Godrej Properties Ltd.
Regd. Office : Godrej Bhavan,
4th Floor, 4A Home Street,
Fort, Mumbai - 400 001, India.
Tel.: +91-22-6651 0200
Fax: +91-22-2207 2044
Website : www.godrejproperties.com

July 27, 2013

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

The 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 - GODREJPRP
NSE - GODREJPROP

Sub: Outcome of the Annual General Meeting held on July 27, 2013

Pursuant to Clause 35A of the Listing Agreement, we furnish herewith the outcome of the 28th Annual General Meeting of the Company held on July 27, 2013 for your information and record.

The Minutes of the AGM will be sent to you in due course.

For **Godrej Properties Limited**

Shodhan A. Kembhavi
Vice President (Legal) & Company Secretary

Encl: As above

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As per the clause 35A of the Listing Agreement , please find below the outcome of the Annual General Meeting of the Company held on July 27, 2013 :-

1. **Date of Annual General Meeting:** Saturday, July 27, 2013

2. **Total No. of Shareholders as on the record date:** 21,981

3. **No. of Shareholders present in the meeting either in person or through proxy:**

Sr. No	Category	In person	Proxy
1	Promoters and Promoter Group	6	7
2	Public	50	27

4. **No. of Shareholders attended the meeting through Video Conferencing:-**

Sr. No.	Category	In person	Proxy
1	Promoters and Promoter Group	No video conferencing facility was established for the AGM	
2	Public		

5. **Details of Agenda**

Sr. No.	Resolution Passed	Ordinary/ Special	Mode of voting (Show of hands/Poll/Postal Ballot/E-voting)
1	To adopt Audited Profit & Loss Account, Balance Sheet, Directors' Report and Auditors' Report for the year ended March 31, 2013.	Ordinary	Show of hands
2	To declare dividend on equity shares.	Ordinary	Show of hands
3	Appointment of a Director in place of Mr. Adi B. Godrej, who retires by rotation and being eligible, offers himself for reappointment.	Ordinary	Show of hands
4	Appointment of a Director in place of Mr. Jamshyd Godrej who retires by rotation and being eligible offers himself for reappointment.	Ordinary	Show of hands
5	Appointment of a Director in place of Mr Amitava Mukherjee who retires by rotation and being eligible offers himself for reappointment.	Ordinary	Show of hands
6	Appointment of a Director in place of Mrs. Parmeshwar A. Godrej who retires by rotation and being eligible offers herself for reappointment.	Ordinary	Show of hands
7	Re-appointment of M/s Kalyaniwalla & Mistry as Auditors and to fix their remuneration.	Ordinary	Show of hands

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8	Re-appointment of Mr. K. T. Jithendran as Executive Director wef May 17, 2013 & revision in his remuneration wef April 1, 2013.	Special	Show of hands
9	Revision in Remuneration of Mr. Pirojsha Godrej as the Managing Director and Chief Executive Officer.	Special	Show of hands
10	Revision in Remuneration of Mr. V. Srinivasan as Executive Director.	Special	Show of hands
11	To amend the Schedule of deployment and utilization of net proceeds from IPO.	Ordinary	Show of hands

Note: All the above resolutions have been passed unanimously by the shareholders present at the Annual General Meeting.

6. **In case of Poll/ Postal Ballot/ e-Voting**: Not Applicable since voting was by Show of hands.

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 polled 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 & Promoter Group							
Public Institutional Holders							
Public - others							
Total							

For **Godrej Properties Limited**

Shodhan A. Kembhavi
Vice President (Legal) & Company Secretary

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