

Godrej Properties Limited
Regd. Office: Godrej One,
5th Floor, Pirojshanagar,
Eastern Express Highway,
Vikhroli (E), Mumbai- 400 079, India
Tel.: +91-22-6169 8500
Fax: +91-22-6169 8888
Website: www.godrejproperties.com

CIN : L74120MH1985PLC035308

October 25, 2018

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, Scrip ID - GODREJPRP
BSE- Security ID 782GPL20 – Debt Segment
NSE - GODREJPROP

Sub: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Results of Postal Ballot and e-voting along with Scrutinizer's Report of Godrej Properties Limited


Dear Sir/Madam,

In terms of the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the summary of results on the business transacted through Postal Ballot notice dated September 10, 2018, along with the consolidated scrutinizer's report on e-voting and Postal Ballot.

We request you to take the summary of voting results on records.

Thank you,

For Godrej Properties Limited



Surender Varma

Company Secretary & Chief Legal Officer

Encl.: a/a



Company Name	GODREJ PROPERTIES LIMITED
Date of the Postal Ballot	September 10, 2018 (Voting start date: September 25, 2018 09:00 a.m. to October 24, 2018 05:00 p.m.)
Total number of shareholders on record date	44113
No. of shareholders present in the meeting either in person or Promoters and Promoter Group:	Not Applicable
Public:	
No. of Shareholders attended the meeting through Video	Not Applicable
Promoters and Promoter Group:	
Public:	

Resolution required: (Ordinary/ Special)	SPECIAL - Approval for enhancement of investment limit of the Company up to Rs.4000,00,00,000 (Rupees Four Thousand Crore only) under Section 186 of the Companies Act, 2013.								
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 (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	Invalid/Abstain Vote Nos.
Promoter and Promoter Group	E-Voting	162087070	162087070	100.0000	162087070	0	100.0000	0.0000	0.0000
	Poll	162087070	0	0.0000	00	0	0.0000	0.0000	0.0000
	Postal Ballot (if applicable)	162087070	0	0.0000	00	0	0.0000	0.0000	0.0000
Public- Institutions	E-Voting	36886400	15870619	43.0257	5621460	10249159	35.4205	64.5795	13612958
	Poll	36886400	0	0.0000	00	0	0.0000	0.0000	0.0000
	Postal Ballot (if applicable)	36886400	0	0.0000	00	0	0.0000	0.0000	0.0000
Public- Non Institutions	E-Voting	30348462	38708	0.1275	38680	28	99.9277	0.0723	0.0000
	Poll	30348462	0	0.0000	00	0	0.0000	0.0000	0.0000
	Postal Ballot (if applicable)	30348462	24091	0.0794	24091	0	100.0000	0.0000	40
Total		229321932	178020488	77.6291	167771301	10249187	94.2427	5.7573	13612998



SCRUTINIZER'S REPORT

The Chairman
Godrej Properties Limited
Godrej One, 5th Floor
Pirojsha Nagar
Eastern Express Highway
Vikhroli (East)
Mumbai 400079

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, 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 Special Resolution as mentioned in the Postal Ballot Notice dated September 10, 2018 (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 September 6, 2018 and was appointed as Scrutinizer for Postal Ballot including e-Voting by a Resolution passed by the Management Committee of the Board of Directors on September 10, 2018. Further, Mr. Surender Varma, Company Secretary of the Company authorised 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 and postal ballot form along- with postage pre-paid business reply envelope through permitted modes on September 24, 2018 to its members whose names appeared in the Register of Members / Records of Depositories as on September 14, 2018;
3. The Company has appointed Karvy Computershare Private Limited (KCPL) the authorized agency to provide e-voting facility to the Members, who were eligible to take part in the voting process.
4. The Postal Ballot Forms were kept under safe custody in sealed and tampered proof ballot boxes at the KCPL, Unit Godrej Properties Limited, Plot No 17-24, Vittal Rao Nagar, Madhapur, Hyderabad 500081.



5. 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, Mumbai in English and Navshakti in Marathi on September 25,2018.
6. Particulars of all the Postal Ballot Forms received upto Wednesday, October 24, 2018 till 5.00 pm (being last date of receipt of Postal Ballot Forms) were considered for scrutiny.
7. The particulars of the e-voting done by the members of the Company during the period from Tuesday, September 25, 2018 from 9.00 a.m. till Wednesday, October 24, 2018 at 5.00 p.m. by logging on <https://evoting.karvy.com> were considered for scrutiny.
8. I did not find any defaced or mutilated ballot papers.
9. Summary of the voting is given below:

Approval for enhancement of investment limit of the Company up Rs.4,000 crore and more particularly mentioned in the Postal Ballot notice dated September 10, 2018

Particulars	Number of Members voted through			Number of Votes casted through			Percent age (%)Total
	Postal Ballot Forms	e-Voting	Total	Postal Ballot	e-Voting	Total	
Assent	65	125	190	24091	167747210	167771301	94.24%
Dissent	0	58	58	0	10249187	10249187	5.76%
Total	65	183	248	24091	177996397	178020488	100.00%

Note: Percentage of votes cast "in favour" or "against" the resolutions is calculated based on the valid votes cast through remote e-voting or voting by ballot paper.

Invalid /Abstain Votes:

Particulars	E Voting	Physical	Total
No of members	6	1	7
No of shares	1,36,12,958	40	1,36,12,998



10. In view of the above summary, I hereby confirm that the Special Resolution proposed in the Postal Ballot Notice dated September 10, 2018 have been passed with requisite majority.
11. I have handed over the Postal Ballot Forms and other related papers/registers and records for the safe custody to Mr. Surender Varma, Company Secretary of the Company authorized by the Board.

You may accordingly declare the result of Postal Ballot.

Place: Mumbai
Date: October 25, 2018



For A. K. Jain & Co.
Company Secretaries

A handwritten signature in blue ink, appearing to read "Ashish Kumar Jain".

Ashish Kumar Jain
Proprietor