

June 10, 2022

National Stock Exchange of India Limited The Listing Department Exchange Plaza, 5 th Floor Plot C 1 – G Block Bandra-Kurla Complex, Bandra (E) Mumbai 400 051 Scrip Code: SHRIRAMPPS	BSE Limited Dept of Corporate Services Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400 001 Scrip Code : 543419
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Dear Sirs

Sub: Disclosure of Voting Result - Postal Ballot Notice dated April 28, 2022

The Company had sought approval of the members of the Company through Postal Ballot-e-voting in respect of certain resolutions as stated in the Postal Ballot Notice submitted to the Exchanges on May 10, 2022

Details of voting result of the Postal Ballot, conducted through remote e-voting process, in respect of resolutions contained in the Postal Ballot Notice dated April 28, 2022, is enclosed in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, together with the Scrutinizer's Report on the e-voting.


All the above-mentioned resolutions were passed with the requisite majority on June 9, 2022 (the last date for e-voting).

We request you to take the above information on record.

Thanking you.

Regards

For SHRIRAM PROPERTIES LIMITED



D. SRINIVASAN
COMPANY SECRETARY
FCS 5550

Shriram Properties Limited

"Shriram House", No.31, Old No.192, 2nd Main Road, T Chowdaiah Road, Sadashivanagar, Bengaluru - 560080
T +91-80-40229999 | F +91-80-41236222 | Web: www.shriramproperties.com

Registered Office: Lakshmi Neela Rite Choice Chamber, New No.9, Bazullah Road, T. Nagar Chennai - 600 017

GST No: 29AAFCS5801D1ZI CIN No: L72200TN2000PLC044560



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Practising Company Secretaries

**REPORT OF THE SCRUTINIZER ON THE REMOTE E-VOTING (POSTAL BALLOT)
BY THE SHAREHOLDERS OF SHRIRAM PROPERTIES LIMITED**

*(Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the
Companies (Management and Administration) Rules, 2014, as amended)*

To

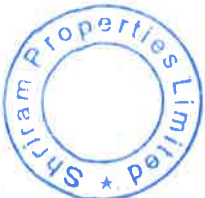
The Managing Director
SHRIRAM PROPERTIES LIMITED
Lakshmi Neela Rite Choice Chamber,
New No.9, Bazullah Road,
T.Nagar, Chennai – 600017

Dear Sir,

**Sub: Report of Scrutinizer pursuant to passing of resolutions through (postal ballot)
remote e-voting –reg.**

I, P. Sriram, Practicing Company Secretary, (Membership No. FCS 4862 and Certificate of Practice No. 3310), Partner of SPNP & Associates, Practicing Company Secretaries, was appointed by the Board of Directors of Shriram Properties Limited, CIN: L72200TN2000PLC044560 (hereinafter referred as "the Company") as Scrutinizer for the purpose of scrutinizing the voting by postal ballot through remote e-voting and ascertaining the requisite majority on voting carried out in respect of the following resolutions as circulated in the Postal Ballot Notice dated April 28, 2022 pursuant to Section 110 of the Companies Act, 2013 ('the Act') read with Rule 20 & Rule 22 of the Companies (Management and Administration) Rules, 2014, Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") and the relaxations and clarifications issued by Ministry of Corporate Affairs ("MCA") vide General Circulars No.14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020 and 10/2021 dated June 23, 2021 and 20/2021 dated December 8, 2021 ("MCA Circulars"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'):

- I. Approval for appointment of Mr. Ritesh Kantilal Mandot (DIN: 02090270) as a Non-Executive Director (Nominee of investors).**



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Phone: 044 4215 3510, 4320 1250, Mobile : 95660 33011 E-mail : info@prowlscorporate.com



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- II. Approval for ongoing material related party transactions with Subsidiaries/Joint ventures of the company in accordance with SEBI circular dated March 30,2022 bearing reference number SEBI/HO/CFD/CMD1/CIR/P/2022/4**
- III. Approval for the proposed related party transactions with subsidiaries/Joint ventures of the company for the year 2022-2023.**

As per the guidelines prescribed by the MCA Circulars, physical copy of the Notice, Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot and the approval of the shareholders was sought only by means of remote e- voting.

In accordance with the MCA Circulars and SEBI Listing Regulations, the Company had made necessary arrangements with National Securities Depository Limited (NSDL), the System provider for providing a system of recording votes of the shareholders electronically through remote e-voting and also organised through Kfin Technologies Limited, its Registrar and Share Transfer Agent (herein after referred as "RTA" or "Kfin") to setup the e-voting facility on the NSDL e-voting platform available on its website: <https://www.evotingindia.com/>

The Postal Ballot Notice was sent to the Members whose names appear in the List of Beneficial Owners received from National Securities Depository Limited ('NSDL') and Central Depository Services Limited('Depositories') as at the close of business hours on Friday, May06, 2022 ('Cut-Off Date') whose e-mail addresses are registered with the RTA. Members whose e-mail addresses were not registered but mobile numbers are registered with RTA/Depositories, the weblink for downloading the Notice was sent through SMS.

