

August 01, 2025

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001

**National Stock Exchange of India Limited**

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 - GODREJPROP

BSE - Security Code – 974950, 974951, 975090, 975091, 975856, 975857, 976000 – Debt Segment

NSE - GODREJPROP

**Sub: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Details of Voting Results at the 40<sup>th</sup> Annual General Meeting (“AGM”) of Godrej Properties Limited**

Dear Sir/ Madam,

In terms of Regulation 44 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the combined results of the voting conducted through remote e-Voting from Tuesday, July 29, 2025 to Thursday, July 31, 2025 and e-Voting during the 40<sup>th</sup> AGM of Godrej Properties Limited held on Friday, August 01, 2025.

Further, please find enclosed the consolidated Report of Scrutinizer i.e. Mr. Ashish Kumar Jain, M/s. A.K. Jain & Co., Company Secretary in practice dated August 01, 2025 on remote e-Voting and e-Voting during the AGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

As per the Scrutinizer’s Report, all resolutions as set out in the Notice of 40<sup>th</sup> Annual General Meeting have been duly approved by the Members with the requisite majority.

Kindly take the same on record.

Thank you,

**For Godrej Properties Limited**

  
Ashish Karyekar  
Company Secretary

Encl. as above



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### General information about company

Scrip code	533150
NSE Symbol	GODREJPROP
MSEI Symbol	NOTLISTED
ISIN	INE484J01027
Name of the company	GODREJ PROPERTIES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	01-08-2025
Start time of the meeting	02:30 PM
End time of the meeting	03:27 PM

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Scrutinizer Details	
Name of the Scrutinizer	Mr. Ashish Jain
Firms Name	A K Jain & co. Company Secretaries
Qualification	CS
Membership Number	6058
Date of Board Meeting in which appointed	02-05-2025
Date of Issuance of Report to the company	01-08-2025

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Voting results	
Record date	25-07-2025
Total number of shareholders on record date	178234
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	5
b) Public	76
<b>No. of resolution passed in the meeting</b>	<b>5</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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## Resolution (1)

Resolution required: (Ordinary / Special)		Ordinary							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Description of resolution considered		To consider and adopt the audited standalone financial statements and the audited consolidated financial statements of the Company for the financial year ended March 31, 2025, together with the reports of the Board of Directors and the Auditors thereon and other reports							
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		140653593	100.0000	140653593	0	100.0000	0.0000	
	Poll	140653593	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>	140653593	140653593	100.0000	140653593	0	100.0000	0.0000	
Public-Institutions	E-Voting		104690510	87.9464	104690510	0	100.0000	0.0000	
	Poll	119038948	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>	119038948	104690510	87.9464	104690510	0	100.0000	0.0000	
Public- Non Institutions	E-Voting		20390340	49.1173	20390155	185	99.9991	0.0009	
	Poll	41513585	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>	41513585	20390340	49.1173	20390155	185	99.9991	0.0009	
<b>Total</b>		301206126	265734443	88.2235	265734258	185	99.9999	0.0001	
Whether resolution is Pass or Not.							Yes		
Disclosure of notes on resolution							Add Notes		

\* this fields are optional

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



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## Resolution (2)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		To appoint a Director in place of Mr. Pirojsha Godrej (DIN: 00432983), who retires by rotation and being eligible, offers himself for re-appointment.						
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		140653583	100.0000	140653583	0	100.0000	0.0000
	Poll	140653593	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>	140653593	140653583	100.0000	140653583	0	100.0000	0.0000
Public-Institutions	E-Voting		104749069	87.9956	99585768	5163301	95.0708	4.9292
	Poll	119038948	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>	119038948	104749069	87.9956	99585768	5163301	95.0708	4.9292
Public- Non Institutions	E-Voting		20390628	49.1180	20390266	362	99.9982	0.0018
	Poll	41513585	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>	41513585	20390628	49.1180	20390266	362	99.9982	0.0018
<b>Total</b>		301206126	265793280	88.2430	260629617	5163663	98.0573	1.9427
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

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



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## Resolution (3)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To re-appoint Mr. Gaurav Pandey (DIN: 07229661) as the Managing Director & Chief Executive Officer and Key Managerial Personnel of the Company for a period of three years commencing from January 01, 2026 to December 31, 2028.						
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		140653593	100.0000	140653593	0	100.0000	0.0000
	Poll	140653593	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>	140653593	140653593	100.0000	140653593	0	100.0000	0.0000
Public- Institutions	E-Voting		104784725	88.0256	74287261	30497464	70.8951	29.1049
	Poll	119038948	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>	119038948	104784725	88.0256	74287261	30497464	70.8951	29.1049
Public- Non Institutions	E-Voting		20377787	49.0870	20373601	4186	99.9795	0.0205
	Poll	41513585	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>	41513585	20377787	49.0870	20373601	4186	99.9795	0.0205
<b>Total</b>		301206126	265816105	88.2506	235314455	30501650	88.5253	11.4747
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

