



24th September 2016

The Manager Dept of Corporate Services BSE Limited Regd. Office: Floor 25, P J Towers Dalal Street Mumbai – 400 001 Scrip code: 533274	The General Manager Dept. of Corporate Services National Stock Exchange of India Limited, Bandra Kurla Complex Bandra (E), Mumbai – 400051 Scrip code: PRESTIGE
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Dear Sir / Madam

Sub: Proceedings and Voting Results of the 19th Annual General Meeting (AGM) of the Company held on 23rd September 2016

With reference to the above captioned subject and in compliance with Regulation 30 and Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform the following:

a) The 19th Annual General Meeting of the Members of the Company was held on Friday, 23rd September 2016 at 4.00 p.m. at Orchid Hall, The Oberoi, 37-39, MG Road, Bengaluru – 560001.

b) The following Ordinary and Special Business were transacted at the Annual General Meeting:

Sl. No.	Nature of Resolution	Nature of Business Transacted
A. Ordinary Business		
1	Ordinary Resolution	Adoption of Audited Financial Statements and Reports thereof for the financial year 2015-16.
2	Ordinary resolution	Confirm the payment of Interim Dividend at Rs. 1.2 per equity share for the financial year 2015-16.
3	Ordinary Resolution	Appoint a Director in place of Mr. Noaman Razack, Director, (DIN: 00189329), who retires by rotation and being eligible, offered himself for re-appointment.
4	Ordinary Resolution	Ratify appointment of Statutory Auditors of the Company and to fix their remuneration.
B. Special Business		
5	Special Resolution	Increase in Investment Limits u/s 186 of Companies Act 2013
6	Ordinary Resolution	Payment of remuneration to the Cost Auditor for the Financial Year 2016-17.





The facility of E-voting was provided to shareholders from 20th September 2016 (9.00 a.m.) to 22nd September 2016 (5.00 p.m.) pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014. At the AGM, the voting on all the above resolutions was conducted through poll.

The Proceedings of AGM and Voting results on the above resolutions subsequent to receipt of Scrutinizer's report on e-voting and poll is enclosed herewith.

Kindly take the above on record and oblige.

Thanking You

Yours faithfully
for Prestige Estates Projects Limited,

M. Sridhar

M. Sridhar
Company Secretary & Compliance Officer



Encl: As stated above

Item No. 1 - To receive, consider, approve and adopt the Audited Financial Statements (including Consolidated Financial statements) of the Company for the Financial year ended 31st March 2016, together with Board's Report and Report of Auditors thereon.

Ordinary Resolution										
Resolution required: (Ordinary/Special)	None of the Promoters / Promoter Groups are interested.									
Whether promoter/ promoter group are interested in the agenda/resolution?	None of the Promoters / Promoter Groups are interested.									
Category	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes- in favour	No. of votes- against	% of votes- in favour votes polled (6)- [(4)/(2)]*100	% of votes on against votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting	26,25,00,000	100.00	26,25,00,000	0	100.00	-			
	Poll		-		-	-	-			
	Total	26,25,00,000	100.00	26,25,00,000	-	100.00	-			
Public- Institutions	E-Voting	10,87,34,229	37.79	4,10,92,911	0	100.00	-			
	Poll		-		0	-	-			
	Total	10,87,34,229	37.79	4,10,92,911	-	100.00	-			
Public- Non Institutions	E-Voting	37,65,771	0.02	580	0	100.00	-			
	Poll		6,168	5,568	600	90.27	9.73			
	Total	37,65,771	0.18	6,748	600	91.11	8.89			
Total	37,50,00,000	30,35,99,659	80.96	30,35,99,059	600	100.00	0.00			

For PRESTIGE ESTATES PROJECTS LIMITED

M. S. Saha

Company Secretary

Item No.2 - To confirm the payment of Interim Dividend at Rs.1.2 per equity share for the financial year 2015-16.

