

Godrej Properties Limited
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Eastern Express Highway,
Vikhroli (E), Mumbai – 400 079. India
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CIN: L74120MH1985PLC035308

May 02, 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 - Scrip Code: 533150, Scrip ID - GODREJPROP
BSE - Security Code – 974950, 974951, 975090, 975091, 975856, 975857, 976000 – Debt Segment
NSE - GODREJPROP

Sub: Outcome of the Board meeting held on May 02, 2025

Dear Sir/ Madam,

Further to our letter dated April 28, 2025, please note that the Board of Directors (“the Board”) at its meeting held on May 02, 2025, has, *inter alia*, considered and approved the following transactions:

1. Raising of Funds by way of issuance of Debt securities upto Rs. 2,000 crore:

The Board has approved raising of funds, by issue of Non-Convertible Debentures, Bonds and/ or other Debt Securities on a private placement basis, in one or more tranches, for an amount not exceeding Rs. 2,000 crore (Rupees Two Thousand Crore Only). The Board also authorized a Committee of Directors to decide on all matters relating to the issuance of Non-Convertible Debentures, Bonds and/or other Debt Securities from time to time, including the quantum, timing and terms and conditions thereof.

2. Conducting the 40th Annual General Meeting:

The Board has decided to hold the 40th Annual General Meeting of the Company on Friday, August 01, 2025, at 02.30 p.m.

3. Re-appointment of Mr. Gaurav Pandey (DIN: 07229661) as the Managing Director and Chief Executive Officer of the Company:

Based on the recommendation of the Nomination and Remuneration Committee of the Board of Directors at its meeting held today, the Board have re-appointed Mr. Gaurav Pandey (DIN: 07229661) as the Managing Director and Chief Executive Officer of the Company for a further period of 3 (three) years commencing from January 01, 2026, subject to the approval of the Members of the Company.

The logo for Godrej, featuring the word "Godrej" in a stylized, cursive script font.

The relevant details pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are enclosed as **Annexure A**.

4. Appointment of M/s BNP and Associates as Secretarial Auditor of the Company:

Based on the recommendation of the Audit Committee, the Board of Directors of the Company at its meeting held today has approved, the appointment of M/s BNP and Associates, a Peer Reviewed Firm of Company Secretaries in Practice, having Firm Registration No. P2014MH037400 as Secretarial Auditor of the Company for Audit period of five consecutive years commencing from financial year 2025-26 till financial year 2029-30, subject to the approval of the shareholders of the Company at the ensuing Annual General Meeting.

Consequent to the above, M/s A.K. Jain & Co., Company Secretaries, existing Secretarial Auditor have ceased to be the Secretarial Auditor of the Company with effect from May 02, 2025.

The relevant details pursuant to Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are enclosed in **Annexure B**.

The Board meeting commenced at 11:45 a.m. and concluded at 01:05 p.m.

Kindly take the same on records.

Thank you.

Yours truly

For Godrej Properties Limited

Ashish Karyekar
Company Secretary

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Annexure A

Disclosure as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024:

Sr. No.	Details of events that need to be provided	Information of such event(s)
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Re-appointment of Mr. Gaurav Pandey (DIN: 07229661) as the Managing Director and Chief Executive Officer of the Company, subject to the approval of the Members of the Company.
2.	Date of appointment /re-appointment / cessation (as applicable) & term of appointment / re-appointment	Re-appointment for a further period of 3 (three) years with effect from January 01, 2026.
3.	Brief profile (in case of appointment)	<p>Mr. Gaurav Pandey serves as the Managing Director and Chief Executive Officer of Godrej Properties Limited. He is an Economics Honours graduate from the University of Delhi and has done a post graduate course from the Indian Institute of Management (IIM) Kozhikode. His expertise includes Governance, Finance and Risk, Strategy and Business, Industry Expertise and Market Expertise.</p> <p>Mr. Gaurav Pandey has over 17 years of experience in the real estate sector. He is passionate about the sector and believes in its potential to become a key growth driver for the Indian economy.</p>
4.	Disclosure of Relationships between Directors (in case of Appointment of a Director)	Mr. Gaurav Pandey is not related to any Director or Key Managerial Personnel of the Company.
5.	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/ 2018-19 and the National Stock Exchange of India Ltd. with ref. no. NSE/CML/ 2018/24, both dated 20 th June, 2018.	Mr. Gaurav Pandey is not debarred from holding the office of Director by virtue of any Order of the Securities and Exchange Board of India or any other such authority.

Annexure B

Disclosure as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024:

Sr. No.	Details of events that need to be provided	Information of such event(s)
1.	Reason for change viz. appointment, cessation, re-appointment, resignation, removal, death or otherwise;	Appointment of M/s BNP and Associates, a Peer Reviewed Firm of Company Secretaries in Practice, having Firm Registration No. P2014MH037400, as Secretarial Auditor of the Company.
2.	Date of appointment, cessation, re-appointment, cessation (as applicable) & term of appointment, re-appointment	<p>Appointment of M/s BNP and Associates: The Board at its meeting held on May 02, 2025, approved the appointment of M/s BNP and Associates as Secretarial Auditor, for audit period of five consecutive years commencing from financial year 2025-26 upto financial year 2029-30, subject to approval of the shareholders.</p> <p>Cessation of M/s A.K. Jain & Co. from May 02, 2025: Consequent to the above, M/s A.K. Jain & Co., Company Secretaries, existing Secretarial Auditor have ceased to be the Secretarial Auditor of the Company with effect from May 02, 2025.</p>
3.	Brief profile (in case of appointment)	M/s BNP and Associates is a peer-reviewed and a well-established firm of Practicing Company Secretaries, registered with the Institute of Company Secretaries of India, New Delhi. The firm is led by experienced partners, all of whom are distinguished professionals in the field of corporate governance and compliance. Their collective expertise spans corporate advisory services, Secretarial Audit, transactional services, litigation, advocacy and legal due diligence. The firm also has associate partners with strong professional credentials who align with its core values of character, competence and commitment. The firm specializes in compliance audit and assurance services, advisory and representation services and transactional services. The firm has experience in handling the secretarial audits of listed and large unlisted companies.
4.	Disclosure of Relationships between Directors (in case of Appointment of a Director)	Not Applicable

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