The Company through its RTA uploaded the resolutions together with explanatory statement on which e-voting was sought from the shareholders and for generating Electronic Voting Sequence Number (EVSN) by the system provider and also hosted the same in the website of the company :-

<https://www.shriramproperties.com/corporate/investors/investor-updates/>



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FURTHER, I REPORT THAT:

The Postal Ballot Notice dated April 28, 2022 were sent to 76392 shareholders vide electronic mode to their email addresses registered with the Depository participant, as per the data downloaded from the NSDL as on May 6, 2022. The Company has completed dispatch of Postal Ballot Notice through email on Tuesday, May 10, 2022.

The remote e-voting period commenced on Wednesday, May 11, 2022 at 09.00 Hrs IST and was closed on Thursday, June 09, 2022 at 17.00 Hrs (IST) for the Members exercising their vote through electronic voting. The remote e-voting module was disabled by NSDL for voting thereafter.

All votes cast by e-voting through NSDL received upto Thursday, June 09, 2022 at 5.00 PM being last date fixed by the Company for exercise of vote by electronic means, were considered for my scrutiny.

On scrutiny, I report that 514 Shareholders had exercised their vote through electronic voting (e-voting). The voting was reckoned in proportion to the paid-up value of the shares mentioned against the name of the Member in the Register of the Members on May 6, 2022.

There are instances where members belonging to the Promoter and Promoter group and/ or being a related party pursuant to the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, have casted their vote in favour of resolution(s) 2 and 3 which are in relation to ongoing as well as proposed related party transactions. Therefore, considering the prescribed provisions of related party transactions, the votes given by the Promoters and Promoter Group and/ or related parties of 3 Parties to the tune of 1,67,70,589 equity shares are not considered for passing the above said resolutions.

The summary of the remote e-voting is as per the attached **Annexure 1** and the results of the remote e-voting in respect of Item No: 1 to Item No: 3 are given hereunder:



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ORDINARY RESOLUTION1:

**APPROVAL FOR THE APPOINTMENT OF MR. RITESH KANTILAL MANDOT AS A
NON-EXECUTIVE DIRECTOR (NOMINEE OF INVESTORS)**

"**RESOLVED THAT** pursuant to Sections 152, 161 and other applicable provisions of the Companies Act, 2013 ("Act") and Rules made thereunder, and Regulation 17(1C) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), pursuant to Article 43 (b) of the Articles of Association of the Company, Mr. Ritesh Kantilal Mandot(DIN: 02090270), who was appointed as Additional Director- Non-Executive on the Board, in the capacity of a nominee of Omega TC Sabre Holdings Pte Limited (Omega) with effect from April 28, 2022, and in respect of whom, the Company has received notice in writing proposing his candidature for Directorship under Section 160 of the Act, and as recommended by the Nomination & Remuneration Committee of the Company be and is hereby appointed as Nominee Director of Omega on the Board of Directors of the Company, liable to retire by rotation."

Details	No. of E-votes [in Count]	No. of votes [In shares]	Percentage (%)
Total Remote E-voting Received	514	6,12,63,743	100%
NET VALID E-VOTES	514	6,12,63,743	100%
E-VOTING with "ASSENT" as ORDINARY RESOLUTION	471	6,12,54,705	99.98
E-VOTING with "DISSENT" as ORDINARY RESOLUTION	43	9,038	0.02

RESULT: Total votes for Item No. 1 polled **FOR ORDINARY RESOLUTION** is 99.80% and the total votes polled **AGAINST ORDINARY RESOLUTION** is 0.02%.



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ORDINARY RESOLUTION 2:

APPROVAL FOR ONGOING MATERIAL RELATED PARTY TRANSACTIONS WITH SUBSIDIARIES/JOINT VENTURES OF THE COMPANY IN ACCORDANCE WITH SEBI CIRCULAR DATED MARCH 30,2022 BEARING REFERENCE NUMBER SEBI/HO/CFD/CMD1/CIR/P/2022/40.

"RESOLVED THAT pursuant to Regulation 23 of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated March 30, 2022 bearing reference number SEBI/HO/CFD/CMD1/CIR/P/2022/40 and the other applicable provisions, including applicable provisions of the Companies Act, 2013, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the members hereby accord their approval and ratification to the related party transactions for the year 2021-22, as detailed in columns (b to h) of Annexure-I to the explanatory statement.

