

Corporate Relations Department
BSE Limited,
1st Floor, New Trading Wing,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai - 400 001.

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

August 29, 2017

Dear Madam/ Sir,

Ref: Peninsula Land Limited (Company Code:- BSE: 503031, NSE: PENINLAND)

Sub: Disclosure of Voting Results of the 145th Annual General Meeting (AGM) of Peninsula Land Limited under Regulations 44 (3) and Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

With reference to the above captioned subject, the 145th Annual General Meeting (AGM) of the Company was held on Tuesday August 29, 2017 at 3.00 p.m. at "Hall of Culture," Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai – 400 018.

Pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith a brief of the proceedings of the 145th Annual General Meeting of the Company (**Annexure-A**).

Further, pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are also submitting the details of the voting results of the business transacted at the 145th AGM in the format prescribed by SEBI vide their circular No. CIR/CFD/CMD/8/2015 dated November 4, 2015 (**Annexure - B**) along with the Consolidated Report of the Scrutinizer on remote e-voting and voting through Physical Ballot at the 145th AGM (**Annexure - C**).

The above mentioned Reports are also being hosted on the Website of the Company and Scrutinizer's Report shall be uploaded on the Website of Central Depository Services (India) Limited.

We request you to kindly take the above on record.

For Peninsula Land Limited



Rajashekhar Reddy
Company Secretary & Compliance Officer



Encl.: As above

PENINSULA LAND LIMITED

1, Peninsula Spenta,
Mathuradas Mills,
Senapati Bapat Marg,
Lower Parel, Mumbai 400 013.
India.

Phone : +91 22 6622 9300
Fax : +91 22 6622 9302
Email : info@peninsula.co.in
URL : www.peninsula.co.in
CIN NO. L17120MH1871PLC000005

(Annexure – A)

Brief of the Proceedings

Date : August 29, 2017
 Day : Tuesday
 Time : 3.00 p.m.
 Venue : "Hall of Culture," Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai – 400 018

Brief description of the agenda items considered at the 145 th Annual General Meeting along with the Results:				
S. No.	Agenda Items	Type of Resolution	Voting Results	
			Mode of voting	Results
1.	To receive, consider and adopt the Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2017 and Reports of the Directors and Auditors thereon.	Ordinary	Remote e-voting facility and Ballot Paper at the AGM	All the Resolutions were passed with a requisite majority.
2.	To appoint a Director in place of Mr. Mahesh S. Gupta (DIN: 00046810) who retires by rotation and is eligible for re-appointment.	Ordinary		
4.	To appoint SRBC & Co. LLP, Chartered Accountants, Mumbai (Firm Registration No. - 324982E/E300003) as the Statutory Auditors of the Company for a period of five years to hold office from the conclusion of this Annual General Meeting till the conclusion of the Annual General Meeting to be held in the year 2022 and to authorise the Board of Directors to fix their remuneration.	Ordinary		
5.	Appointment of Mr. Sajit Suvarna (DIN: 01481316), as an Independent Director of the Company.	Ordinary		



PENINSULA LAND LIMITED

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 Mathuradas Mills,
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PENINSULA LAND LIMITED

CIN : L17120MH1871PLC000005

Peninsula Spenta, Mathuradas Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013.

Tel. No: 022 - 6622 9300 Fax No.: 022 - 6622 9302

Website: www.peninsula.co.in; Email:- investor@peninsula.co.in

VOTING RESULTS

Date of Annual General Meeting	August 29, 2017
Total Number of Shareholders on Record Date	53663
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	7
Public:	56
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Nil
Public:	Nil

Agenda- wise disclosure

1. Resolution required: Ordinary			Approval of Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2017					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of votes Polled (2)	% of Votes Polled on outstanding shares [(2)/(1)]* 100 = (3)	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled [(4)/(2)]*100 = (6)	% of Votes against on votes polled [(5)/(2)]*100 = (7)
Promoter and Promoter Group	E-Voting	155581772	0	0.00%	0	0	0.00%	0.00%
	Poll		155581772	100.00%	155581772	0	100.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		155581772	155581772	100.00%	155581772	0	100.00%
Public- Institutions	E-Voting	34789020	19885667	57.16%	19885667	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		34789020	19885667	57.16%	19885667	0	100.00%
Public- Non Institutions	E-Voting	88830428	16704540	18.80%	16703463	1077	99.99%	0.01%
	Poll		9046517	10.18%	9046517	0	100.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		88830428	25751057	28.99%	25749980	1077	100.00%
Total		279201220	201218496	72.07%	201217419	1077	100.00%	0.00%

