

Date: June 03, 2024

Corporate Relations Department  
BSE Limited,  
1<sup>st</sup> Floor, New Trading Wing,  
Rotunda Building, P J Towers,  
Dalal Street, Fort,  
Mumbai 400 001.  
Scrip Code – 503031

The Market Operations Department  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (E), Mumbai 400 051.  
Scrip Symbol – PENINLAND

**Sub: Outcome/ Proceedings of 01/2024-25 Extra-ordinary General Meeting - Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.**

Respected Sir/ Madam,

With reference to the captioned subject, Extra-Ordinary General Meeting (EOGM) of the Company was held on Monday, June 03, 2024 at 3.00 p.m. through Video Conferencing/ Other Audio Visual Means (VC/OAVM).

Resolutions as mentioned in the Notice of the EOGM read alongwith the Corrigendum to the Notice was approved by the Shareholders with requisite majority and the resolutions were declared as passed on June 03, 2024.

Accordingly, we hereby submit the following

1. Summary of EOGM Proceedings under Regulation 30 of the Listing Regulations (Annexure-A);
2. Consolidated Scrutinizer's Report as on June 03, 2024.

Scrutinizer Report and Summary of EOGM are also being hosted on the Website of the Company. Scrutinizer's Report shall be uploaded on the Website of National Securities Depository Limited (NSDL).

Further Company shall upload the voting results within stipulated timelines of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Please take the above on record.

Thanking You,  
Yours Sincerely,

For Peninsula Land Limited

  
Mukesh Gupta  
Company Secretary & Compliance Officer  
Membership No. F6959

**Annexure-A**

**Brief proceedings of Extra-Ordinary Meeting of the Company**

Extra-Ordinary General Meeting (EOGM) of the Members of Peninsula Land Limited (“the Company”) was held on Monday, June 03, 2024, at 3.00 p.m. through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”).

Ms. Urvi A. Piramal – Non-Executive Chairperson, occupied the Chair and after ascertaining that the requisite quorum was present, declared that the meeting was validly constituted and commenced the proceedings of the meeting. The Chairperson informed that, EOGM was conducted through Video Conferencing or Other Audio-Visual Means in accordance with the Circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI). The Company had engaged the services of National Securities Depository Limited (NSDL), to provide facility of remote e-voting, e-voting during the EOGM and participation in the EOGM through VC/OAVM facility.

The Chairperson thereafter took up the following resolution as set out in the Notice of the EOGM. **Issuance of Unlisted Unrated Unsecured Optionally Convertible Debentures on preferential basis by way of Private Placement to Arsenio Strategies Private Limited (“Proposed Investor”) and approval of special rights to be granted to the Proposed Investor.**

Mrs. Urvi Piramal (Chairperson) being interested informed the shareholders that she is required to step down from the position of Chairperson and had appointed Mr. Mahesh Gupta as Chairperson to preside over the proceeding of the meeting considering her interest in the Agenda item pertaining to approval for strategic partnership with Delta and Alpha for real estate development as set out in Agenda Item no. 2 of the EOGM Notice.

Mr. Mahesh Gupta read out the Agenda No. 2 i.e.

**Approval for Strategic Partnership with Delta and Alpha for real estate development:**

After reading Agenda No. 2, Mr. Mahesh Gupta stepped down from the Chair and Mrs. Urvi Piramal took the chair and presided over the proceedings.

The Chairperson then requested Mr. Mukesh Gupta - Company Secretary & Compliance Officer to make announcement with respect to e-voting facility. The Company Secretary and Compliance Officer informed that, the Company had provided electronic voting facility (remote e-voting) to the members to cast their vote electronically on the resolutions set forth in the Notice of EOGM read with corrigendum. The remote e-voting commenced on Thursday, May 30, 2024 at 09.00 a.m. and concluded on Sunday, June 02, 2024 at 05:00 p.m. He further informed that, members who attended the EOGM and could not cast their vote by remote e-voting were provided an opportunity to cast their vote through e-voting at the EOGM. He also informed that Mr. Shivam Sharma, Proprietor of M/s. Shivam Sharma &

**PENINSULA LAND LIMITED**

1401, Tower B, Peninsula Business  
Park, Ganpatrao Kadam Marg,  
Lower Parel, Mumbai - 400 013.

