Godrej Properties Ltd.
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

August 6, 2015

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 023

National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, G Block,
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051

Ref: - BSE - Scrip Code: 533150, Scrip ID - GODREJPROP NSE - GODREJPROP

Sub: Clause 35A of the Listing Agreement – Details of Voting Results at the 30th Annual General Meeting of Godrej Properties Limited

Dear Sir/Madam,

Pursuant to Clause 35A of the Listing Agreement, the results of the voting conducted through remote-e-voting during July 31, 2015 to August 03, 2015 and through Poll at the 30th Annual General Meeting (AGM) of Godrej Properties Limited held on August 4, 2015 at 2.30 p.m. at The Auditorium, Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli East, Mumbai 400 079, are enclosed as per the prescribed format.

We request you to take the Voting Results on records.

Thank you,

For Godrej Properties Limited

Godrej Properties Limited Mumbai

Ashish Karyekar
Sr. General Manager - Company Secretarial

Godrej

Godrej Properties Limited- Voting Results of 30th AGM held on August 04, 2015

Date of the AGM/~~EGM~~	**Annual General Meeting** (held on August 4, 2015) (The resolutions were passed through remote-e-voting and poll at the meeting)	
Total number of shareholders on record date	**35,181** (as on July 28, 2015)	
No. of Shareholders present in the meeting either in person or through proxy:	**In Person**	**In Proxy**
Promoters and Promoter Group:	**7**	**Nil**
Public:	**59**	**2**
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	**Not Arranged**	

Details of Agenda wise resolutions passed

Mode of voting: (i) remote-eVoting (from July 31, 2015 to August 03, 2015) and
(ii) Poll conducted at the 30th AGM

Resolution No. 1 (Ordinary Resolution) in the Notice of AGM dated April 30, 2015:

To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2015, together with the Report of the Board of Directors and Auditors thereon.

Promoter/ Public	**No. of shares held** **(1)**	**No. of votes polled** **(2)**	**% of Votes Polled on outstanding shares** **(3) = [(2)/(1)]*100**	**No. of Votes - in favour** **(4)**	**No. of Votes - against** **(5)**	**% of Votes in favour on votes polled** **(6)= [(4)/(2)]*100**	**% of Votes against on votes polled** **(7)= [(5)/(2)]*100**
Promoter and Promoter Group	14,93,46,308	14,93,46,308	100.00	14,93,46,308	0	100.00	0.00
Public – Institutional holders	2,18,85,990	1,99,89,876	91.34	1,99,89,876	0	100.00	0.00
Public-Others	2,82,81,068	20,19,065	7.14	20,19,065	0	100.00	0.00
Total	**19,95,13,366**	**17,13,55,249**	**85.89**	**17,13,55,249**	**0**	**100.00**	**0.00**

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Godrej Properties Limited
Mumbai

Resolution No. 2 (Ordinary Resolution) in the Notice of AGM dated April 30, 2015:

To declare dividend on equity shares issued by the Company, for the financial year ended March 31, 2015.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	14,93,46,308	14,93,46,308	100.00	14,93,46,308	0	100.00	0.00
Public – Institutional holders	2,18,85,990	1,99,89,876	91.34	1,99,89,876	0	100.00	0.00
Public-Others	2,82,81,068	20,19,065	7.14	20,19,065	0	100.00	0.00
Total	**19,95,13,366**	**17,13,55,249**	**85.89**	**17,13,55,249**	**0**	**100.00**	**0.00**

Resolution No. 3 (Ordinary Resolution) in the Notice of AGM dated April 30, 2015:

To appoint a Director in place of Mr. Jamshyd N. Godrej (DIN: 00076250), who retires by rotation and being eligible, offers himself for re-appointment.

Promoter/ Public	No. of shares held (1)	No. of votes polled # (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	14,93,46,308	14,93,46,308	100.00	14,93,46,308	0	100.00	0.00
Public – Institutional holders	2,18,85,990	1,99,89,876	91.34	1,94,15,377	5,74,499	97.13	2.87
Public-Others	2,82,81,068	20,19,040	7.14	20,19,040	0	100.00	0.00
Total	**19,95,13,366**	**17,13,55,224**	**85.89**	**17,07,80,725**	**5,74,499**	**99.67**	**0.33**

#excludes invalid/abstain votes

Godrej Properties Limited

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Resolution No. 4 (Ordinary Resolution) in the Notice of AGM dated April 30, 2015:

To ratify the appointment of M/s. Kalyaniwalla & Mistry, Chartered Accountants, (Firm Registration No. 104607W), to hold the office from the conclusion of this meeting till the conclusion of the next Annual General Meeting.