Resolution required: (Ordinary/ Special)		Ordinary Resolution									
Whether promoter/ group are interested in the agenda/resolution?		None of the Promoters / Promoter Groups are interested.									
Category	Mode Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes on favour	No. of votes against	% of votes in favour votes polled	% of votes in against votes polled	(7)=[(5)/(2)]*100	(6)-[(4)/(2)]*100	
Promoter and Promoter Group	E-Voting	26,25,00,000	26,25,00,000	100.00	26,25,00,000	0	100.00	-	-		
	Poll										
	Total	26,25,00,000	26,25,00,000	100.00	26,25,00,000	-	100.00	-	-		
Public- Institutions	E-Voting	10,87,34,229	4,10,92,911	37.79	4,10,92,911	0	100.00	-	-		
	Poll										
	Total	10,87,34,229	4,10,92,911	37.79	4,10,92,911	-	100.00	-	-		
Public- Non Institutions	E-Voting	37,65,771	580	0.02	580	0	100.00	-	-		
	Poll		6,168	0.16	5,568	600	90.27	9.73			
	Total	37,65,771	6,748	0.18	6,148	600	91.11	8.89			
Total		37,50,00,000	30,35,99,659	80.96	30,35,99,659	600.00	100.00	0.00			

For PRESTIGE ESTATES PROJECTS LIMITED

M. Saha

Company Secretary

Item No. 3 - To appoint a Director in place of Mr. Noaman Razack, Director, (DIN:00189329), who retires by rotation and being eligible has offered himself for reappointment.										
Ordinary Resolution										
Resolution required: (Ordinary/Special)	Except Mr. Noaman Razack, no other Promoters, Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested in this resolution.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes- in favour	No. of votes- against	% of votes- in favour votes polled (6)- [(4)/(2)]*100	% of votes on against votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	26,25,00,000	26,25,00,000	100.00	26,25,00,000		100.00	-		
	Poll		-	-			-	-		
	Total	26,25,00,000	26,25,00,000	100.00	26,25,00,000	-	100.00	-		
Public Institutions	E-Voting	10,87,34,229	4,10,92,911	37.79	3,63,73,796	4719115	88.52	11.48		
	Poll		-	-			-	-		
	Total	10,87,34,229	4,10,92,911	37.79	3,63,73,796	47,19,115	88.52	11.48		
Public- Non Institutions	E-Voting	37,65,771	580	0.02	580		100.00	-		
	Poll		6,168	0.16	5,467	701	88.63	11.37		
	Total	37,65,771	6,748	0.18	6,047	701	89.61	10.39		
Total		37,50,00,000	30,35,99,659	80.96	29,88,79,843	47,19,816	98.45	1.55		

For PRESTIGE ESTATES PROJECTS LIMITED

M. Saha

Company Secretary

Item No. - 4 To ratify the appointment of Statutory Auditors.

Resolution required: (Ordinary/ Special)		Ordinary Resolution									
Whether promoter/ promoter group are interested in the agenda/resolution?		None of the Promoters / Promoter Groups are interested.									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)*100 0	No. of votes- in favour (4)	No. of votes- against (5)	% of votes in favour votes polled (6)- [(4)/(2)]*100 (7)=[(5)/(2)]*100	% of votes in against votes polled (7)			
Promoter and Promoter Group	E-Voting	26,25,00,000	26,25,00,000	100.00	26,25,00,000		100.00				
	Poll		-	-			#DIV/0!	#DIV/0!			
	Total	26,25,00,000	26,25,00,000	100.00	26,25,00,000	-	100.00				
Public Institutions	E-Voting	10,87,34,229	4,10,92,911	37.79	4,10,92,911	0	100.00				
	Poll		-	-			-	-			
	Total	10,87,34,229	4,10,92,911	37.79	4,10,92,911	-	100.00				
Public- Non Institutions	E-Voting		580	0.02	580	0	100.00				
	Poll	37,65,771	6,168	0.16	6,168	0	100.00				
	Total	37,65,771	6,748	0.18	6,748	-	100.00				
Total		37,50,00,000	30,35,99,659	80.96	30,35,99,659	-	100.00				

For PRESTIGE ESTATES PROJECTS LIMITED

M. S. Saha

Company Secretary

Item No. - 5 Increase in Investment limits u/s 186 of Companies Act 2013:

Resolution required: (Ordinary/Special)		Special Resolution											
Whether promoter/ promoter group are interested in the agenda/resolution?		None of the Promoters / Promoter Groups are interested.											
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour votes polled	% of votes in against votes polled	(3)=[(2)/(1) *100	(4)	(5)	(6)- [(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	26,25,00,000	26,25,00,000	100.00	26,25,00,000	0	100.00	-					
	Poll			-		0	-	-					
	Total	26,25,00,000	26,25,00,000	100.00	26,25,00,000	-	100.00	-					
Public Institutions	E-Voting	10,87,34,229	4,04,67,366	37.22	2,11,06,382	1,93,60,984	52.16	47.84					
	Poll			-			-	-					
	Total	10,87,34,229	4,04,67,366	37.22	2,11,06,382	1,93,60,984	52.16	47.84					
Public- Non Institutions	E-Voting		580	0.02	580		100.00	-					
	Poll		6,168	0.16	6,168		100.00	-					
	Total		6,748	0.18	6,748		100.00	-					
Total		37,50,00,000	30,29,74,114	80.79	28,36,13,130	1,93,60,984	93.61	6.39					

For PRESTIGE ESTATES PROJECTS LIMITED

M. S. Khan

Company Secretary

Item No. - 6 Payment of remuneration to the Cost Auditor for the Financial Year 2016-17:

Ordinary Resolution									
Resolution required: (Ordinary/ Special)	None of the Promoters / Promoter Groups are interested.								
Whether promoter group are interested in the agenda/resolution? Category	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)*100]	No. of votes in favour	No. of votes against	% of votes in favour votes polled (6)=[(4)/(2)]*100	% of votes in against votes polled (7)=[(5)/(2)]*100		
Mode Voting	(1)	(2)	(3)	(4)	(5)	(6)	(7)		
Promoter and Promoter Group	E-Voting	26,25,00,000	100.00	26,25,00,000	0	100.00	-		
	Poll	-	-	-	0	-	-		
	Total	26,25,00,000	100.00	26,25,00,000	0	100.00	-		
Public Institutions	E-Voting	10,87,34,229	37.79	4,10,92,911		100.00	-		
	Poll	-	-	-		-	-		
	Total	10,87,34,229	37.79	4,10,92,911		100.00	-		
Public- Non Institutions	E-Voting	37,65,771	0.02	580		100.00	-		
	Poll	6,168	0.16	5,718	450	92.70	7.30		
	Total	37,65,771	0.18	6,298	450	93.33	6.67		
Total		37,50,00,000	80.96	30,35,99,209	450	100.00	0.00		

For PRESTIGE ESTATES PROJECTS LIMITED

M. S. Khan
Company Secretary

September 24, 2016

To,

The Chairman
Prestige Estates Projects Limited,
The Falcon House,
No.1 Main Guard Cross Road,
Bengaluru - 560 001

Dear Sir,

Sub: Consolidated - Scrutinizer's Report conducted through e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 (3) (xii) of the Companies (Management and Administration) Rules, 2014 and Poll in pursuant to Section 109 of the Companies Act, 2013.

I, Nagendra D Rao, Practising Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Prestige Estates Projects Limited vide resolution dated May 30, 2016, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (3) (xii) of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing e-voting process in a fair and transparent manner and voting on poll conducted for business to be transacted at the 19th Annual General Meeting of the Shareholders of the Company held on Friday, September 23, 2016 at 4.00 p.m., at Orchid Hall, The Oberoi Hotel, 37-39, MG Road, Bengaluru - 560 001.

Accordingly, Prestige Estates Projects Limited has made arrangement with the system provider viz, Central Depository Services (India) Limited (CDSL) for providing a system of recording votes of the shareholders electronically through e-voting. Necessary Instructions in this regard to be followed by the Shareholders have also been duly mentioned in the Annual General Meeting Notice dated August 11, 2016 sent to the shareholders by Courier to their registered address. The Company has also sent the above mentioned notice by Speed Post to those shareholders who have specifically requested the company to dispatch the notice by Speed Post to their registered address.

The shareholders of the Company holding shares as on "cut-off" date September 16, 2016 were entitled to vote on the resolution as contained in the Notice of the Annual General Meeting and the total shareholders of the Company as on the "cut-off" date were 11,206.