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Email : info@peninsula.co.in  
Website : www.peninsula.co.in  
CIN : L17120MH1871PLC000005

Associates, Practising Company Secretaries, has been appointed as the Scrutinizer for remote e-voting as well as e-voting at this EOGM to scrutinize the votes in a fair and transparent manner and that the detailed Scrutinizer's Report along with the results of e-voting, shall be uploaded on the website of the Company, NSDL and shall also be submitted to the Stock Exchanges. He then requested the Chairperson to continue with the proceedings.

The Chairperson thereafter invited the Members, who had registered themselves as speakers to express their views or queries.

The following items of business, as per the Notice of EOGM, were transacted at the meeting:

Brief description of the agenda items considered at Extra-Ordinary General Meeting along with the Results:				
Sr. No.	Agenda Items	Type of Resolution	Voting Results	
			Mode of Voting	Results
1.	Issuance of Unlisted Unrated Unsecured Optionally Convertible Debentures on Preferential Basis by way of Private Placement to Arsenio Strategies Private Limited ("Proposed Investor") and approval of special rights to be granted to the proposed investor	Special	Remote e-voting facility and e-voting system at the EOGM	Passed with requisite majority
2.	Approval for Strategic Partnership with Delta And Alpha for real estate development	Ordinary	Remote e-voting facility and e-voting system at the EOGM	Passed with requisite majority

Meeting concluded at 3.35 P.M which also includes 15 minutes kept open for remote e-voting to enable the Members who had not voted through remote e-voting earlier to cast their vote.

**SUMMARY OF EOGM PROCEEDINGS UNDER REGULATION 30 OF THE LISTING REGULATIONS**

Extra-ordinary General Meeting (“EOGM”) of the Members of the Company was held on Monday, June 03, 2024 through Video Conferencing (‘VC’)/Other Audio Visual Means (“OAVM”). The Meeting was conducted in accordance with the provisions of the Companies Act, 2013, read with applicable Circulars and Notifications issued by the Ministry of Corporate Affairs (“MCA”) and the Securities and Exchange Board of India (“SEBI”).

The meeting commenced at 03:00 PM (IST) and Ms. Urvi A. Piramal, Chairperson of the Company, chaired the proceedings of the meeting except for the matter pertaining to Agenda No. 2. The Company Secretary and Compliance Officer briefed the Members with information regarding participation through VC/OAVM. Thereafter Chairperson informed the Members that all the documents as referred to in the Notice of EOGM read alongwith the Corrigendum were available online for inspection of Members. The Company had availed remote e-Voting facility from National Securities Depository Limited (“NSDL”). Since, there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI; members were informed that the requirement of appointing proxies was not applicable.

Total 43 Members (including authorized representatives) attended the meeting as per the attendance records for the EOGM as provided by NSDL. EOGM was attended by the following Directors on the Board of the Company either through VC/OAVM:

Ms. Urvi A. Piramal	Chairperson
Mr. Rajeev A. Piramal	Executive Vice-Chairman & Managing Director
Mr. Nandan A. Piramal	Whole-Time Director
Mr. Mahesh S. Gupta	Non-Executive Non-Independent Director
Lt. Gen. Deepak Summanwar	Independent Director
Mr. Krupal Kanakia	Independent Director
Mr. Pankaj Kanodia	Independent Director
Mr. Pawan Swamy	Independent Director

The Board had appointed Mr. Shivam Sharma, Proprietor of M/s. Shivam Sharma & Associates, Practising Company Secretaries as Scrutinizer to scrutinize the remote e-Voting process and e-Voting at the EOGM, in a fair and transparent manner.

The Chairperson authorized the Company Secretary and Compliance Officer that on receipt of the Scrutinizer’s Report, to declare the voting results, intimate the stock exchanges and place the same on the website of the Company.

**PENINSULA LAND LIMITED**

1401, Tower B, Peninsula Business  
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Website : www.peninsula.co.in  
CIN : L17120MH1871PLC000005

Meeting concluded at 3.35 P.M which also includes 15 minutes kept open for remote e-voting to enable the Members who had not voted through remote e-voting earlier to cast their vote.