Promoter/ Public	No. of shares held (1)	No. of votes polled # (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	14,93,46,308	14,93,46,308	100.00	14,93,46,308	0	100.00	0.00
Public – Institutional holders	2,18,85,990	1,99,86,112	91.32	1,99,69,260	16,852	99.92	0.08
Public-Others	2,82,81,068	20,19,040	7.14	20,19,040	0	100.00	0.00
Total	**19,95,13,366**	**17,13,51,460**	**85.88**	**17,13,34,608**	**16,852**	**99.99**	**0.01**

#excludes invalid/abstain votes

Resolution No. 5 (Ordinary Resolution) in the Notice of AGM dated April 30, 2015:

To appoint Mr. Mohit Malhotra (DIN: 07074531) as a Director liable to retire by rotation.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	14,93,46,308	14,93,46,308	100.00	14,93,46,308	0	100.00	0.00
Public – Institutional holders	2,18,85,990	1,99,89,876	91.34	1,94,15,377	5,74,499	97.13	2.87
Public-Others	2,82,81,068	20,19,065	7.14	20,18,987	78	100.00	0.00
Total	**19,95,13,366**	**17,13,55,249**	**85.89**	**17,07,80,672**	**5,74,577**	**99.66**	**0.34**

Godrej Properties Limited

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Resolution No. 6 (Special Resolution) in the Notice of AGM dated April 30, 2015:

To appoint Mr. Mohit Malhotra (DIN: 07074531) as an Executive Director of the Company for a period of three years commencing from April 01, 2015.

Promoter/ Public	No. of shares held (1)	No. of votes polled # (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	14,93,46,308	14,93,46,308	100.00	14,93,46,308	0	100.00	0.00
Public – Institutional holders	2,18,85,990	1,20,22,901	54.93	1,20,22,901	0	100.00	0.00
Public-Others	2,82,81,068	20,19,040	7.14	20,18,962	78	100.00	0.00
Total	**19,95,13,366**	**16,33,88,249**	**81.89**	**16,33,88,171**	**78**	**100.00**	**0.00**

#excludes invalid/abstain votes

Resolution No. 7 (Special Resolution) in the Notice of AGM dated April 30, 2015:

To approve re-appointment of Mr. Pirojsha Godrej (DIN: 00432983) as Managing Director & CEO, for a period of three years commencing from April 1, 2015.

Promoter/ Public	No. of shares held (1)	No. of votes polled # (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	14,93,46,308	14,93,46,308	100.00	14,93,46,308	0	100.00	0.00
Public – Institutional holders	2,18,85,990	1,20,22,901	54.93	1,20,22,901	0	100.00	0.00
Public-Others	2,82,81,068	20,19,040	7.14	20,19,040	0	100.00	0.00
Total	**19,95,13,366**	**16,33,88,249**	**81.89**	**16,33,88,249**	**0**	**100.00**	**0.00**

#excludes invalid/abstain votes

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Resolution No. 8 (Special Resolution) in the Notice of AGM dated April 30, 2015:

To approve revision in the remuneration of Mr. K. T. Jithendran (DIN: 01181998) as Executive Director w.e.f. April 1, 2015

Promoter/ Public	No. of shares held (1)	No. of votes polled # (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	14,93,46,308	14,93,46,308	100.00	14,93,46,308	0	100.00	0.00
Public – Institutional holders	2,18,85,990	1,99,89,876	91.34	1,99,89,876	0	100.00	0.00
Public-Others	2,82,81,068	20,19,040	7.14	20,18,646	394	100.00	0.00
Total	**19,95,13,366**	**17,13,55,224**	**85.89**	**17,13,54,830**	**394**	**100.00**	**0.00**

#excludes invalid/abstain votes

Resolution No. 9 (Ordinary Resolution) in the Notice of AGM dated April 30, 2015:

To ratify the remuneration of M/s. R. Nanabhoy & Co., Cost Auditors, for the financial years 2014-15 and 2015-16.

Promoter/ Public	No. of shares held (1)	No. of votes polled # (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	14,93,46,308	14,93,46,308	100.00	14,93,46,308	0	100.00	0.00
Public – Institutional holders	2,18,85,990	1,20,22,901	54.93	1,20,22,901	0	100.00	0.00
Public-Others	2,82,81,068	20,19,040	7.14	20,18,962	78	100.00	0.00
Total	**19,95,13,366**	**16,33,88,249**	**81.89**	**16,33,88,171**	**78**	**100.00**	**0.00**

#excludes invalid/abstain votes

Godrej Properties Limited

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Resolution No. 10 (Ordinary Resolution) in the Notice of AGM dated April 30, 2015:

To approve the amendment in the Godrej Properties Limited Employees Stock Option Plan (GPL ESOP).

Promoter/ Public	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	14,93,46,308	14,93,46,308	100.00	14,93,46,308	0	100.00	0.00
Public – Institutional holders	2,18,85,990	1,20,22,901	54.93	89,25,038	30,97,863	74.23	25.77
Public-Others	2,82,81,068	20,19,065	7.14	20,18,987	78	100.00	0.00
Total	**19,95,13,366**	**16,33,88,274**	**81.89**	**16,02,90,333**	**30,97,941**	**98.10**	**1.90**

#excludes invalid/abstain votes

Accordingly, all the Resolutions as mentioned in the Notice dated April 30, 2015 of the 30th Annual General Meeting of the Company have been passed by the requisite majority.

This is for your information and record.

Thank you,

For Godrej Properties Limited

Ashish Karyekar
Sr. General Manager - Company Secretarial

Godrej