

June 19, 2014

Godrej Properties Ltd.
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BSE Limited
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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

Re: - BSE - Scrip Code: 533150, Scrip ID - GODREJPRP NSE - GODREJPROP

Sub: Results of the Postal Ballot

Dear Sir,

This is with reference to the Notice of Postal Ballot dated May 7, 2014, sent to the members of the Company seeking their approval by way of Postal Ballot pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, in respect of the Resolutions as specified in the said Notice.

The last date for casting of vote through e-voting and of receipt of the Postal Ballot Forms, duly completed and signed by the Members was June 16, 2014 before 5.30 pm. Mr. S. Anand SS Rao, Company Secretary in Practice, the Scrutinizer has submitted his report dated June 18, 2014 on the Postal Ballot. The results of the Postal Ballot as follows were announced on Thursday, June 19, 2014 at the Registered Office of the Company:

Resolution No. 1:

Particulars	No. of Shares (through Postal Ballot)	No. of Shares (through eVoting)	Total No. of shares	% of Total Net Valid Votes (in percentage)
Total No. of Votes received	15,77,81,317	36,93,432	16,14,74,749	Not Applicable
Less: No. of Invalid Votes	55,585	354	55,939	Not Applicable
Less: No. of Votes not Polled	0	0	0	Not Applicable
Net valid number of votes cast	15,77,25,732	36,93,078	16,14,18,810	100.000
Total No. of Votes cast in favour of the Resolution.	15,49,64,144	30,37,899	15,80,02,043	97.883
Total No. of Votes cast against the Resolution	27,61,588	6,55,179	34,16,767	2.117



Resolution No. 2:

Particulars	No. of Shares (through Postal Ballot)	No. of Shares (through eVoting)	Total No. of shares	% of Total Net Valid Votes (in percentage)
Total No. of Votes received	15,77,81,317	36,93,432	16,14,74,749	Not Applicable
Less: No. of Invalid Votes	55,825	553	56,378	Not Applicable
Less: No. of Votes not Polled	0	0	0	Not Applicable
Net valid number of votes cast	15,77,25,492	36,92,879	16,14,18,371	100.000
Total No. of Votes cast in favour of the Resolution.	15,49,63,620	30,37,756	15,80,01,376	97.883
Total No. of Votes cast against the Resolution	27,61,872	6,55,123	34,16,995	2.117

Resolution No. 3:

Particulars	No. of Shares (through Postal Ballot)	No. of Shares (through eVoting)	Total No. of shares	% of Total Net Valid Votes (in percentage)
Total No. of Votes received	15,77,81,317	36,93,432	16,14,74,749	Not Applicable
Less: No. of Invalid Votes	55,659	552	56,211	Not Applicable
Less: No. of Votes not Polled	0	0	0	Not Applicable
Net valid number of votes cast	15,77,25,658	36,92,880	16,14,18,538	100.000
Total No. of Votes cast in favour of the Resolution.	15,49,63,828	30,37,757	15,80,01,585	97.883
Total No. of Votes cast against the Resolution	27,61,830	6,55,123	34,16,953	2.117

Resolution No. 4:

Particulars	No. of Shares (through Postal Ballot)	No. of Shares (through eVoting)	Total No. of shares	% of Total Net Valid Votes (in percentage)
Total No. of Votes received	15,77,81,317	36,93,432	16,14,74,749	Not Applicable
Less: No. of Invalid Votes	55,825	451	56,276	Not Applicable
Less: No. of Votes not Polled	0	0	0	Not Applicable
Net valid number of votes cast	15,77,25,492	36,92,981	16,14,18,473	100.000
Total No. of Votes cast in favour of the Resolution.	15,49,63,814	30,37,858	15,80,01,672	97.883
Total No. of Votes cast against the Resolution	27,61,678	6,55,123	34,16,801	2.117

Resolution No. 5:

