

December 27, 2021

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

The National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East)
Mumbai – 400 051

Ref: - BSE - Script Code: 533150
BSE - Security Code – 959822 – Debt Segment
NSE Symbol - GODREJPROP

Sub: Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Results of Postal Ballot (E-Voting) along with Scrutinizer's Report

Dear Sir/ Madam,

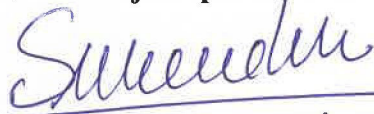
In terms of the Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the results of voting on resolution as per Postal Ballot Notice dated November 02, 2021, in the prescribed format, along with the Scrutinizer's Report on voting issued by M/s A.K. Jain & Co., Company Secretaries, Scrutinizer.

The resolution as per the Postal Ballot Notice dated November 02, 2021, was approved by the Members with the requisite majority and is deemed to have been passed on last day of voting i.e. December 26, 2021. The copy of the said Results is also available on the Company's website at <https://www.godrejproperties.com>.

We request you to take the voting results on records.

Thank you,

For Godrej Properties Limited



Surender Varma
Company Secretary & Chief Legal Officer
Encl.: a/a



SCRUTINIZER'S REPORT

To
The Chairman
Godrej Properties Limited
Godrej One, 5th Floor, Pirojshanagar
Eastern Express Highway, Vikhroli (East)
Mumbai - 400 079

I, Ashish Kumar Jain, Proprietor of M/s. A. K. Jain & Co., Company Secretaries, Mumbai, have been appointed as Scrutinizer by the Board of **Godrej Properties Limited** to conduct the postal ballot of the Company pursuant to Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as and when amended and read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020 and General Circular No. 39/2020 dated December 31, 2020 and General Circular No. 10/2021 dated June 23, 2021 in relation to "Clarification on passing of Ordinary and Special Resolutions by the Companies under the Companies Act, 2013 and the rules made thereunder" on account of the threat posed by Covid-19, issued by Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard - 2 on General Meetings as issued by the Institute of the Company Secretaries of India for passing of the proposed Ordinary Resolution as mentioned in the Postal Ballot Notice dated November 02, 2021 (hereinafter referred to as 'The Postal Ballot Notice').

I submit my report as under:

1. I have given my consent to act as Scrutinizer vide letter dated November 01, 2021 and was appointed as Scrutinizer for Postal Ballot including remote e-Voting by a Resolution passed by the Board of Directors on November 02, 2021. Further, Mr. Surender Varma, Company Secretary of the Company authorized by the Board of Directors was made responsible for conducting the postal ballot process.
2. The Company has completed the dispatch of the postal ballot notice through email on November 26, 2021 to its members whose names appeared in the Register of Members / Records of Depositories as on November 19, 2021.



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3. The Company has appointed KFin Technologies Private Limited (KFintech) the authorized agency to provide remote e-voting facility to the Members, who were eligible to take part in the voting process.
4. As per Rule 22(3) of the Companies (Management and Administration) Rules, 2014, an advertisement in newspapers in regard to dispatch of Postal Ballot Notice to the members of the Company, was published by the Company in Free Press Journal in English and Navshakti in Marathi on November 27, 2021.
5. The particulars of the remote e-voting done by the members of the Company during the period from Saturday, November 27, 2021 from 09.00 a.m. till Sunday, December 26, 2021 at 5.00 p.m. by logging on <http://evoting.kfintech.com> were considered for scrutiny.
6. 2 (Two) Physical ballot papers have been received till December 26, 2021 by 5.00 p.m.
7. Summary of the combined report on the result of remote e-voting and ballot papers is given below:

Item No. 1 (Ordinary Resolution)

To approve the transactions with related parties.

Particulars	Number of Members voted through remote e-voting & physical Ballot	Number of Votes casted through remote e-voting & physical Ballot	Percentage (%)
Assent	569	7,93,09,600	100.00
Dissent	15	241	0.00
Total	584	7,93,09,841	100.00

Invalid Votes:

Number of Members whose votes were declared invalid	6	Number of invalid votes cast by them	1,30,625
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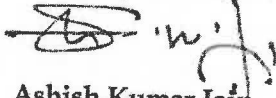
Abstained from Voting:

Number of Members	10	Number of Votes	243
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8. In view of the above summary, I hereby confirm that the Ordinary Resolution proposed in the Postal Ballot Notice dated November 02, 2021 has been passed with requisite majority.

You may accordingly declare the result of Postal Ballot.

For A.K. Jain & Co.
Company Secretaries



Ashish Kumar Jain

Proprietor

CP No. 6124

Membership No. F6058

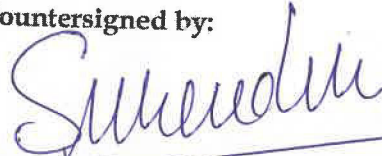
UDIN No. : F006058C001933786

Date: 27th December, 2021

Place: Mumbai



Countersigned by:



Surender Varma

Company Secretary & Chief Legal Officer

(Membership No: ACS 10428)

Godrej Properties Limited

Date: 27th December, 2021

Place: Mumbai

Company Name	GODREJ PROPERTIES LTD
Date of the Postal Ballot Notice	November 02, 2021
Total number of shareholders on record date	98425
No. of shareholders present in the meeting either in person or	Not Applicable
Promoters and Promoter Group:	-
Public:	-
No. of Shareholders attended the meeting through Video	Not Applicable
Promoters and Promoter Group:	-
Public:	-

Resolution required: (Ordinary/ Special)	ORDINARY RESOLUTION - To approve the transactions with related parties.							
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 (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	162433533	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	95348645	79112469	82.9718	79112469	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	20205166	306300	1.5159	175191	241	57.1959	0.0787
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		21940	0.1086	21940	0	100.0000	0.0000
Total		277987344	79440709	28.5771	79309600	241	99.8350	0.0003

Invalid Votes : 130625

Abstained from Voting : 243

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