

**Godrej Properties Limited**  
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Eastern Express Highway,  
Vikhroli (E), Mumbai – 400 079. India  
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Website: [www.godrejproperties.com](http://www.godrejproperties.com)

CIN: L74120MH1985PLC035308

August 02, 2023

**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: - Godrej Properties Limited**

BSE - Scrip Code: 533150, Scrip ID - GODREJPROP  
BSE - Security Code - 974950, 974951 – Debt Segment  
NSE - GODREJPROP

**Sub: - Proceedings of the 38<sup>th</sup> Annual General Meeting (“AGM”) of the Company.**

Dear Sir/ Madam,

The 38<sup>th</sup> AGM of the Company was held on Wednesday, August 02, 2023 at 02.30 p.m. (IST). The AGM was conducted through Video Conference (“VC”) / Other Audio-Visual Means (“OAVM”) to transact the businesses as mentioned in the Notice convening the AGM dated May 03, 2023.

We enclose herewith the summary of proceedings of the AGM as required under Regulation 30, Part-A of Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The AGM concluded at 03.20 p.m.

This is for your information and records.

Yours truly,

**For Godrej Properties Limited**

**Ashish Karyekar**  
**Company Secretary**

*Encl. as above*



## **SUMMARY OF PROCEEDINGS OF THE 38<sup>th</sup> ANNUAL GENERAL MEETING**

The 38<sup>th</sup> Annual General Meeting (“AGM”) of the Members of Godrej Properties Limited (“the Company”) was held on Wednesday, August 02, 2023, at 2.30 p.m. through Video Conference (“VC”) or Other Audio Visual Means (“OAVM”) in compliance with the relevant circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the Rules issued thereunder. The Executive Chairperson - Mr. Pirojsha Godrej, 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 the Members about the sad and sudden demise of Mr. Amitava Mukherjee, Non-Executive Independent Director of the Company on July 03, 2023. On behalf of the Board of Directors and the Company, he conveyed their sincere gratitude to Mr. Mukherjee for his contributions and extended sincere condolences to his family.

He then informed the Members that the term of appointment of Mrs. Lalita D. Gupte as an Independent Director would get over at the conclusion of 38<sup>th</sup> Annual General Meeting. He placed on record appreciation for the guidance provided by Mrs. Lalita D. Gupte during her tenure as an Independent Director.

He also informed the Members that the Board of Directors in their meeting held earlier in the day on August 02, 2023, has appointed Ms. Jayashree Vaidhyanathan as an additional Independent Director of the Company w.e.f. the conclusion of 38<sup>th</sup> AGM of the Company.

The notice convening the AGM was taken as read as the same was already circulated to the Members. Thereafter, the Chairperson stated that as the report from the Auditors did not contain any qualification, observation or comment, it was not required to be read at the meeting.

The Executive Chairperson then delivered his speech giving the highlights of the Company’s performance for the financial year 2022-2023.

The following items of business, as per the Notice of AGM dated May 03, 2023, were transacted at the meeting:

1. To consider and adopt the audited standalone financial statements and the audited consolidated financial statements of the Company for the financial year ended March 31, 2023, together with the report of the Board of Directors and report of the Auditors thereon and other reports.
2. To appoint a Director in place of Mr. Pirojsha Godrej (DIN:00432983), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

3. To ratify remuneration payable to M/s. R. Nanabhoy & Co., Cost Accountants, Cost Auditors of the Company, for the financial year 2023-2024.

On invitation of the Chairperson, members who had registered themselves as speakers sought clarifications on the Company's accounts and businesses. The Executive Chairperson provided clarifications to the queries raised by the Members. Thereafter, the Executive Chairperson informed that the Company had provided an electronic voting facility (remote e-voting) to the members to cast their vote electronically on all resolutions set forth in the Notice. The remote e-voting commenced on Friday, July 28, 2023 (09:00 a.m. IST) and ended on Tuesday, August 01, 2023 (5:00 p.m. IST). Members who attended the AGM and could not cast their vote by remote e-voting were provided an option to cast their vote through e-voting during the AGM.

The Board of Directors of the Company had appointed Mr. Ashish Kumar Jain, M/s A K Jain & Co., Company Secretary in Practice, as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.

The Chairperson further informed that the detailed Scrutinizer's Report along with the results of e-voting shall be communicated to the Stock Exchanges and will also be placed on the website of the Company ([www.godrejproperties.com](http://www.godrejproperties.com)) and on the website of National Securities Depository Limited ("NSDL") <https://www.evoting.nsdl.com>. He informed the members that e-voting on the platform of NSDL would continue for another 15 minutes to enable the members to vote.