Pursuant to Rule 20 (3) of the Companies (Management and Administration) Rules, 2014, an advertisement was published by the Company in Financial Express, English Newspaper and Vijayavani in Kannada Newspaper on September 01, 2016 informing about the completion of dispatch of the notices along with other related matters mentioned therein.

The e-voting period commences on September 20, 2016 (9:00 AM) and ends on September 22, 2016 (5:00 PM).

The votes cast under e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted.



I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system.

After the closure of the voting at the Annual General Meeting, the report on the poll taken at the meeting was generated in my presence and the voting was diligently scrutinized.

I now submit my Consolidated Report on the evoting process and poll conducted at the 19th Annual General Meeting of the Shareholders of the Company in respect of the below mentioned resolutions.

I. Resolution No. 1:- To receive, consider, approve and adopt the Audited Financial Statements (including Consolidated Financial statements) of the Company for the Financial year ended 31st March 2016, together with the Board's Report and Report of Auditors thereon.

Type of Resolution - Ordinary Resolution

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	94	303,593,491	99.98
Poll	33	5,568	0.01
Total	127	303,599,059	99.99

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	0	0	0
Poll	2	600	0.01
Total	2	600	0.01

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	0	0
Poll	2	5
Total	2	5

Remarks: The Ordinary Resolution No.1 as mentioned above is passed by Requisite Majority.

II. Resolution No. 2:- To confirm the payment of Interim Dividend at Rs.1.2 per equity share for the financial year 2015-16.



Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	94	303,593,491	99.98
Poll	33	5,568	0.01
Total	127	303,599,059	99.99

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	0	0	0.00
Poll	2	600	0.01
Total	2	600	0.01

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	0	0
Poll	2	5
Total	2	5

Remarks: The Ordinary Resolution No.2 as mentioned above is passed by Requisite Majority.

III. Resolution No. 3:- To appoint a Director in place of Mr. Noaman Razack, Director (DIN:00189329), who retires by rotation and being eligible, offers himself for re-appointment.

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	84	298,874,376	98.43
Poll	31	5,467	0.01
Total	115	298,879,843	98.44



(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	10	4,719,115	1.55
Poll	4	701	0.01
Total	14	4,719,816	1.56

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them.
E-voting	0	0
Poll	2	5
Total	2	5

Remarks: The Ordinary Resolution No. 3 as mentioned above is passed by Requisite Majority.

IV. Resolution No. 4:- To ratify the appointment of Statutory Auditors

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	94	303,593,491	99.99
Poll	35	6,168	0.01
Total	129	303,599,659	100.00

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	0	0	0.00
Poll	0	0	0.00
Total	0	0	0.00

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	0	0
Poll	2	5
Total	2	5



Remarks: The Ordinary Resolution No. 4 as mentioned above is passed Unanimously.

V. Resolution No. 5:- Increase in Investment limits u/s 186 of Companies Act 2013.

Type of Resolution - **Special Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	36	283,606,962	93.59
Poll	35	6,168	0.01
Total	71	283,613,130	93.60

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	57	19,360,984	6.40
Poll	0	0	0.00
Total	57	19,360,984	6.40

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	0	0
Poll	2	5
Total	2	5

Remarks: The Special Resolution No. 5 as mentioned above is passed by Requisite Majority.

VI. Resolution No. 6:- Payment of remuneration to the Cost Auditor for the Financial Year 2016-17.

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	94	303,593,491	99.98
Poll	34	5,718	0.01
Total	128	303,599,209	99.99



(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	0	0	0.00
Poll	1	450	0.01
Total	1	450	0.01

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	0	0
Poll	2	5
Total	2	5

Remarks: The Ordinary Resolution No. 6 as mentioned above is passed by Requisite Majority.

The register, all other papers and relevant records relating to electronic voting and Poll shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

I further wish to inform that the Report of Scrutinizer pursuant to Section 109 of the Companies Act, 2013 read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014] with regards to the Poll is being submitted separately in Form No. MGT - 13.

Thanking You,
Yours Faithfully,



Nagendra D Rao
Practising Company Secretary

