

# Prozone Realty Limited

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**Date:** February 12, 2026

**National Stock Exchange of India Limited**

Exchange Plaza  
Bandra Kurla Complex, Bandra (E)  
Mumbai 400 051

**Scrip:** PROZONER

**BSE Limited**

Listing Department  
P.J. Towers, Dalal Street, Fort  
Mumbai 400 001

**Scrip:** 534675

**Subject: Submission of Voting Results along with Scrutinizers Report for the Postal Ballot under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

Dear Sir/Madam,

This is to inform you that in accordance with the provisions of Section 110 of the Companies Act, 2013 read with rules framed thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 Company has provided remote e-voting facility to its Shareholder's on resolutions set out in the Postal Ballot Notice for their approval.

The Board had appointed Mr. Vaibhav Dandawate (ACS A51538: COP 27947), Partner of M/s. Makarand M. Joshi & Co. ('MMJC'), Practicing Company Secretaries, as Scrutinizers for conducting the Postal Ballot, through the e-voting process, in a fair and transparent manner.

As per the Scrutinizer's Report, the shareholders of the company have approved all the resolutions as mentioned in the Postal Ballot Notice.

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, enclosed herewith Postal ballot in the format as prescribed along with the Scrutinizer Report.

Accordingly, please find enclosed:

- a. Voting results of the said Postal Ballot through remote e-voting, in relation to the aforesaid businesses, as required under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (**Annexure - 1**).
- b. Scrutinizer's Report dated February 12, 2026, pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (**Annexure - 2**).

The Voting Results and the Scrutinizer's Report are also available on the Company's website at [www.prozonerealty.com](http://www.prozonerealty.com) and the website of National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Thanking you  
Yours faithfully,

**For, Prozone Realty Limited**

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**Ajayendra Pratap Jain**

CS & Chief Compliance Officer

**M. no. 20718**

**Address:** Unit-A, 2nd Floor, South Tower, Hotel Sahara Star,  
Opposite Domestic Airport, Vile Parle (East), Mumbai 400 099

**PROZONE REALTY LIMITED**

Regd. Office : Unit-A, 2nd Floor, South Tower, Hotel Sahara Star, Opposite Domestic Airport, Vile Parle (East), Mumbai 400 099

CIN: L45200MH2007PLC174147 | T: +91 22 6823 9000/ 9001

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## Annexure-1

### Voting Results of Postal Ballot Activity through remote e-voting

<b>Date of the AGM/EGM/ Postal Ballot Notice</b>	Monday, January 12, 2026
<b>Cut-off Date</b>	Friday, January 09, 2026
<b>Total number of shareholders on record date</b>	55768
<b>No. of shareholders present in the meeting either in person or through proxy:</b> <ul style="list-style-type: none"><li>• Promoters and Promoter group</li><li>• Public</li></ul>	Not applicable (Resolutions passed through Postal Ballot)
<b>No. of Shareholders attended the meeting through Video Conferencing</b> <ul style="list-style-type: none"><li>• Promoter and Promoter group</li><li>• Public</li></ul>	Not applicable (Resolutions passed through Postal Ballot)

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				YES				
Description of resolution considered				To approve giving and/or availing of loan between related parties				
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	81736189	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		81736189	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	4998680	4596070	91.9457	4596070	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		4998680	4596070	91.9457	4596070	0	100.0000
Public-Non Institutions	E-Voting	65868014	26148790	39.6988	26147673	1117	99.9957	0.0043
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		65868014	26148790	39.6988	26147673	1117	99.9957
<b>Total</b>		152602883	30744860	20.1470	30743743	1117	99.9964	0.0036
Whether resolution is Pass or Not.							Yes	

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# Prozone Realty Limited

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				YES				
Description of resolution considered				To approve the transactions related to corporate guarantee between the related parties.				
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	81736189	0	0.0000	0	0	0.0000	0.0000
	Poll		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>	81736189	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	4998680	4596070	91.9457	4596070	0	100.0000	0.0000
	Poll		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>	4998680	4596070	91.9457	4596070	0	100.0000	0.0000
Public-Non Institutions	E-Voting	65868014	26148791	39.6988	26147674	1117	99.9957	0.0043
	Poll		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>	65868014	26148791	39.6988	26147674	1117	99.9957	0.0043
<b>Total</b>		152602883	30744861	20.1470	30743744	1117	99.9964	0.0036
<b>Whether resolution is Pass or Not.</b>							Yes	