2. Resolution required: Ordinary

Re-appointment of Mr. Mahesh S. Gupta (DIN: 00046810) who retires by rotation and is eligible for re-appointment

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of Shares held (1)	No. of votes Polled (2)	% of Votes Polled on outstanding shares [(2)/(1)]* 100 = (3)	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled [(4)/(2)]*100 = (6)	% of Votes against on votes polled [(5)/(2)]*100 = (7)
Promoter and Promoter Group	E-Voting	155581772	0	0.00%	0	0	0.00%	0.00%
	Poll		155581772	100.00%	155581772	0	100.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		155581772	155581772	100.00%	155581772	0	100.00%
Public- Institutions	E-Voting	34789020	19885667	57.16%	19885667	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		34789020	19885667	57.16%	19885667	0	100.00%
Public- Non Institutions	E-Voting	88830428	16704540	18.80%	16700263	4277	99.97%	0.03%
	Poll		9046517	10.18%	9046517	0	100.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		88830428	25751057	28.99%	25746780	4277	99.98%
Total		279201220	201218496	72.07%	201214219	4277	100.00%	0.00%



3. Resolution required: Ordinary			Appointment of SRBC & Co. LLP, Chartered Accountants, Mumbai (Firm Registration No. - 324982E/E300003) as the Statutory Auditors of the Company and to hold office from the conclusion of this Annual General Meeting till the conclusion of the Annual General Meeting to be held in the year 2022 and to authorise the Board of Directors to fix their remuneration.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of votes Polled (2)	% of Votes Polled on outstanding shares [(2)/(1)]* 100 = (3)	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled [(4)/(2)]*100 = (6)	% of Votes against on votes polled [(5)/(2)]*100 = (7)
Promoter and Promoter Group	E-Voting	155581772	0	0.00%	0	0	0.00%	0.00%
	Poll		155581772	100.00%	155581772	0	100.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		155581772	155581772	100.00%	155581772	0	100.00%
Public- Institutions	E-Voting	34789020	19885667	57.16%	19885667	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		34789020	19885667	57.16%	19885667	0	100.00%
Public- Non Institutions	E-Voting	88830428	16704540	18.80%	16701611	2929	99.98%	0.02%
	Poll		9046517	10.18%	9046517	0	100.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		88830428	25751057	28.99%	25748128	2929	99.99%
Total		279201220	201218496	72.07%	201215567	2929	100.00%	0.00%

4. Resolution required: Ordinary			Appointment of Mr. Sajit Suvarna (DIN: 01481316), as an Independent Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of Shares held (1)	No. of votes Polled (2)	% of Votes Polled on outstanding shares [(2)/(1)]* 100 = (3)	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled [(4)/(2)]*100 = (6)	% of Votes against on votes polled [(5)/(2)]*100 = (7)
Promoter and Promoter Group	E-Voting	155581772	0	0.00%	0	0	0.00%	0.00%
	Poll		155581772	100.00%	155581772	0	100.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		155581772	155581772	100.00%	155581772	0	100.00%
Public- Institutions	E-Voting	34789020	19885667	57.16%	19885667	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		34789020	19885667	57.16%	19885667	0	100.00%
Public- Non Institutions	E-Voting	88830428	16704540	18.80%	16700263	4277	99.97%	0.03%
	Poll		9046517	10.18%	9046517	0	100.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		88830428	25751057	28.99%	25746780	4277	99.98%
Total		279201220	201218496	72.07%	201214219	4277	100.00%	0.00%

Note: The categories named as "Promoter and Promoter Group" and "Public - Non Institutions" include 10,00,000 and 34,11,307 equity shares respectively held by ESOP Trust categorised as "Non Promoter - Non Public holdings" for want of such category in the prescribed format.

