



Nagendra D. Rao, B.Com., LL.B., F.C.S.
Practising Company Secretary

December 26, 2024

To,
The Chairman,
Prestige Estates Projects Limited,
Prestige Falcon Towers,
No 19 Brunton Road,
Bangalore – 560 025.

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot conducted pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

I, Nagendra D. Rao, Practising Company Secretary have been appointed as the Scrutinizer by the Board of Directors of Prestige Estates Projects Limited (the Company) vide Board Resolution dated November 22, 2024 to conduct the Postal Ballot process in respect of the following Resolutions as circulated (more detailed) in the Postal Ballot Notice dated November 22, 2024.

Sr. No.	Particulars	Nature of Resolution(s)
1.	To approve Material Related Party Transaction(s) between the Company and Bamboo Hotel and Global Centre (Delhi) Private Limited, Joint Venture of the Company.	Ordinary Resolution
2.	To approve Material Related Party Transaction(s) between the Company and M/s. Pinnacle Investments, a related party.	Ordinary Resolution

Pursuant to Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read together with Rule 20 and Rule 22 of the Companies Management and Administration) Rules, 2014, ('the Rules'), (including any statutory modification or re-enactment thereof for the time being in force) read with the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 08, 2021, General Circular No. 03/2022 dated May 05, 2022 and General Circulars No.11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, and General Circular No 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time) and other applicable provisions of the Act, rules, circulars



and notifications issued thereunder, Secretarial Standard-2 on General Meetings (SS-2), via Postal Ballot only through remote E-voting (Voting through Electronic means) for the above said resolutions.

Accordingly, the company 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 Postal Ballot Notice dated November 22, 2024. The Postal Ballot Notice has been sent to the shareholders by email on November 25, 2024 to their registered e-mail id’s who have registered their email addresses with their Depositories / Depository Participant/the Company’s Registrar and Share Transfer Agent, Link Intime. Pursuant to the MCA Circulars and the Circulars issued by SEBI, the Company has sent notice by e-mail only to all its shareholders who have registered their e-mail addresses with the Company or Depository Participant / Depository (ies).

Total shareholders of the Company as on the cut-off date i.e., **Friday November 22, 2024** were **1,69,391** (One Lakh Sixty Nine Thousand Three Hundred and Ninety - One only).

Pursuant to Rule 22 (3) of the Companies (Management and Administration) Rules, 2014 and Regulation 47 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, an advertisement was published by the Company in ‘Business Standard’ in English and ‘Samyuktha Karnataka’ in Kannada on Tuesday November 26, 2024, informing about the completion of dispatch of the postal ballot notice through email along with the details of activities with respect to Postal Ballot Notice.

The e-voting period commenced at 9.00 a.m. (IST) on Tuesday, November 26, 2024 and ended on Wednesday, December 25, 2024 at 5.00 p.m. (IST)

All votes cast electronically through www.evotingindia.com up to 5.00 p.m. on Wednesday, December 25, 2024 being the last date and time fixed for voting, were considered for my scrutiny.

I have received a complete record of votes cast by electronic mode through www.evotingindia.com from Central Depository Services (India) Limited (“CDSL”), the agency for providing e-voting facility to the Shareholders of the Company.

In respect of the above-mentioned resolutions, I hereby submit my report on the total votes cast electronically as detailed hereunder:

I. Resolution No. 1: To approve Material Related Party Transaction(s) between the Company and Bamboo Hotel and Global Centre (Delhi) Private Limited, Joint Venture of the Company:



Type of Resolution: **Ordinary Resolution.**

(i) **Voted in favour of the Resolution:**

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
741	13,44,84,261	97.44%

(ii) **Voted against the Resolution:**

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
41	35,37,865	2.56%

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by Them
	Nil

Result - Resolution No. 1: As the Number of votes cast in favour of the Ordinary Resolution is **13,44,84,261 (Thirteen Crore Forty Four Lakhs Eighty Four Thousand Two Hundred and Sixty One)** (i.e., **97.44%**) is more than the number of votes cast against **35,37,865 (Thirty Five Lakhs Thirty Seven Thousand Eight Hundred and Sixty Five)** (i.e., **2.56%**), I report that the **Ordinary Resolution** as set out in the Notice of Postal Ballot dated November 22, 2024, under section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 **has been passed** by the Shareholders with requisite majority.

II. Resolution No. 2: To approve Material Related Party Transaction(s) between the Company and M/s. Pinnacle Investments, a related party:

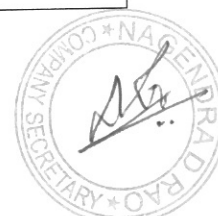
Type of Resolution: **Ordinary Resolution.**

(i) **Voted in favour of the Resolution:**

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
701	13,19,19,858	95.58%

(ii) **Voted against the Resolution:**

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
84	61,02,267	4.42%



(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by Them
Nil	

Result - Resolution No. 2: As the Number of votes cast in favour of the Ordinary Resolution is **13,19,19,858 (Thirteen Crore Nineteen Lakhs Nineteen Thousand Eight Hundred and Fifty Eight)** (i.e 95.58%) is more than the number of votes cast against **61,02,267 (Sixty One Lakh Two Thousand Two Hundred and Sixty Seven)**(i.e 4.42%), I report that the **Ordinary Resolution** as set out in the Notice of Postal Ballot dated November 22, 2024, under section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 **has been passed** by the Shareholders with requisite majority.



Nagendra D. Rao
Practicing Company Secretary
Membership No. FCS – 5553
Certificate of Practice – 7731
Peer Reviewed Unit
Peer Review Certificate No.: 672/2020
UDIN: F005553F003493015