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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				Increase in the limits applicable for extending loans, making investments, and providing guarantee(s) or security under Section 186 of the Companies Act, 2013.				
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	81736189	61616604	75.3847	61616604	0	100.0000	0.0000
	Poll		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>	81736189	61616604	75.3847	61616604	0	100.0000	0.0000
Public-Institutions	E-Voting	4998680	4596070	91.9457	4596070	0	100.0000	0.0000
	Poll		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>	4998680	4596070	91.9457	4596070	0	100.0000	0.0000
Public-Non Institutions	E-Voting	65868014	26148792	39.6988	26147675	1117	99.9957	0.0043
	Poll		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>	65868014	26148792	39.6988	26147675	1117	99.9957	0.0043
<b>Total</b>		152602883	92361466	60.5241	92360349	1117	99.9988	0.0012
Whether resolution is Pass or Not.							Yes	

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**Report of Scrutinizer for Voting on Postal Ballot through remote e-voting**

To,  
**Mr. Ajayendra Pratap Jain**  
Company Secretary & Chief Compliance Officer  
**M/s Prozone Realty Limited ("the Company")**  
Unit- A, 2nd Floor, South Tower, Hotel,  
Opposite Domestic Airport, Vile Parle,  
Airport (Mumbai), Mumbai-400099 Maharashtra

Dear Sir,

**Scrutinizer's Report on voting through remote e-voting for Postal Ballot conducted in terms of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014.**

- A. In accordance with Sections 108 and 110 of the Act, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, I, Vaibhav Dandawate (ACS A51538, COP 27947) Partner of M/s. Makarand M. Joshi & Co. ("MMJC"), Practicing Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of the Company at their meeting held on Monday, January 12, 2026 for scrutiny of votes cast through electronic means for the postal ballot process in respect of the resolutions as set out in the Postal Ballot Notice dated Monday, January 12, 2026 ("Notice").
- B. Member's approval were sought for following special businesses: -
1. To approve giving and/or availing of loan between related parties.
  2. To approve the transactions related to corporate guarantee between the related parties.
  3. Increase in the limits applicable for extending loans, making investments, and providing guarantee(s) or security under Section 186 of the Companies Act, 2013.
- C. Pursuant to Sections 108 and 110 of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, and General Circular No. 03/2025 dated September 22, 2025 and other relevant Circulars issued by the Ministry of Corporate Affairs ('MCA') from time to time ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, and other applicable laws and regulations (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the resolutions as set out in the Notice was placed for approval of the members of the Company through remote e-voting only. The Company has confirmed that the electronic copy of the Notice and Explanatory Statement along with the process of remote e-voting in terms of the MCA Circulars were sent to those members on Tuesday, January 13, 2026 whose e-mail addresses were registered with the Company/Depositories and whose names appeared in the

Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on Friday, January 09, 2026.

- D. The Company had appointed for MUFG Intime India Private Limited, Registrar & Transfer Agent (RTA) for providing remote e-voting facility to the members of the Company.
- E. Pursuant to Rule 20 of the Companies (Management and Administration) Rules 2014, as amended, the Company had published the Newspaper advertisements in "Financial Express" (English-all editions) and in "Mumbai Lakshadweep" (Marathi edition) on Wednesday, January 14, 2026.
- F. Members were required to communicate their assent or dissent only through remote e-voting system in terms of the MCA Circulars.
- G. The remote e-voting period commenced on Wednesday, January 14, 2026, from 09:00 a.m. (IST) and ended on Thursday, February 12, 2026, at 05:00 p.m. (IST).
- H. Accordingly, the votes cast through remote e-voting were taken into account and at the end of the remote e-voting period, on Thursday, February 12, 2026, at 05:00 p.m. (IST), the remote e-voting module was thereafter disabled for voting by MUFG Intime India Private Limited.
- I. The register, in accordance with Rules 20(4)(xiv) and 22(10) of the Companies (Management and Administration) Rules, 2014, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or DP ID Client ID of the members, number of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining the list of shares with differential voting rights.
- J. Resolutions 01 and 02 of the report are related party transactions as per Regulation 23 of Listing Regulation. Further, Regulation 23 (4) of Listing Regulations states that no related party shall vote to approve such resolution whether the entity is a related party to the particular transaction or not. Accordingly, we have reconciled from the list of related parties given to us by the Company and excluded their voting while finalizing the voting results for resolutions passed through Postal Ballot.
- K. On the basis of the votes exercised by the shareholders of the Company through remote e-Voting, I have issued this Scrutinizer's Report dated Thursday, February 12, 2026 .

