

**March 31, 2023**

National Stock Exchange of India Limited The Listing Department Exchange Plaza, 5 <sup>th</sup> 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 concluded on March 30, 2023**

The Company had sought approval of the members of the Company through Postal Ballot-e-voting in respect of a resolution stated in the Postal Ballot Notice submitted to the Exchanges on February 28, 2023.

Details of voting result of the Postal Ballot, conducted through remote e-voting process, in respect of resolution contained in the Postal Ballot Notice dated February 14, 2023, 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.

The resolution was passed with the requisite majority on March 30, 2023 (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

**CIN: L72200TN2000PLC044560**



**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**

Shriram House, No.31, 2nd Main Road, T Chowdaiah Road,  
Sadashivngar, Bengaluru-560080

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), and/ or Ms 'Nithya Pasupathy ( FCS 10601 COP-22562 )Partners of SPNP & Associates, Practicing Company Secretaries, were 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 resolution as circulated in the Postal Ballot Notice dated February 14, 2023 pursuant to Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, (the "Rules"), Secretarial Standard-2 on General Meetings (the "SS-2") read with General Circular No. 20/2021 dated December 08, 2021 General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 39/2020 dated December 31, 2020 (in continuation of Circular number 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020 and 33/2020 dated September 28, 2020 and 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (in continuation of Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020) issued under Regulation 101 ("SEBI Circulars"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'):



**SPNP & ASSOCIATES**  
**Practising Company Secretaries**



No.10/28, II Floor, 3rd Cross Street, R.K. Nagar, Raja Annamalaipuram, Chennai - 600 028.  
snpnassociates@gmail.com # Phone: 044 4215 3510, 4320 1250, Mobile : 95660 33011



**I. Approval for the payment of remuneration to Mr. M Murali, Chairman & Managing Director for the period from 1.4.2023 to 31.3.2025- Special Resolution.**

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.evoting.nsdl.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 (India) Limited (CDSL) ('Depositories') as at the close of business hours on Friday, February 24, 2023 ('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 and NSDL :

<https://www.shriramproperties.com/company-announcements> and  
<https://www.evoting.nsdl.com/>

**FURTHER, I REPORT THAT:**

The Postal Ballot Notice dated February 14, 2023 were sent to 66,122 shareholders vide electronic mode to their email addresses registered with the Depository participant, as per the data downloaded from the NSDL as on February 24, 2023. The Company has completed dispatch of Postal Ballot Notice through email on Tuesday, February 28, 2023.



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The remote e-voting period commenced on Wednesday, March 1, 2023 at 09.00 AM IST and was closed on Thursday, March 30, 2023 at 5.00 PM (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, March 30, 2023 at 5.00 PM being last date fixed by the Company foreexercise of vote by electronic means, were considered for my scrutiny.

On scrutiny, I report that 324 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 Friday, February 24, 2023.

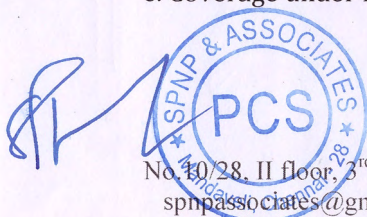
The summary of the remote e-voting is as per the attached **Annexure 1** and the results of the remote e-voting in respect of Item No:1 is given hereunder:

**SPECIAL RESOLUTION1:**

**Approval for the payment of remuneration to Mr. M Murali, Chairman & Managing Director for the period from 1.4.2023 to 31.3.2025.:**

**RESOLVED THAT** pursuant to provisions of Sections 196 and 197, read with Section 178 and rules made thereunder read with Schedule V of the Companies Act, 2013 ("Act") including any statutory modifications or re-enactment thereof, for the time being in force, read with the Securities and Exchange Board of India ((Listing Obligations And Disclosure Requirements) Regulations, 2015) (collectively, the "Applicable Laws") the consent and approval of the shareholders be and is hereby accorded for the payment of remuneration to Mr. M. Murali, Chairman and Managing Director, as shown below, which shall be valid from April 1, 2023 to March 31, 2025, based on the recommendation and approval of the Nomination and Remuneration Committee, and the Board of Directors of the Company.

1. Basic salary of Rs. 5 Cr (Rupees Five Crore only) per annum.
2. Perquisites and allowances payable as per the Company's policy and existing rules.
  - a. Free use of Car with driver with expenses and maintenance of the same,
  - b. Use of Telephone, mobile phone,
  - c. Coverage under Company's Group Insurance and medical plan
  - d. Two club membership and the annual fee paid by the Company.
  - e. Coverage under PF and Gratuity scheme



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Provided, however, cost of personal use of car / long-distance personal phone call shall be borne by the managerial person.

3. Profit linked pay/ commission, over and above the salary stated above, subject to availability of profit, as may be decided by the Nomination and Remuneration Committee from year to year.

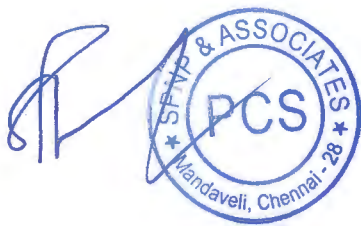
Provided, however, the overall remuneration shall not exceed 5% of the net profit of the Company (including the amount of remuneration paid as stated in above) or up to such ceiling as may be provided under the Act, whichever is higher and as determined by the Nomination and Remuneration Committee and the Board, in accordance with the Applicable Laws.