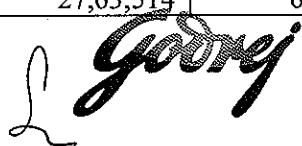
Particulars	No. of Shares (through Postal Ballot)	No. of Shares (through eVoting)	Total No. of shares	% of Total Net Valid Votes (in percentage)
Total No. of Votes received	15,77,81,317	36,93,432	16,14,74,749	Not Applicable
Less: No. of Invalid Votes	55,625	440	56,065	Not Applicable
Less: No. of Votes not Polled	0	0	0	Not Applicable
Net valid number of votes cast	15,77,25,692	36,92,992	16,14,18,684	100.000
Total No. of Votes cast in favour of the Resolution.	15,49,63,718	30,37,866	15,80,01,584	97.883
Total No. of Votes cast against the Resolution	27,61,974	6,55,126	34,17,100	2.117

Resolution No. 6:

Particulars	No. of Shares (through Postal Ballot)	No. of Shares (through eVoting)	Total No. of shares	% of Total Net Valid Votes (in percentage)
Total No. of Votes received	15,77,81,317	36,93,432	16,14,74,749	Not Applicable
Less: No. of Invalid Votes	55,825	549	56,374	Not Applicable
Less: No. of Votes not Polled	0	0	0	Not Applicable
Net valid number of votes cast	15,77,25,492	36,92,883	16,14,18,375	100.000
Total No. of Votes cast in favour of the Resolution.	15,49,62,262	30,37,714	15,79,99,976	97.882
Total No. of Votes cast against the Resolution	27,63,230	6,55,169	34,18,399	2.118

Resolution No. 7:

Particulars	No. of Shares (through Postal Ballot)	No. of Shares (through eVoting)	Total No. of shares	% of Total Net Valid Votes (in percentage)
Total No. of Votes received	15,77,81,317	36,93,432	16,14,74,749	Not Applicable
Less: No. of Invalid Votes	55,825	548	56,373	Not Applicable
Less: No. of Votes not Polled	0	0	0	Not Applicable
Net valid number of votes cast	15,77,25,492	36,92,884	16,14,18,376	100.000
Total No. of Votes cast in favour of the Resolution.	15,49,61,978	30,37,612	15,79,99,590	97.882
Total No. of Votes cast against the Resolution	27,63,514	6,55,272	34,18,786	2.118



Resolution No. 8:

Particulars	No. of Shares (through Postal Ballot)	No. of Shares (through eVoting)	Total No. of shares	% of Total Net Valid Votes (in percentage)
Total No. of Votes received	15,77,81,317	36,93,432	16,14,74,749	Not Applicable
Less: No. of Invalid Votes	55,825	643	56,468	Not Applicable
Less: No. of Votes not Polled	0	0	0	Not Applicable
Net valid number of votes cast	15,77,25,492	36,92,789	16,14,18,281	100.000
Total No. of Votes cast in favour of the Resolution.	15,77,22,672	36,92,624	16,14,15,296	99.998
Total No. of Votes cast against the Resolution	2,820	165	2,985	0.002

Resolution No. 9:

Particulars	No. of Shares (through Postal Ballot)	No. of Shares (through eVoting)	Total No. of shares	% of Total Net Valid Votes (in percentage)
Total No. of Votes received	15,77,81,317	36,93,432	16,14,74,749	Not Applicable
Less: No. of Invalid Votes	55,825	841	56,666	Not Applicable
Less: No. of Votes not Polled	0	0	0	Not Applicable
Net valid number of votes cast	15,77,25,492	36,92,591	16,14,18,083	100.000
Total No. of Votes cast in favour of the Resolution.	15,49,61,672	30,37,005	15,79,98,677	97.882
Total No. of Votes cast against the Resolution	27,63,820	6,55,586	34,19,406	2.118

Resolution No. 10:

Particulars	No. of Shares (through Postal Ballot)	No. of Shares (through eVoting)	Total No. of shares	% of Total Net Valid Votes (in percentage)
Total No. of Votes received	15,77,81,317	36,93,432	16,14,74,749	Not Applicable
Less: No. of Invalid Votes	55,825	490	56,315	Not Applicable
Less: No. of Votes not Polled	0	0	0	Not Applicable
Net valid number of votes cast	15,77,25,492	36,92,942	16,14,18,434	100.000
Total No. of Votes cast in favour of the Resolution.	15,77,22,838	36,91,955	16,14,14,793	99.998
Total No. of Votes cast against the Resolution	2,654	987	3,641	0.002

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Resolution No. 11:

Particulars	No. of Shares (through Postal Ballot)	No. of Shares (through eVoting)	Total No. of shares	% of Total Net Valid Votes (in percentage)
Total No. of Votes received	15,77,81,317	36,93,432	16,14,74,749	Not Applicable
Less: No. of Invalid Votes	55,825	489	56,314	Not Applicable
Less: No. of Votes not Polled	0	0	0	Not Applicable
Net valid number of votes cast	15,77,25,492	36,92,943	16,14,18,435	100.00
Total No. of Votes cast in favour of the Resolution.	15,77,22,636	36,92,003	16,14,14,639	100.00
Total No. of Votes cast against the Resolution	2,856	940	3,796	0.00

Resolution No. 12:

Particulars	No. of Shares (through Postal Ballot)	No. of Shares (through eVoting)	Total No. of shares	% of Total Net Valid Votes (in percentage)
Total No. of Votes received	15,77,81,317	36,93,432	16,14,74,749	Not Applicable
Less: No. of Invalid Votes	56,497	493	56,990	Not Applicable
Less: No. of Votes not Polled	0	0	0	Not Applicable
Net valid number of votes cast	15,77,24,820	36,92,939	16,14,17,759	100.000
Total No. of Votes cast in favour of the Resolution.	15,49,35,797	30,37,413	15,79,73,210	97.866
Total No. of Votes cast against the Resolution	27,89,023	6,55,526	34,44,549	2.134

Accordingly, all the Special Resolutions as mentioned in the Notice of Postal Ballot dated May 7, 2014 have been passed by the requisite majority.



Details of Results of Postal Ballot (including eVoting) as per Clause 35A of the Listing Agreement:

Pursuant to Clause 35A of the Listing Agreement; please find below details regarding the Postal Ballot result declared today i.e. **June 19, 2014:**

Date of the AGM/EGM	N.A. (The resolutions were passed through Postal Ballot including eVoting)
Total number of shareholders on record date	31,817
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	N.A
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	N.A

Resolution No. 1 in the Notice of Postal Ballot dated May 7, 2014:

Detail of the Agenda	To make investment(s) in/acquire, by way of subscription, purchase or otherwise, any security(ies) of and/or to give loan(s) to or place inter-corporate deposit(s) with and/or provide any other form of debt and/or to provide any security(ies) in connection with loan(s) and/or give guarantee(s) in connection with loan(s) given to any person or a body corporate or any other permissible form of entity(ies) or organisation(s) to be formed or incorporated for the development of the proposed project of the Company located at Sector 150, Noida, for an amount not exceeding Rs. 55,00,00,000 (Rupees Fifty Five Crores only).
Resolution required	Special Resolution
Mode of voting	Postal ballot including e-voting

Details of Postal Ballot (including eVoting)

Promoter/ Public	No. of shares held	No. of votes polled #	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
(1)	(2)	(3)	(4)	(5)	(6)	(7)	
Promoter and Promoter Group	14,93,46,308	14,93,46,308	100.000	14,93,46,308	0	100.000	0.000
Public – Institutional holders	2,74,69,620	1,19,05,087	43.339	84,34,977	34,15,663	70.852	28.691
Public-Others	2,24,18,102	2,23,354	0.996	2,20,758	1,104	98.838	0.494
Total	19,92,34,030	16,14,74,749	81.048	15,80,02,043	34,16,767	97.883	2.117