Date: 29.08.2017
Place : Mumbai



For Peninsula Land Limited

Rajashekhhar Reddy
Company Secretary and Compliance Officer


FORM No. MGT-13
COMBINED SCRUTINIZER'S REPORT

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014)

To,
The Chairperson/ Group Managing Director,
 145th Annual General Meeting of Peninsula Land Limited
 Held on Tuesday, 29th August, 2017 at
 "Hall of Culture", Nehru Centre, Dr. Annie Besant Road,
 Worli, Mumbai – 400 018.

Dear Sir / Madam,

Sub: Consolidated Scrutinizer's Report of remote e-voting & Poll conducted at the 145th Annual General Meeting of PENINSULA LAND LIMITED held on Tuesday, 29th August, 2017 at 03:00 p.m.

I, Dhrumil Mahendra Shah of M/s Dhrumil M Shah & Co., Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Peninsula Land Limited, pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014, to conduct the remote e-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions passed at the 145th Annual General Meeting of Peninsula Land Limited held on Tuesday, 29th August, 2017 at 03:00 p.m.

The Notice dated 5th June, 2017 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders on 4th August, 2017 in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting by the Shareholders of the Company.



The Company had also provided voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of 18th August, 2017 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.

The voting period for remote e-voting commenced on Tuesday, 22nd August, 2017 at 10:00 a.m. (IST) and ended on Monday, 28th August, 2017 at 05:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.

The votes cast under remote 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.

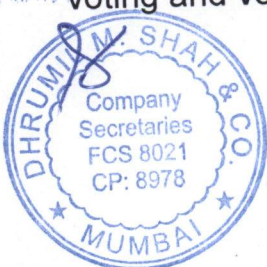
I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited e-voting system and the ballot forms received respectively.

After the time fixed for closing of the poll by the Chairperson, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.

The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

I did not find any poll papers invalid.

I now submit my consolidated Report as under on the result of the remote e-voting and voting at the meeting in respect of the said Resolutions.



Item No. 1- Ordinary Resolution

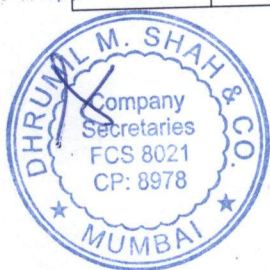
To receive, consider and adopt the Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2017 and the Reports of the Directors and Auditors thereon.

Physical Voting

Sr.No.	Particulars	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	63	1,64,628,289	-
2.	Less-Invalid Physical ballot forms	-	-	-
3.	Net valid Physical ballot forms	63	1,64,628,289	100%
4.	Physical ballot forms with assent	63	1,64,628,289	100%
5.	Physical ballot forms with dissent.	NIL	NIL	NIL

E-Voting

Sr.No.	Particulars	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	40	36,590,207	-
2.	Less-Invalid E-voting	-	-	-
3.	Net valid E-voting	40	36,590,207	100%
4.	E-voting with assent	33	36,589,130	99.997%
5.	E-voting with dissent.	7	1,077	0.003%



Total

Sr.No.	Particulars	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	103	201,218,496	-
2.	Less-Invalid voting	-	-	-
3.	Net valid voting	103	201,218,496	100%
4.	voting with assent	96	201,217,419	100%
5.	voting with dissent	7	1,077	0.00%

Item No. 2- Ordinary Resolution-

To appoint a Director in place of Mr. Mahesh S. Gupta (DIN: 00046810) who retires by rotation and is eligible for re-appointment.

Physical Voting

Sr.No.	Particulars	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	63	164,628,289	-
2.	Less-Invalid Physical ballot forms	-	-	-
3.	Net valid Physical ballot forms	63	164,628,289	100%
4.	Physical ballot forms with assent	63	164,628,289	100%
5.	Physical ballot forms with dissent.	NIL	NIL	NIL

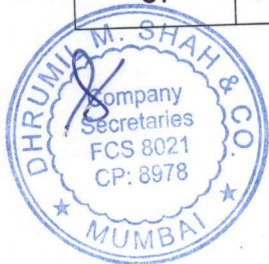


E-Voting

Sr.No.	Particulars	No. of E-voters	No. of Shares	% of Assent/Dissent
1.	Total E-voting received	40	36,590,207	-
2.	Less-Invalid E-voting	-	-	-
3.	Net valid E-voting	40	36,590,207	100%
4.	E-voting with assent	31	36,585,930	99.98%
5.	E-voting with dissent.	9	4,277	0.02%