"RESOLVED FURTHER THAT for the purpose of giving effect to the above, Members of the Company do hereby accord approval to the Board to agree, make, accept and finalize all such terms, condition(s), modification(s) and alteration(s) as it may deem fit from time to time and the Board is also hereby authorized to resolve and settle, from time to time all questions, difficulties or doubts that may arise with regard to above transactions and to finalize, execute, modify (subject to the policy on materiality of related party transactions formulated by the Company) and amend all agreements, documents and writings and to do all acts, deeds and things in this connection and incidental as the Board in its absolute discretion may deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have been approved thereto expressly by the authority of this resolution -"

Details	No. of E-votes [in Count]	No. of votes [In shares]	Percentage (%)
Total Remote E-voting Received*	510	4,44,93,604	100%
NET VALID E-VOTES	510	4,44,93,604	100%
E-VOTING with "ASSENT" as ORDINARY RESOLUTION	466	4,44,81,945	99.97%
E-VOTING with "DISSENT" as ORDINARY RESOLUTION	44	11,659	0.03%

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3 Parties votes have not been considered though they are eligible to vote, due to SEBI definition of Related Parties.

RESULT: Total votes for Item No. 2 polled **FOR ORDINARY RESOLUTION** is 99.97% and the total votes polled **AGAINST ORDINARY RESOLUTION** is 0.03%.

ORDINARY RESOLUTION 3:

APPROVAL FOR THE PROPOSED MATERIAL RELATED PARTY TRANSACTIONS WITH THE SUBSIDIARIES AND/OR JOINT VENTURES OF THE COMPANY

"RESOLVED THAT pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the other applicable provisions, including applicable provisions of the Companies Act, 2013, if any, read with the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the members hereby accord approval to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any committee constituted/empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution):

During the financial year beginning on April 1, 2022 and ending on March 31, 2023, to carry out and/or continue to carry out material related party transactions with the subsidiary companies and/or joint ventures, in each case as are listed in Column (b to g and i) of Annexure-I to the explanatory statement attached to this Postal Ballot Notice, and to modify the same subject to compliance with the policy on materiality of related parties of the Company, and to carry out all activities and actions required in connection with such transactions in the ordinary course of business including but not limited to (i) granting of loan and charging of interest thereof; (ii) taking of loans and paying of interest thereof; (iii) charging of overheads and other related transactions; (iv) providing of security or guarantee, non-disposal undertaking, pledge of shares/investments, shortfall/cost over-run undertaking; subordination of revenues, loans and advances, DM fees and any other receivables; and/or (v) replacement of existing security or guarantees or undertakings or other arrangements - all as part of any new financing or refinancing transactions as well as their renewal or modification thereof with the same or any new lenders as detailed in the explanatory statement, whether in an individual transaction or multiple transactions during the year 2022-23, and on an arm's length basis within the limit described in the Explanatory Statement.



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“RESOLVED FURTHER THAT for the purpose of giving effect to the above, Members of the Company do hereby accord approval to the Board to agree, make, accept and finalize all such terms, condition(s), modification(s) and alteration(s) as it may deem fit from time to time and the Board is also hereby authorized to resolve and settle, from time to time all questions, difficulties or doubts that may arise with regard to above transactions and to finalize, execute, modify (subject to the policy on materiality of related party transactions formulated by the Company) and amend all agreements, documents and writings and to do all acts, deeds and things in this connection and incidental as the Board in its absolute discretion may deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have been approved thereto expressly by the authority of this resolution.

Details	No. of E-votes [in Count]	No. of votes [In shares]	Percentage (%)
Total Remote E-voting Received*	511	4,44,93,606	100%
NET VALID E-VOTES	511	4,44,93,606	100%
E-VOTING with “ASSENT” as ORDINARY RESOLUTION	462	4,44,80,997	99.97%
E-VOTING with “DISSENT” as ORDINARY RESOLUTION	49	12,609	0.03%

3 Parties votes have not been considered though they are eligible to vote, due to SEBI definition on Related Parties.

RESULT: Total votes for Item No. 3 polled **FOR ORDINARY RESOLUTION** is 99.97% and the total votes polled **AGAINST ORDINARY RESOLUTION** is 0.03%.



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RESULT OF THE REMOTE E-VOTING:

The Ordinary resolutions 1, 2 and 3, as set out in the notice of the remote e-voting i.e.; postal ballot) requires the number of votes cast in favour of the resolutions shall exceed the votes, if any cast against the resolution by the shareholders, so entitled to vote. I report that the said ordinary resolutions No. 1 to 3 has been passed by the shareholders with requisite majority.