#includes 9 invalid votes consisting of 55,938 shares

Resolution No. 2 in the Notice of Postal Ballot dated May 7, 2014:

Detail of the Agenda	To make investment(s) in/acquire, by way of subscription, purchase or otherwise, any security(ies) of and/or to give loan(s) to or place inter-corporate deposit(s) with and/or provide any other form of debt and/or to provide any security(ies) in connection with loan(s) and/or give guarantee(s) in connection with loan(s) given to any other person or a body corporate or any other permissible form of entity(ies) or organisation(s) to be formed or incorporated for the development of the proposed project of the Company located at Kharghar, Navi Mumbai, for an amount not exceeding Rs. 50,00,00,000 (Rupees Fifty Crores only).
Resolution required	Special Resolution
Mode of voting	Postal ballot including e-voting

Details of Postal Ballot (including eVoting)

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	100.000	14,93,46,308	0	100.000	0.000
Public – Institutional holders	2,74,69,620	1,19,05,087	43.339	84,34,977	3415663	70.852	28.691
Public-Others	2,24,18,102	2,23,354	0.996	2,20,091	1,332	98.539	0.596
Total	19,92,34,030	16,14,74,749	81.048	15,80,01,376	34,16,995	97.883	2.117

#includes 11 invalid votes consisting of 56,378 shares.

Resolution No. 3 in the Notice of Postal Ballot dated May 7, 2014:

Detail of the Agenda	To make investment(s) in/acquire, by way of subscription, purchase or otherwise, any security(ies) of and/or to give loan(s) to or place inter-corporate deposit(s) with and/or provide any other form of debt and/or to provide any security(ies) in connection with loan(s) and/or give guarantee(s) in connection with loan(s) given to any other person or a body corporate or any other permissible form of entity(ies) or organisation(s) to be formed or incorporated for the development of the proposed project of the Company located at Mulund, Mumbai, for an amount not exceeding Rs. 35,00,00,000 (Rupees Thirty Five Crores only).
Resolution required	Special Resolution
Mode of voting	Postal ballot including e-voting

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Details of Postal Ballot (including eVoting)

Promoter/ Public	No. of shares held	No. of votes polled #	% 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	100.000	14,93,46,308	0	100.000	0.000
Public – Institutional holders	2,74,69,620	1,19,05,087	43.339	84,34,977	3415663	70.852	28.691
Public-Others	2,24,18,102	2,23,354	0.996	2,20,300	1,290	98.633	0.578
Total	19,92,34,030	16,14,74,749	81.048	15,80,01,585	34,16,953	97.883	2.117

#includes 10 invalid votes consisting of 56,211 shares.

Resolution No. 4 in the Notice of Postal Ballot dated May 7, 2014:

Detail of the Agenda	To make investment(s) in/acquire, by way of subscription, purchase or otherwise, any security(ies) of and/or to give loan(s) to or place inter-corporate deposit(s) with and/or provide any other form of debt and/or to provide any security(ies) in connection with loan(s) and/or give guarantee(s) in connection with loan(s) given to any other person to a body corporate or any other permissible form of entity(ies) or organisation(s) to be formed or incorporated for the development of the proposed project of the Company located at Wakad, Pune (West), for an amount not exceeding Rs. 25,00,00,000 (Rupees Twenty Five Crores only).
Resolution required	Special Resolution
Mode of voting	Postal ballot including e-voting

Details of Postal Ballot (including eVoting)

Promoter/ Public	No. of shares held	No. of votes polled #	% 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	100.000	14,93,46,308	0	100.000	0.000
Public – Institutional holders	2,74,69,620	1,19,05,087	43.339	84,34,977	3415663	70.852	28.691
Public-Others	2,24,18,102	2,23,354	0.996	2,20,387	1,138	98.672	0.510
Total	19,92,34,030	16,14,74,749	81.048	15,80,01,672	34,16,801	97.883	2.117

#includes 11 invalid votes consisting of 56,211 shares.