**RESOLVED FURTHER THAT** in the event of any loss or inadequacy of the profit, the remuneration (including perquisites) as set out above be paid to him as minimum remuneration, notwithstanding that the overall remuneration so payable may exceed the limits prescribed under the Section 196, 197, read with Section 198 and Schedule V of the Act.

**RESOLVED FURTHER THAT** subject to the provisions of Section 152 of the Act and the Articles of Association of the Company Mr. M. Murali shall not be liable to retire by rotation during his tenure as Chairman and Managing Director.

**RESOLVED FURTHER THAT** the Board of Directors and any Committee thereon be and are hereby severally authorised to do all such acts, deeds, matters and things as may be required to be done to give effect to the above resolution.

**RESOLVED FURTHER THAT** any Director and Mr. D Srinivasan, Company Secretary be and are hereby severally authorised to do all such acts, deeds, matters and things as may be required to be done to give effect to the above resolution including the filing of necessary forms with the Registrar of Companies and such other authorities as may be required."



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Details	No. of Shareholders	No. of votes	Percentage (%)
<b>Total Postal Ballot Forms Received by:</b>			
Electronic Mode	324	113,171,039	100%
Physical Mode	NA	NA	NA
<b>Less: Invalid Postal Ballot forms</b>	NA	NA	NA
<b>NET VALID POSTAL BALLOT IN PHYSICAL &amp; ELECTRONIC MODE</b>	<b>324</b>	<b>113,171,039</b>	<b>100%</b>
<b>Postal Ballot forms with "ASSENT" as SPECIAL RESOLUTION</b>			
In Electronic Mode	234	97,368,252	86.04%
In Physical Mode	NA	NA	NA
<b>Total Postal Ballot with "ASSENT" in Physical &amp; Electronic Mode</b>	<b>234</b>	<b>97,368,252</b>	<b>86.04%</b>
<b>Postal Ballot Forms with "DISSENT" as SPECIAL RESOLUTION</b>			
In Electronic Mode	90	15,802,787	13.96%
In Physical Mode	NA	NA	NA
<b>Total Postal Ballot with "DISSENT" in Physical &amp; Electronic Mode</b>	<b>90</b>	<b>15,802,787</b>	<b>13.96%</b>

**RESULT:** Total votes for Item No. 1 polled **FOR** SPECIAL RESOLUTION is 86.04% and the total votes polled **AGAINST** SPECIAL RESOLUTION is 13.96%



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**RESULT OF THE REMOTE E-VOTING:**

The **Special Resolution No. 1** set out in the Notice of the postal ballot requires that the votes cast in favour of the resolution shall not be less than three times the number of votes, if any, cast against the resolution by members so entitled and voting.

I report that the said Special Resolution has been passed by the shareholders with requisite majority.

**For SPNP & Associates**

**Date:31.03.2023**

**Place:Chennai**



**(P. Sriram)**

**Practising Company Secretary**

**Certificate of Practice No:3310**

**Membership No: FCS 4862**

**Peer Review No. : 1913/2022**

**UDIN:F004862D003350380**

**SPNP& Associates**

**Practising Company Secretaries**

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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**

<b>Name of the Company</b>	SHIRIRAM PROPERTIES LIMITED
<b>Date of Declaration of Results of Postal ballot</b>	31-Mar-23
<b>Last Date of Receipt of Postal Ballot forms/e-voting</b>	30-Mar-23
<b>Total number of Shareholders as on Cut-off date</b>	68663
<b>No. of Shareholders Present in the meeting either in person or through proxy</b>	
Promoters and Promoter Group	Not Applicable
Public	
<b>No of Shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group	Not Applicable
Public	

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

ITEM NO. 1:	SPECIAL - Approval for the payment of remuneration to Mr. M Murali, Chairman & Managing Director for the period April 1, 2023, to March 31, 2025.							
Resolution required: (Ordinary/Special)	Special Resolution							
Whether promoter/promoter group interested in the agenda/resolution?	Yes							
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
<b>Promoter and Promoter Group</b>	E-Voting		47,458,064	99.7080	47,458,064	0	100.0000	0.0000
	Poll	47,597,070	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		47,597,070	47,458,064	0.0000	47,458,064	0	100.0000
<b>Public Institutions</b>	E-Voting		56,798,553	69.7667	41,015,966	15,782,587	72.2130	27.7870
	Poll	81,412,149	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		81,412,149	56,798,553	69.7667	41,015,966	15,782,587	72.2130
<b>Public Non-Institutions</b>	E-Voting		8,914,422	21.7665	8,894,222	20,200	99.7734	0.2266
	Poll	40,954,869	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		40,954,869	8,914,422	21.7665	8,894,222	20,200	99.7734
<b>Total</b>		169,964,088	113,171,039	66.5853	97,368,252	15,802,787	86.0364	13.9636

Date:31.03.2023  
Place:Chennai



For SPNP & Associates

*[Handwritten Signature]*  
P. Sriram

Practicing Company Secretary  
Certificate of Practice No:3310  
Membership No: FCS 4862  
Peer Review No. : 1913/2022