Date:10.06.2022
Place:Chennai

(P. Sriram)
Practising Company Secretary
Certificate of Practice No:3310
Membership No: FCS 4862
UDIN:F004862D000479996



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Details of Results of E-Voting and poll pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Name of the Company	SHRIRAM PROPERTIES LIMITED
Date of Declaration of Results of Postal ballot	June 10, 2022
Last Date of Receipt of Postal Ballot forms/e-voting	June 9, 2022
Total number of Shareholders as on Cut-off date	79314
No. of Shareholders Present in the meeting either in person or through proxy	Not Applicable
Promoters and Promoter Group	
Public:	
No of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group	
Public:	

Agenda-wise disclosure (to be disclosed separately for each agenda item)

ITEM NO. 1:	<u>Approval for appointment of Mr. Ritesh Kantilal Mandot (DIN: 02090270) as a Non-Executive Director (Nominee of investors)</u>							
Resolution required: (Ordinary/Special)	Ordinary Resolution							
Whether promoter/promoter group 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
Promoter and Promoter Group	E-Voting	47,497,070	240,500	0.51	240,500	-	100.00	0.00
	Poll		-	-	-	-	0.00	0.00
	Postal Ballot(if applicable)		-	-	-	-	0.00	0.00
	Total		47,497,070	240,500	0.51	240,500	-	100.00
Public Institutions	E-Voting		34,460,328	51.67	34,460,328	-	100.00	0.00
	Poll	66,692,716	-	-	-	-	0.00	0.00
	Postal Ballot(if applicable)		-	-	-	-	0.00	0.00
	Total		66,692,716	34,460,328	51.67	34,460,328	-	100.00
Public Non-Institutions	E-Voting		26,562,915	47.68	26,553,877	9,038	99.97	0.03
	Poll	55,714,302	-	-	-	-	0.00	0.00
	Postal Ballot(if applicable)		-	-	-	-	0.00	0.00
	Total		55,714,302	26,562,915	47.68	26,553,877	9,038	99.97
Total		169,904,088	61,263,743	36.06	61,254,705	9,038	99.99	0.01



ITEM NO. 2:		<u>Approval for ongoing material related party transactions with Subsidiaries/Joint ventures of the company in accordance with SEBI circular dated March 30,2022 bearing reference number SEBI/HO/CFD/CMD1/CIR/P/2022/40.</u>						
Resolution required: (Ordinary/Special)		Ordinary Resolution						
Whether promoter/promoter group 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
Promoter and Promoter Group	E-Voting	47,497,070	-	-	-	-	0.00	0.00
	Poll		-	-	-	-	0.00	0.00
	Postal Ballot(if applicable)		-	-	-	-	0.00	0.00
	Total		47,497,070	-	-	-	0.00	0.00
Public Institutions	E-Voting	66,692,716	34,460,328	51.67	34,460,328	-	100.00	0.00
	Poll		-	-	-	-	0.00	0.00
	Postal Ballot(if applicable)		-	-	-	-	0.00	0.00
	Total		66,692,716	34,460,328	51.67	34,460,328	-	100.00
Public Non-Institutions	E-Voting	55,714,302	10,033,276	18.01	10,021,617	11,659	99.88	0.12
	Poll		-	-	-	-	0.00	0.00
	Postal Ballot(if applicable)		-	-	-	-	0.00	0.00
	Total		55,714,302	10,033,276	18.01	10,021,617	11,659	99.88
Total		169,904,088	44,493,604	26.19	44,481,945	11,659	99.97	0.03

ITEM NO. 3:		<u>Approval for the proposed related party transactions with subsidiaries/Joint ventures of the company for the year 2022-2023.</u>						
Resolution required: (Ordinary/Special)		Ordinary Resolution						
Whether promoter/promoter group 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
Promoter and Promoter Group	E-Voting	47,497,070	-	-	-	-	0.00	0.00
	Poll		-	-	-	-	0.00	0.00
	Postal Ballot(if applicable)		-	-	-	-	0.00	0.00
	Total		47,497,070	-	-	-	0.00	0.00
Public Institutions	E-Voting	66,692,716	34,460,328	51.67	34,460,328	-	100.00	0.00
	Poll		-	-	-	-	0.00	0.00
	Postal Ballot(if applicable)		-	-	-	-	0.00	0.00
	Total		66,692,716	34,460,328	51.67	34,460,328	-	100.00
Public Non-Institutions	E-Voting	55,714,302	10,033,278	18.01	10,020,669	12,609	99.87	0.13
	Poll		-	-	-	-	0.00	0.00
	Postal Ballot(if applicable)		-	-	-	-	0.00	0.00
	Total		55,714,302	10,033,278	18.01	10,020,669	12,609	99.87
Total		169,904,088	44,493,606	26.19	44,480,997	12,609	99.97	0.03

