

July 17, 2015

1. **Department of Corporate Services**
BSE Limited
P. J. Towers, Dalal Street,
Mumbai 400 001

Scrip code: 533273

2. **The Listing Department**
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai 400051

Scrip Symbol: OBEROIRLTY

3. **Central Depository Services India Ltd.**
e-Voting Division
16th Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai 400 001

ISIN: INE093I01010

EVSN: 150707001

Subject: Declaration of Results of the voting on resolution set out in notice of Extraordinary General Meeting held on July 17, 2015

Dear Sir,

Pursuant to the provisions of Section 100 of the Companies Act, 2013, an Extraordinary General Meeting (EGM) of the Company was convened on July 17, 2015 at The Hall of Culture, Ground Floor, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400 018 at 10.30 a.m. to seek the approval of members of the Company on the resolution set out in the notice dated June 19, 2015.

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, as amended, and Clause 35B of the Listing Agreement, the Company had provided facility to the members to vote electronically by remote e-voting and also by physical ballot on aforesaid resolution and had appointed Mr. Himanshu S. Kamdar, Partner of M/s. Rathi & Associates, Practicing Company Secretaries, as the Scrutinizer to conduct the voting process in a fair and transparent manner.

The Scrutinizer has submitted his report on the remote e-voting and the physical ballot, a copy of which is attached hereto. The summary of the voting results is as under:



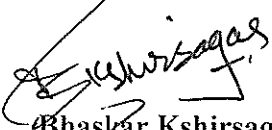
Sr. No. @	Particulars	% of shares voted in favour of the resolution	% of shares voted against the resolution
1.	Approval of further issue of capital - Preferential allotment of equity shares (Special Resolution)	100	Nil

@ as per notice of EGM dated June 19, 2015.

Accordingly, I, Bhaskar Kshirsagar, Company Secretary of Oberoi Realty Limited, being authorized in writing by the Chairman of the meeting, declare that the resolution, as set out in the Notice of the EGM of the Company, have been passed with requisite majority by the Members of the Company.

Kindly take the above on record.

For Oberoi Realty Limited



Bhaskar Kshirsagar
Company Secretary

Encl: As above

Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

July 17, 2015

The Chairman,

OBEROI REALTY LIMITED

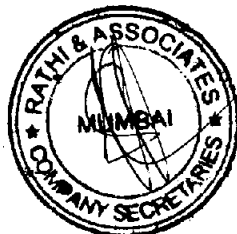
Commerz, 3rd Floor, International Business Park,
Oberoi Garden City, Off W.E. Highway,
Goregaon (E),
Mumbai- 400 063.

Dear Sir,

Sub: Scrutinizer's Report on the remote e-voting and physical voting through ballot process conducted for the Extraordinary General Meeting of the Members of Oberoi Realty Limited held on 17th July, 2015:

Oberoi Realty Limited ("the Company"), has, vide resolution of its Board of Directors dated 19th June, 2015, appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and physical voting through ballot (including ballots through post) on the resolution contained in the Notice dated 19th June, 2015, as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time and Clause 35B of the Listing Agreement, placed for the approval of Members of the Company, be carried out in the fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the applicable provisions of the Listing Agreement, relating to remote e-voting and physical ballot voting (including ballots through post) on the resolution contained in the aforesaid Notice to the Extraordinary General Meeting (EGM) of the Members of the Company. My responsibility as a Scrutinizer is to scrutinize the voting done through remote e-voting and physical ballot (including ballots received through post) is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the



resolution, based on the reports generated from the remote e-voting system of Central Depository Services (India) Limited (CDSL) and of voting through ballot as provided by Link Intime (India) Private Limited, the agencies engaged by the Company to provide voting facilities at the EGM.

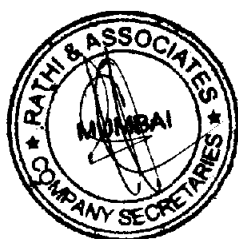
As required under Section 101 of the Act, a notice along with explanatory statement under Section 102 of the Act was sent to the Members by permitted means (i.e. by courier or through e-mail), for seeking approval of members on the following resolution:

- (a) Resolution No. 1: Special Resolution for consideration of further issue of capital by preferential allotment of equity shares.

The Company provided the remote e-voting facility offered by CDSL to cast votes on aforesaid resolution by the members of the Company. The Company had also sent Ballot Forms with the Notice of the EGM to all the Shareholders, pursuant to the provisions of Clause 35B of the Listing Agreement, to enable them to vote through postal ballot and also made available the physical ballots at the EGM to enable them to cast their votes on the aforesaid resolution.

Remote e-voting facility was made available to shareholders of the Company to exercise their voting rights from 9.00 a.m. of Tuesday, 14th July, 2015 upto 5.00 p.m. of Thursday, 16th July, 2015. Accordingly, e-votes casted upto 5.00 p.m. of 16th July, 2015 have been considered for my scrutiny. The facility of voting at the Extraordinary General Meeting through physical ballot have also been considered for the scrutiny. The ballots received through post upto 5.00 p.m. of 16th July, 2015 have also been considered for my scrutiny.

After the conclusion of the Extraordinary General Meeting, first the voting conducted through physical ballot at the meeting, and thereafter through remote e-voting had been unblocked in the presence of two witnesses not in employment of the Company, namely Ms. Trupal Trivedi and Ms. Labdhi Doshi. A summary of the votes cast by shareholders through remote e-voting and physical ballot (including ballots received through post) at the Annual General Meeting with their pattern of voting is as per Annexure annexed to this Report.

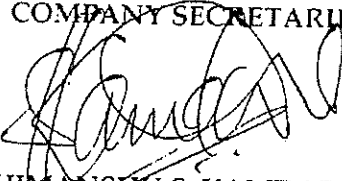


The results of the voting by members through remote e-voting and physical ballots (including ballots received through post) at the Extraordinary General Meeting in respect of the above mentioned resolution may accordingly be declared by the Company Secretary of the Company (who has been so authorized by the Chairman in writing), and who has also countersigned this report.

Thanking you,

Yours sincerely,

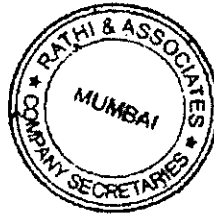
For RATHI & ASSOCIATES
COMPANY SECRETARIES



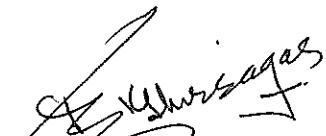
HIMANSHU S. KAMDAR
PARTNER

FCS NO. 5171

COP NO. 3030



Countersigned by
For Oberoi Realty Limited


Bhaskar Kshirsagar
Company Secretary

ANNEXURE

The summary of the votes cast through Physical Ballot (including ballots received through post) and through remote e-voting confirmations received for the resolution is given below:

For Resolution 1:

Sr. No.	Particulars	Resolution 1	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	2	2
b.	Remote e-voting Confirmations received	169	280577004
	Total	171	280577006
c.	Less: Invalid Ballot / Remote e-voting confirmations	0	0
d.	Net Valid Physical Ballot Forms / Remote e-Voting	171	280577006
(i)	Physical Ballot Forms / Remote e-voting with assent for the Resolution	171	280577006
	% of Assent	-	100.00
(ii)	Physical Ballot Forms / Remote e-voting with dissent for the Resolution	0	0
	% of Dissent	-	0.00