Result of the Postal Ballot through remote e-voting are as under:

**Resolution Item No. 01 - Ordinary Resolution:**

To approve giving and/or availing of loan between related parties.

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	Remote e-voting through Postal Ballot	8,17,36,189	0	0.0000	0	0	0.0000	0.0000
Public Institutions		49,98,680	45,96,070	91.9457	45,96,070	0	100.0000	0.0000
Public Non-Institutions		6,58,68,014	2,61,48,790	39.6988	2,61,47,673	1,117	99.9957	0.0043
<b>Total</b>		<b>15,26,02,883</b>	<b>3,07,44,860</b>	<b>20.1470</b>	<b>3,07,43,743</b>	<b>1,117</b>	<b>99.9964</b>	<b>0.0036</b>

**Resolution Item No. 02 – Ordinary Resolution:**

To approve the transactions related to corporate guarantee between the related parties.

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	Remote e-voting through Postal Ballot	8,17,36,189	0	0.0000	0	0	0	0
Public Institutions		49,98,680	45,96,070	91.9457	45,96,070	0	100.0000	0.0000
Public Non-Institutions		6,58,68,014	2,61,48,791	39.6988	2,61,47,674	1,117	99.9957	0.0043
<b>Total</b>		<b>15,26,02,883</b>	<b>3,07,44,861</b>	<b>20.1470</b>	<b>3,07,43,744</b>	<b>1,117</b>	<b>99.9964</b>	<b>0.0036</b>

**Resolution Item No. 03 – Special Resolution:**

Increase in the limits applicable for extending loans, making investments, and providing guarantee(s) or security under Section 186 of the Companies Act, 2013.

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	Remote e-voting through Postal Ballot	8,17,36,189	6,16,16,604	75.3847	6,16,16,604	0	100.0000	0.0000
Public Institutions		49,98,680	45,96,070	91.9457	45,96,070	0	100.0000	0.0000
Public Non-Institutions		6,58,68,014	2,61,48,792	39.6988	2,61,47,675	1,117	99.9957	0.0043
<b>Total</b>		<b>15,26,02,883</b>	<b>9,23,61,466</b>	<b>60.5241</b>	<b>9,23,60,349</b>	<b>1,117</b>	<b>99.9988</b>	<b>0.0012</b>

**It is to be noted that:**

1. Voting rights of Foreign Portfolio Investors, if any, who have not submitted additional disclosures by the end of the prescribed period as notified by SEBI Master Circular No. SEBI/HO/AFD/AFD-PoD-2/P/CIR/2024/70 dated May 30, 2024) have been restricted as provided in the said Circular.: Nil
2. There were no invalid votes cast on the above resolutions.
3. The aforesaid resolutions were passed by the members of the Company with requisite majority.

Thanking you,

**For Makarand M. Joshi & Co.**  
**Company Secretaries**  
**ICSI UIN: P2009MH007000**  
**Peer Review Cert. No.: 6832/2025**

**For Prozone Realty Limited**

**Vaibhav Dandawate**  
**Partner**  
**ACS: 51538**  
**CP: 27947**  
**UDIN: A051538G003926761**  
**Date: February 12, 2026**  
**Place: Mumbai**

**Ajayendra Pratap Jain**  
**Company Secretary & Chief Compliance Officer**  
**ACS No: 20718**  
**Date: February 12, 2026**  
**Place: Mumbai**