This is for your information and records.

Thanking You,  
Yours Sincerely,  
For Peninsula Land Limited

  
**Mukesh Gupta**  
**Company Secretary & Compliance Officer**  
**Membership No. F6959**



**ShivamSharma & Associates**  
**Company Secretaries**  
**B.Com, ACS**

**Consolidated Scrutinizer's Report**

[Pursuant to Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman,  
Peninsula Land Limited,  
Reg. Office: 1401, Tower B, 14<sup>th</sup> Floor,  
Peninsula Business Park, Ganpatrao Kadam Marg,  
Lower Parel, Mumbai- 400013.

Dear Sir,

<b>SCRUTINIZER'S REPORT</b>	
<b>Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014</b>	
Name of the Company	Peninsula Land Limited
Nature of Meeting / Event	01/2024-25 - Extra-Ordinary General Meeting (EOGM)
Time, Day and Date	At 3:00 PM IST, Monday, June 3, 2024
Deemed Venue of EOGM	Reg. Office: 1401, Tower B, 14 <sup>th</sup> Floor, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai- 400013.
Mode of Meeting	Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

I, CS Shivam Sharma, Practicing Company Secretaries having office at 304, 3<sup>rd</sup> Floor, Ghanshyam Enclave, Near Lalji Pada Police Station, Kandivali West Mumbai 400067, was appointed as Scrutinizer by the Board of Directors of Peninsula Land Limited ("the Company") at its meeting held on May 8, 2024, for the purpose of scrutinizing the e-voting process i.e. remote e-voting and e-voting pertaining to the Extra-Ordinary General Meeting ("EOGM") of the Company, under the provisions of Section 108 of the Act, read with the Rules made thereunder and General Circular Nos. 14/2020, 17/2020 and 09/2023 issued by the Ministry of Corporate Affairs (MCA) on April 08, 2020, April 13, 2020 and September 25, 2023 respectively, read with applicable SEBI Circulars ("MCA & SEBI Circulars") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable laws and regulations (including any statutory modifications, enactment thereof, for the time being in force) in respect of the resolution as mentioned in the Notice dated May 08, 2024 ('EOGM Notice') for EOGM of the Company held on Monday, June 3, 2024 at 3:00 PM (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").



I submit my report as under:

**1. Management Responsibility**

The management of the Company is responsible to ensure the compliance with the requirements of (i) the Companies Act, 2013 and the Rules made thereunder; (ii) the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015; and (iii) the MCA & SEBI Circulars, related to e-voting in respect of the resolution contained in the EOGM Notice including the dispatch of notice to the members and also for ensuring a secured framework for e-Voting. My responsibility as Scrutinizer for the remote e-voting is restricted to making a consolidated scrutinizer's report of the votes cast in favour or against the resolutions. Based on the reports generated from the remote e-voting system provided by National Securities Depository Limited ('NSDL'), the authorized agency to provide facility and e-voting at the EOGM.

**2. Dispatch of Notice of Extra-ordinary General Meeting ("EOGM")**

In compliance with the MCA & SEBI Circulars and the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for time being in force), the Notice of EOGM was sent through electronic mode to equity shareholders whose email address is registered with the Company/Share Transfer Agent of the Company/Depositories or Depository Participants.

**3. Publication of Advertisement in Newspapers:**

In terms of the requirements of Rule 20 of the Companies (Management and Administration) Rules, 2022, Company had published advertisement about completion of dispatch of EOGM and providing remote e-voting facility in the English Newspaper - Business Standard and Marathi Newspaper - Mumbai Lakshadweep on May 18, 2024.

**4. Cut-off Date:**

The Members of the Company as on the cut-off date i.e. Thursday, May 28, 2024, were entitled to avail the facility of remote e-voting as well as e-voting at the EOGM (hereinafter collectively referred as "e-votes/e-voting") on the proposed resolutions as set out in the EOGM notice.

