



Ref: ERL/SECRETARIAL/2024-25/1349

21st March, 2025

To

The General Manager

Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 533218

The Secretary

The National Stock Exchange of
India Limited
Exchange Plaza,
Bandra Kurla Complex
Bandra (E), Mumbai – 400 051
NSE Symbol: EMAMIREAL

The Secretary

The Calcutta Stock Exchange
Limited
7, Lyons Range
Kolkata-700 001
Scrip Code: 15214

Dear Sir,

Sub: Declaration of Voting Results of the Extra-Ordinary General Meeting of the Company held on 21st day of March, 2025

With reference to the above captioned subject and further to our letter dated 21st March, 2025, we wish to inform that, at the Extra-Ordinary General Meeting (“EGM”) of the Company held on 21st day of March, 2025, the resolution set out in Item No. 1 of the Notice dated 26th February, 2025 was passed with requisite majority.

In this regard, please find enclosed the following:

- (1) Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – 1**.
- (2) Report of Scrutinizer dated 21st March, 2025, pursuant of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as **Annexure - 2**.

This is for your information and record.

Thanking you.

Yours truly,

For **Emami Realty Limited**

Payel Agarwal
Company Secretary
ACS 22418

Encl: as above

| General information about company | |
|---|----------------------|
| Scrip code | 533218 |
| NSE Symbol | EMAMIREAL |
| MSEI Symbol | NOTLISTED |
| ISIN | INE778K01012 |
| Name of the company | EMAMI REALTY LIMITED |
| Type of meeting | EGM |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 21-03-2025 |
| Start time of the meeting | 11:30 AM |
| End time of the meeting | 12:35 PM |

| Scrutinizer Details | |
|---|-------------------|
| Name of the Scrutinizer | RAJ KUMAR BANTHIA |
| Firms Name | MKB & ASSOCIATES |
| Qualification | CS |
| Membership Number | 17190 |
| Date of Board Meeting in which appointed | 26-02-2025 |
| Date of Issuance of Report to the company | 21-03-2025 |

| Voting results | |
|--|------------|
| Record date | 14-03-2025 |
| Total number of shareholders on record date | 28361 |
| No. of shareholders present in the meeting either in person or through proxy | |
| a) Promoters and Promoter group | 0 |
| b) Public | 0 |
| No. of shareholders attended the meeting through video conferencing | |
| a) Promoters and Promoter group | 43 |
| b) Public | 27 |
| No. of resolution passed in the meeting | 1 |
| Disclosure of notes on voting results | |

| Resolution(1) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Description of resolution considered | | | | ISSUE OF EQUITY SHARES AND WARRANTS CONVERTIBLE INTO EQUITY SHARES TO THE MEMBERS OF THE PROMOTER GROUP BY CONVERSION OF EXISTING UNSECURED LOAN ON PREFERENTIAL BASIS | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 24014150 | 22751258 | 94.7411 | 22751258 | 0 | 100 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 24014150 | 22751258 | 94.7411 | 22751258 | 0 | 100 |
| Public- Institutions | E-Voting | 20327 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 20327 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 13809412 | 2195573 | 15.8991 | 2195480 | 93 | 99.9958 | 0.0042 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | | 13809412 | 2195573 | 15.8991 | 2195480 | 93 | 99.9958 |
| Total | | 37843889 | 24946831 | 65.9204 | 24946738 | 93 | 99.9996 | 0.0004 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | | |

| Details of Invalid Votes | |
|---------------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |

**CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of the Extra-ordinary General Meeting (EGM) of Members of EMAMI REALTY LIMITED (CIN: L45400WB2008PLC121426), held on Friday, 21st day of March, 2025 at 11:30 A.M. (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").

