
| (i) | Voting with assent for the Resolution | 292 | 63,964,181 |
| | Percentage (%) of Assent | | 70.91 |
| (ii) | Voting with dissent for the Resolution | 161 | 26,239,555 |
| | Percentage (%) of Dissent | | 29.09 |

* It includes vote casted by four shareholders who have voted for part of the shares in favour and other part of the shares against the resolution.