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



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## Resolution (4)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To approve the appointment of M/s BNP & Associates as the Secretarial Auditors of the Company from the financial year 2025-26 till the financial year 2029-30;						
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		140653593	100.0000	140653593	0	100.0000	0.0000
	Poll	140653593	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>	140653593	140653593	100.0000	140653593	0	100.0000	0.0000
Public-Institutions	E-Voting		104863188	88.0915	104695723	167465	99.8403	0.1597
	Poll	119038948	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>	119038948	104863188	88.0915	104695723	167465	99.8403	0.1597
Public- Non Institutions	E-Voting		20390588	49.1179	20390472	116	99.9994	0.0006
	Poll	41513585	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>	41513585	20390588	49.1179	20390472	116	99.9994	0.0006
<b>Total</b>		301206126	265907369	88.2809	265739788	167581	99.9370	0.0630
<b>Whether resolution is Pass or Not.</b>							Yes	
<b>Disclosure of notes on resolution</b>							Add Notes	

\* this fields are optional

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



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Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the ratification of remuneration to be paid to M/s R. Nanabhoy & Co., Cost Accountants, Cost Auditors of the Company for the financial year 2025-26.				
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		140653593	100.0000	140653593	0	100.0000	0.0000
	Poll	140653593	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>	140653593	140653593	100.0000	140653593	0	100.0000	0.0000
Public-Institutions	E-Voting		104745199	87.9924	104745199	0	100.0000	0.0000
	Poll	119038948	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>	119038948	104745199	87.9924	104745199	0	100.0000	0.0000
Public- Non Institutions	E-Voting		20390328	49.1172	20390212	116	99.9994	0.0006
	Poll	41513585	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>	41513585	20390328	49.1172	20390212	116	99.9994	0.0006
<b>Total</b>		301206126	265789120	88.2416	265789004	116	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	
<b>Disclosure of notes on resolution</b>							Add Notes	

\* this fields are optional

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



**Consolidated Scrutinizer's Report on Remote e-Voting and e-Voting conducted at the Fortieth (40<sup>th</sup>) Annual General Meeting of Godrej Properties Limited held on Friday, August 01, 2025.**

To  
The Chairperson  
**Godrej Properties Limited**  
Godrej One, 5<sup>th</sup> Floor, Pirojshanagar  
Eastern Express Highway, Vikhroli (East)  
Mumbai - 400079

**Fortieth (40<sup>th</sup>) Annual General Meeting of the Members of Godrej Properties Limited held on Friday, August 01, 2025 at 02.30 p.m. (IST) by means of Video Conferencing (VC)/ Other Audio Visual Means (OAVM)**

Dear Sir,

I, Ashish Kumar Jain, Proprietor of M/s. A.K. Jain & Co., Company Secretaries, Mumbai, have been appointed as Scrutinizer by the Board of Directors of Godrej Properties Limited for the purpose of scrutinizing the remote e-voting and e-voting during the Annual General Meeting (AGM) of the Company pursuant to Section 108 of the Companies Act, 2013 "the Act" read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time for passing of the proposed Resolutions as mentioned in the Notice, dated May 02, 2025.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the Notice of the AGM. My responsibility as Scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions. Based on the reports generated from the remote e-voting system provided by National Securities Depositories Ltd (NSDL / Service Provider), the authorized agency to provide e-voting facility and e-voting at the AGM, I hereby submit my report as under:

1. I have given my consent to act as Scrutinizer vide letter dated May 02, 2025 and was appointed as Scrutinizer for scrutinizing the remote e-voting and e-voting during the Annual General Meeting (AGM) of the Company by a resolution passed by the Board of Directors on May 02, 2025. Further, the Company Secretary of the Company is authorized by the Board for conducting the e-voting process.