Total

Sr.No.	Particulars	No. of voters	No. of Shares	% of Assent/Dissent
1.	Total voting received	103	201,218,496	-
2.	Less-Invalid voting	-	-	-
3.	Net valid voting	103	201,218,496	100%
4.	voting with assent	94	201,214,219	99.997%
5.	voting with dissent.	9	4,277	0.003%



Item No. 3- Ordinary Resolution-

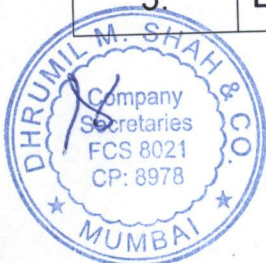
To appoint SRBC & Co. LLP, Chartered Accountants, Mumbai (Firm Registration No. – 324982E/E300003) as the Statutory Auditors of the Company for a period of five years.

Physical Voting

Sr.No.	Particulars	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	63	164,628,289	-
2.	Less-Invalid Physical ballot forms	-	-	-
3.	Net valid Physical ballot forms	63	164,628,289	100%
4.	Physical ballot forms with assent	63	164,628,289	100%
5.	Physical ballot forms with dissent.	NIL	NIL	NIL

E-Voting

Sr.No.	Particulars	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	40	36,590,207	-
2.	Less-Invalid E-voting	-	-	-
3.	Net valid E-voting	40	36,590,207	100%
4.	E-voting with assent	31	36,587,278	99.99%
5.	E-voting with dissent.	9	2,929	0.01 %



Total

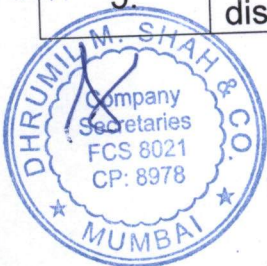
Sr.No.	Particulars	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	103	201,218,496	-
2.	Less-Invalid voting	-	-	-
3.	Net valid voting	103	201,218,496	100%
4.	voting with assent	94	201,215,567	99.998 %
5.	voting with dissent.	9	2,929	0.002%

Item No. 4- Ordinary Resolution-

Appointment of Mr. Sajit Suvarna (DIN: 01481316), as an Independent Director of the Company.

Physical Voting

Sr.No.	Particulars	No. of Physical Ballot Form	No. of Shares	% of Assent/ Dissent
1.	Total Physical ballot forms received	63	164,628,289	-
2.	Less-Invalid Physical ballot forms	-	-	-
3.	Net valid Physical ballot forms	63	164,628,289	100%
4.	Physical ballot forms with assent	63	164,628,289	100%
5.	Physical ballot forms with dissent.	NIL	NIL	NIL



E-Voting

Sr.No.	Particulars	No. of E-voters	No. of Shares	% of Assent/ Dissent
1.	Total E-voting received	40	36,590,207	-
2.	Less-Invalid E-voting	-	-	-
3.	Net valid E-voting	40	36,590,207	100%
4.	E-voting with assent	31	36,585,930	99.98%
5.	E-voting with dissent.	9	4,277	0.02%

Total

Sr.No.	Particulars	No. of voters	No. of Shares	% of Assent/ Dissent
1.	Total voting received	103	201,218,496	-
2.	Less-Invalid voting	-	-	-
3.	Net valid voting	103	201,218,496	100
4.	voting with assent	94	201,214,219	99.997%
5.	voting with dissent.	9	4,277	0.003%



A list of equity shareholders who voted "FOR", "AGAINST" for each resolution is sent by electronic mode to the Company Secretary of the Company.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Place: Mumbai

Date: 29th August, 2017



For Dhrumil M Shah & Co

A handwritten signature in blue ink, appearing to read "Dhrumil M Shah".

Dhrumil M Shah
Practicing Company Secretary
Mem No. F8021; CP No. 8978

For Peninsula Land Limited

A handwritten signature in blue ink, followed by a circular blue ink stamp for Peninsula Land Ltd. The stamp contains the text "PENINSULA LAND LTD." around the perimeter and a star at the bottom.

Chairperson/ Group Managing Director