Dear Sir,

I, Raj Kumar Banthia, Partner of MKB & Associates, Practicing Company Secretaries, appointed by the Board of Directors of Emami Realty Limited ("the Company") for the purpose of scrutinizing the process of voting through Remote-Voting and Electronic Voting at the Extra-ordinary General Meeting, pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management & Administration) Rules, 2014 as amended, Regulation 44 of SEBI (LODR) Regulations, 2015 read with applicable circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) and Secretarial Standards on General Meetings, in respect of the below mentioned resolution proposed at the Extra-ordinary General Meeting of the Company held on Friday, 21st March, 2025 at 11:30 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), do hereby submit my report as follows:





- (a) The Notice dated 26th February, 2025 convening the Extra-ordinary General Meeting of the Company along with the Statement under Section 102 of the Act setting out all material facts in respect of Resolutions mentioned therein, was sent electronically on Thursday, 27th February, 2025 to the members of the Company whose email addresses were registered with the Company/ Depositories/ RTA. Further, the Company has issued Corrigendum dated 15th March, 2025 and Corrigendum I dated 19th March, 2025 to the shareholders on Monday, 17th March, 2025 and Wednesday, 20th March, 2025 respectively.
- (b) Since this EGM was held pursuant to the aforesaid MCA Circulars through VC or OAVM, physical attendance of the members has been dispensed with. Accordingly, in terms of above-mentioned MCA and SEBI circulars, the facility for appointment of proxies by the members were also dispensed with.
- (c) The Company provided remote e-voting facility offered by Central Depository Services Limited (CDSL) to its shareholders. At the Extra-ordinary General Meeting, the Company provided electronic voting facility offered by CDSL to the shareholders who did not cast their vote through remote e-voting.
- (d) The members holding shares either in physical or dematerialized form, as on the "Cut Off" date i.e., Friday, 14th March, 2025 were entitled to vote on the proposed resolutions.
- (e) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period for remote e-voting commenced on Monday, 17th March, 2025 at





10:00 AM (IST) and ended on Thursday, 20th March, 2025 at 5:00 PM (IST).

- (f) The members present at the meeting exercised their voting rights electronically through facility offered by Central Depository Services Limited (CDSL).
- (g) After conclusion of voting at the Extra-ordinary General Meeting, the votes cast electronically at the meeting were counted first, and thereafter, the votes cast through remote e-voting were unblocked in presence of Ms. Khushi Nangalia and Ms. Roshani Agarwal, who acted as witnesses in accordance with Rule 20 the Companies (Management & Administration) Rules, 2014 as amended.
- (h) Thereafter, the details containing, inter alia, list of the members, who voted "For" or "Against" on each of the resolutions that were put to vote through remote e-voting and electronic voting during the EGM were derived from the report generated from the e-voting website of CDSL, www.evotingindia.com.
- (i) A total of 105 Members have cast their vote, out of which 98 Members have cast their votes through remote e-voting and 7 Members have cast their vote electronically during the EGM and all such votes are valid.

I now submit my consolidated report as under on the result of the remote e-voting and poll conducted at the meeting.

| | Number of votes (shares) cast through Remote E-voting. (1) | Number of Votes (shares) cast through e-voting during the meeting (2) | Total (1) +(2) = (3) | % of total number of valid votes cast |
|--|---|--|---------------------------------|--|
|--|---|--|---------------------------------|--|





SPECIAL BUSINESS

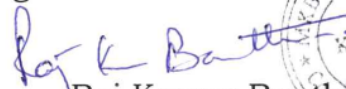
Item No. 1 as an Special Resolution: Approval for issuance of Equity Shares and Warrants Convertible into Equity Shares to members of the promoter group by conversion of existing unsecured loan on preferential basis

| | | | | |
|---------------------------------------|--------------------|-----------|-----------------|------------|
| (1) Voted in favour of the resolution | 2,49,46,673 | 65 | 24946738 | 99.9996 |
| (2) Voted against the resolution | 93 | -- | 93 | 0.0004 |
| Total | 2,49,46,766 | 65 | 24946831 | 100 |
| (3) Invalid votes: | -- | -- | -- | -- |

Based on the aforesaid results, the Resolution no. 1 as contained in the Notice has been passed with the requisite majority.

The remote e-voting register and other related papers/ registers and records, as applicable, is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the minutes of the Meeting are signed.

For MKB & Associates
Company Secretaries
Firm Reg No: P2010WB042700


Raj Kumar Banthia
Partner

Membership No. 17190
COP No. 18428

Date: 21.03.2025
Place: Kolkata
UDIN: A017190F004134303