2. The Company had appointed NSDL, for the purpose of extending the facility of remote e-voting and e-voting at the AGM to the members of the Company.
3. Kfin Technologies Limited (KFintech) is the Registrar and Share Transfer Agents (RTA) of the Company.
4. The Cut-off date for the purpose of identifying Members who were entitled to vote on resolutions was considered as Friday, July 25, 2025.
5. As prescribed under the circular dated May 5, 2020 read with general circular dated January 13, 2021. issued by MCA, the Company has released an advertisement prior to sending notices to the Shareholders in Marathi in 'Loksatta' dated June 20, 2025 and in English in 'Financial Express' dated June 20, 2025.
6. The Company has completed dispatch of notices by email to the members by July 04, 2025 to its members whose names appeared in the Register of Members / Records of Depositories as on June 27, 2025.
7. As prescribed in Rule 20 of Companies (Management and Administration) Rules, 2014, Company has also released notice through newspaper Advertisement in Marathi in 'Loksatta' dated July 05, 2025 and in English in 'Financial Express' dated July 05, 2025.
8. In terms of the Rule 20 of Companies (Management and Administration) Rules, 2014 the Remote e-Voting facility was kept open for 3 (Three) days i.e. from Tuesday, July 29, 2025 (09:00 a.m. IST) till Thursday, July 31, 2025 (05:00 p.m. IST)
9. At the end of the voting period on Thursday, July 31, 2025, at 05.00 p.m., the voting portal of the Service Provider was blocked forthwith. The Company had also provided the facility of e-voting during the AGM, for those shareholders who could not cast their vote during the above period.
10. The details of the consolidated Results of the Remote e-Voting together with e-voting conducted at the AGM, are as follows:



Details	Remote e-Voting	e-Voting at AGM	Total e-Voting
Number of Members who cast their votes	1,077	6	1,083
Total number of Shares held by them	26,59,07,242	127	26,59,07,369
Valid votes	As per details provided under each one of the resolutions mentioned hereunder		
Invalid votes	-		

**Note: Percentage of votes cast "in favour" or "against" the resolutions is calculated based on the valid votes cast through remote e-Voting and e-Voting at the AGM.**

### Ordinary Business

#### Item No. 1 (Ordinary Resolution)

Adoption of the audited standalone & consolidated financial statements for the year ended March 31, 2025 together with report of Board of Directors, report of Auditors thereon and other reports.

Manner of Voting	Votes in favour of the resolution		Votes against Resolution		Invalid votes
	Nos.	%	Nos.	%	
Remote e-Voting and e-Voting at the AGM	26,57,34,258	100.00	185	0.00	-

#### Item No. 2 (Ordinary Resolution)

Re-appointment of Mr. Pirojsha Godrej (DIN: 00432983), as Director liable to retire by rotation.

Manner of Voting	Votes in favour of the resolution		Votes against Resolution		Invalid votes
	Nos.	%	Nos.	%	
Remote e-Voting and e-Voting at the AGM	26,06,29,617	98.06	51,63,663	1.94	-



**Special Business:**

**Item No. 3 (Special Resolution)**

Approval for re-appointment of Mr. Gaurav Pandey (DIN: 07229661) as the Managing Director & Chief Executive Officer and Key Managerial Personnel of the Company, not liable to retire by rotation, for a further period of three years commencing from January 01, 2026 to December 31, 2028

Manner of Voting	Votes in favour of the resolution		Votes against Resolution		Invalid votes
	Nos.	%	Nos.	%	
Remote e-Voting and e-Voting at the AGM	23,53,14,455	88.53	3,05,01,650	11.47	-

**Item No. 4 (Ordinary Resolution)**

Approval of the appointment and remuneration payable to M/s BNP and Associates as the Secretarial Auditors of the Company for a period of five consecutive years from the financial year 2025-26 till the financial year 2029-30.

Manner of Voting	Votes in favour of the resolution		Votes against Resolution		Invalid votes
	Nos.	%	Nos.	%	
Remote e-Voting and e-Voting at the AGM	26,57,39,788	99.94	1,67,581	0.06	-

**Item No. 5 (Ordinary Resolution)**

Approval for ratification of remuneration paid to M/s. R. Nanabhoy & Co., Cost Accountants as Cost Auditors of the Company for the financial year 2025-26.

Manner of Voting	Votes in favour of the resolution		Votes against Resolution		Invalid votes
	Nos.	%	Nos.	%	
Remote e-Voting and e-Voting at the AGM	26,57,89,004	100.00	116	0.00	-



Based on the aforesaid results, all the Resolutions mentioned in the AGM Notice dated May 02, 2025 as per the details above stand passed under remote e-voting and e-voting conducted at the AGM with the requisite majority and hence deemed to be passed as on the date of the AGM.

I hereby confirm that, I am maintaining the Registers/records received from the Service Provider, in respect of the votes cast through remote e-voting and e-voting conducted at the AGM by the Members of the Company. All other relevant records relating to remote e-voting and e-voting conducted at the AGM is under my safe custody and will be handed over to the Company Secretary of the Company for safe keeping, after the Chairperson signs the Minutes of the Fortieth (40th) AGM.

Thanking You,  
Yours Truly,



**Ashish Kumar Jain**  
**Practicing Company Secretary**  
**FCS: 6058 COP: 6124**  
**Peer Review Certificate No. 1485/2021**  
**UDIN: F006058G000915010**  
**Date: August 01, 2025**  
**Place: Mumbai**



**To be counter signed by**  
**~~the Chairperson/~~Authorised Person**  
**Date: August 01, 2025**  
**Place: Mumbai**