**5. Remote e-voting Process: EVSN: 128528**

**5.1 Agency:**

The company had appointed National Securities Depository Limited ('NSDL') for conducting voting through remote e-voting, participation in the EOGM through VC / OAVM facility and e-voting during the EOGM.



**5.2. Generation and activation of EVSN 128528:**

The company had generated the Electronic Voting Sequence Number ("EVSN") i.e. 128528 on May 9, 2024 and activated the EVSN on May 29, 2024. The voting rights of members was considered in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date of Tuesday, May 28, 2024.

**5.3. Remote e-voting period:**

The remote e-voting period commenced at 9:00 a.m. on Thursday, May 30, 2024 and concluded at 05:00 p.m. on Sunday, June 02, 2024. The facility of e-voting during the EOGM was provided for an additional duration of 15 minutes soon after the conclusion of the EOGM. NSDL remote e-voting portal was disabled thereafter.

Accordingly, the electronic votes cast during this period have been taken into account for ascertaining the votes cast in favour and against the resolutions, set out in the notice convening the EOGM.

**6. Counting process:**

After completion of e-voting at the EOGM as mentioned above, the e-votes casted through e-voting during the EOGM were counted, thereafter the votes casted under remote e-voting facility were unblocked and the report were downloaded from the NSDL e-voting platform in the presence of the two witness who are not in employment with the Company.

**9. Voting results:**

A summary of the remote e-voting and e-voting during the EOGM are as follows:

**ITEM NO. 1: SPECIAL RESOLUTION:**

**ISSUANCE OF UNLISTED UNRATED UNSECURED OPTIONALLY CONVERTIBLE DEBENTURES ON PREFERENTIAL BASIS BY WAY OF PRIVATE PLACEMENT TO ARSENIO STRATEGIES PRIVATE LIMITED ("PROPOSED INVESTOR") AND APPROVAL OF SPECIAL RIGHTS TO BE GRANTED TO THE PROPOSED INVESTOR:**

Details of Voting	Remote E-voting		E-voting during EOGM		Total		% of Total Votes cast
	Folios	Votes	Folios	Votes	Folios	Votes	
Assent	141	209381188	-	-	141	209381188	99.996%
Dissent	10	8232	-	-	10	8232	0.004%
Total	<b>151</b>	<b>209389420</b>	-	-	<b>151</b>	<b>209389420</b>	<b>100%</b>
Result	<b>Passed with requisite majority</b>						

*Handwritten signature/initials*





**ShivamSharma & Associates**  
**Company Secretaries**  
**B.Com, ACS**

**ITEM NO. 2: ORDINARY RESOLUTION:**

**APPROVAL FOR STRATEGIC PARTNERSHIP WITH DELTA AND ALPHA FOR REAL ESTATE DEVELOPMENT.**

Details of Voting	Remote E-voting		E-Voting During EOGM		Total		% of Total Votes cast
	Folios	Votes	Folios	Votes	Folios	Votes	
Assent	131	7813918	-	-	131	7813918	99.988%
Dissent	5	953	-	-	5	953	0.012%
Total	<b>136</b>	<b>7814871</b>	-	-	<b>136</b>	<b>7814871</b>	<b>100%</b>
Result	<b>Passed with requisite majority</b>						

10. Based on the aforesaid report, it may be seen that resolutions No (1) and (2) of the EOGM Notice have been passed with the requisite majority. The voting results of the aforesaid EOGM may accordingly be declared by the Company Secretary as authorised by the Chairman of the Company.

11. The Register maintained in electronic form recording the assent or dissent received alongwith all the relevant records of e-voting downloaded from the NSDL e-voting portal have been handed over to the Company Secretary for safekeeping.

**Thanking You**  
**For Shivam Sharma & Associates**  
**Company Secretaries**

**SHIVAM** Digitally signed by  
SHIVAM SHARMA  
**SHARMA** Date: 2024.06.03  
21:14:45 +05'30'

**Shivam Sharma**  
**(Proprietor)**  
**M.No.: A35727, CP. No.: 16558**  
**Peer Review Certificate No.: 1811/2022**  
**UDIN: A035727F000523533**  
**Place: Mumbai**  
**Date: 03.06.2024**

*Shivam Sharma*