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

May 30, 2018

BSE Limited
Department of Corporate Services
Floor 25, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

The National Stock Exchange of India Limited
Listing Department, Exchange Plaza,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East),
Mumbai – 400 051

Ref: - Godrej Properties Limited
BSE - Script Code: 533150, Scrip ID - GODREJPRP
BSE- Security ID 782GPL20 – Debt Segment
NSE - GODREJPROP

Dear Sir,

Sub: - Summary of Proceedings of the Extra Ordinary General Meeting ("EGM")

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR**"), we are pleased to inform you of the Extra-Ordinary General Meeting ("**EGM**") of Godrej Properties Limited (the "**Company**"), held at 11 a.m. on Wednesday, May 30, 2018 at the Auditorium, Godrej One, Pirojshanagar Eastern Express Highway, Vikhroli (East) Mumbai, – 400 079 and the business mentioned in the Notice dated May 4, 2018 ("**Notice**") was transacted.

We enclose the summary of proceedings as required under Regulation 30, Part-A of Schedule-III of the SEBI LODR.

This is for your information and records.

Thank You.

Yours truly,
For Godrej Properties Limited

Surender Varma
Company Secretary & Chief Legal Officer

Encl.: a/a

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SUMMARY OF PROCEEDINGS OF THE EXTRA ORDINARY GENERAL MEETING

The Chairman, Mr. Pirojsha Godrej, after ascertaining that the requisite quorum was present, declared that the meeting was validly constituted and commenced the proceedings of the meeting.

The following item of business, as per the Notice, was transacted at the meeting:

1. Issue of 1,27,65,000 equity shares on preferential basis to GAMNAT Pte Limited

Clarifications were given to the queries raised by the Members. Thereafter, the Chairman informed the members that the Company had provided electronic voting facility (remote e-voting) to the members to cast their vote electronically on all resolutions set forth in the Notice. The remote e-voting commenced on May 26, 2018 from 9 a.m. and ended on May 29, 2018 at 5 p.m. Members who were present and could not cast their vote through remote e-voting were provided an opportunity to cast their vote at the meeting by way of poll.

The Board of Directors of the Company had appointed Mr. Ashish Kumar Jain of A K Jain & Co., Company Secretary in Practice, as the Scrutinizer to conduct and scrutinize the remote e-voting and poll process in a fair and transparent manner.

The resolution for the issue of 1,27,65,000 equity shares on a preferential allotment/ private placement basis, as stated in the Notice for convening the EGM was put up for the members' approval as a special resolution.

The meeting concluded at 11.35 a.m. and thereafter the Members cast their votes. The brief particulars of the resolution, which was duly passed with requisite majority at the EGM of the Company as are follows:

Issue of 1,27,65,000 equity shares of Rs. 5/- each at a price of Rs. 783.50/- (Rupees seven hundred and eighty three and fifty paise) which includes a premium of Rs. 778.50/- (Rupees seven hundred and seventy eight and fifty paise) per equity share to GAMNAT Pte. Ltd., on preferential allotment/ private placement basis.

The Chairman further informed that the detailed Scrutinizer's Report along with the results of e-voting and poll, shall be communicated by way of an intimation to the Stock Exchanges and would also be placed on the website of the Company (www.godrejproperties.com) and on the website of Karvy Computershare Private Limited (https://evoting.karvy.com).

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