Resolution No. 5 in the Notice of Postal Ballot dated May 7, 2014:

Detail of the Agenda	To make investment(s) in/acquire, by way of subscription, purchase or otherwise, any security(ies) of and/or to give loan(s) to or place inter-corporate deposit(s) with and/or provide any other form of debt and/or to provide any security(ies) in connection with loan(s) and/or give guarantee(s) in connection with loan(s) given to any other person or a body corporate or any other permissible form of entity(ies) or organisation(s) to be formed or incorporated for the development of the proposed project of the Company located at Kalyani Nagar, Pune (East), for an amount not exceeding Rs. 50,00,00,000 (Rupees Fifty Crores only).
Resolution required	Special Resolution
Mode of voting	Postal ballot including e-voting

Details of Postal Ballot (including eVoting)

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	100.000	14,93,46,308	0	100.000	0.000
Public – Institutional holders	2,74,69,620	1,19,05,087	43.339	84,34,977	3415663	70.852	28.691
Public-Others	2,24,18,102	2,23,354	0.996	2,20,299	1,437	98.632	0.643
Total	19,92,34,030	16,14,74,749	81.048	15,80,01,584	34,17,100	97.883	2.117

#includes 9 invalid votes consisting of 56,065 shares.

Resolution No. 6 in the Notice of Postal Ballot dated May 7, 2014:

Detail of the Agenda	To make investment(s) in/acquire, by way of subscription, purchase or otherwise, any security(ies) of and/or to give loan(s) to or place inter-corporate deposit(s) with and/or provide any other form of debt and/or to provide any security(ies) in connection with loan(s) and/or give guarantee(s) in connection with loan(s) given to any other person or a body corporate or any other permissible form of entity(ies) or organisation(s) to be formed or incorporated for the development of the proposed project of the Company located at Sector 88A, Gurgaon, for an amount not exceeding Rs. 90,00,00,000 (Rupees Ninety Crores only).
Resolution required	Special Resolution
Mode of voting	Postal ballot including e-voting

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Details of Postal Ballot (including eVoting)

Promoter/ Public	No. of shares held	No. of votes polled #	% 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	100.000	14,93,46,308	0	100.000	0.000
Public – Institutional holders	2,74,69,620	1,19,05,087	43.339	84,34,977	3415663	70.852	28.691
Public-Others	2,24,18,102	2,23,354	0.996	2,18,691	2,736	97.912	1.225
Total	19,92,34,030	16,14,74,749	81.048	15,79,99,976	34,18,399	97.882	2.118

#includes 11 invalid votes consisting of 56,374 shares.

Resolution No. 7 in the Notice of Postal Ballot dated May 7, 2014:

Detail of the Agenda	To make investment(s) in any security(ies) of and/or to make loan(s) to or place inter-corporate deposit(s) with and/or provide any other form of debt and/or provide any security(ies) in connection with loan(s) and/or give guarantee(s) in connection with loan(s) given to any other person or to Wonder City Buildcon Private Limited, for an amount of Rs. 50,00,00,000 (Rupees Fifty Crores only) for development of the project located at Sector 79, Gurgaon.
Resolution required	Special Resolution
Mode of voting	Postal ballot including e-voting

Details of Postal Ballot (including eVoting)

Promoter/ Public	No. of shares held	No. of votes polled #	% 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	100.000	14,93,46,308	0	100.000	0.000
Public – Institutional holders	2,74,69,620	1,19,05,087	43.339	84,34,977	3415663	70.852	28.691
Public-Others	2,24,18,102	2,23,354	0.996	2,18,305	3,123	97.739	1.398
Total	19,92,34,030	16,14,74,749	81.048	15,79,99,590	34,18,786	97.882	2.118

#includes 11 invalid votes consisting of 56,374 shares

Resolution No. 8 in the Notice of Postal Ballot dated May 7, 2014:

Detail of the Agenda	To make investment(s) in any security(ies) of and/or to make loan(s) to or place inter-corporate deposit(s) with and/or provide any other form of debt and/or provide any security(ies) in connection with loan(s) and/or give guarantee(s) in connection with loan(s) given to any other person or to Wonder Space Properties Private Limited for an amount of Rs. 50,00,00,000 (Rupees Fifty Crores only) for development of the project located at Okhla, New Delhi.
Resolution required	Special Resolution
Mode of voting	Postal ballot including e-voting

Details of Postal Ballot (including eVoting)

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	100.000	14,93,46,308	0	100.000	0.000
Public – Institutional holders	2,74,69,620	1,19,05,087	43.339	1,18,50,640	0	99.543	0.000
Public-Others	2,24,18,102	2,23,354	0.996	2,18,348	2,985	97.759	1.336
Total	19,92,34,030	16,14,74,749	81.048	16,14,15,296	2,985	99.998	0.002

#includes 11 invalid votes consisting of 56,468 shares.

Resolution No. 9 in the Notice of Postal Ballot dated May 7, 2014:

Detail of the Agenda	To make investment(s) in and/or to make loan(s) to or place inter-corporate deposit(s) with and/or provide any other form of debt and/or provide any security(ies) in connection with loan(s) and/or give guarantee(s) in connection with loan(s) given to any other person or to M. S. Ramaiah Ventures LLP for an amount of Rs.30,00,00,000 (Rupees Thirty Crores only), in addition to an amount of Rs.70,00,00,000 (Rupees Seventy Crores only) as approved by members of the Company vide resolution dated March 11, 2014, with a cumulative approved amount not exceeding Rs. 100,00,00,000 (Rupees One Hundred Crores only).
Resolution required	Special Resolution
Mode of voting	Postal ballot including e-voting



Details of Postal Ballot (including eVoting)

Promoter/ Public	No. of shares held	No. of votes polled #	% 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	100.000	14,93,46,308	0	100.000	0.000
Public – Institutional holders	2,74,69,620	1,19,05,087	43.339	84,34,977	3415663	70.852	28.691
Public-Others	2,24,18,102	2,23,354	0.996	2,17,392	3,743	97.331	1.676
Total	19,92,34,030	16,14,74,749	81.048	15,79,98,677	34,19,406	97.882	2.118

#includes 11 invalid votes consisting of 56,666 shares.

Resolution No. 10 in the Notice of Postal Ballot dated May 7, 2014:

Detail of the Agenda	To approve the borrowing powers of the Board of Directors upto a limit not exceeding Rs. 22,50,00,00,000 (Rupees Two Thousand Two Hundred and Fifty Crores only) i.e. in excess of the paid-up capital and free reserves of the Company.
Resolution required	Special Resolution
Mode of voting	Postal ballot including e-voting

Details of Postal Ballot (including eVoting)

Promoter/ Public	No. of shares held	No. of votes polled #	% 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	100.000	14,93,46,308	0	100.000	0.000
Public – Institutional holders	2,74,69,620	1,19,05,087	43.339	1,18,50,640	0	99.543	0.000
Public-Others	2,24,18,102	2,23,354	0.996	2,17,845	3,641	97.534	1.630
Total	19,92,34,030	16,14,74,749	81.048	16,14,14,793	3,641	99.998	0.002

#includes 10 invalid votes consisting of 56,315 shares.

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Resolution No. 11 in the Notice of Postal Ballot dated May 7, 2014:

Detail of the Agenda	To create mortgage, charges and/or hypothecations on all or any of the movable and/or immovable assets of the Company, both present and future, upto a limit not exceeding Rs. 22,50,00,00,000 (Rupees Two Thousand Two Hundred and Fifty Crores only).
Resolution required	Special Resolution
Mode of voting	Postal ballot including e-voting

Details of Postal Ballot (including eVoting)

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	100.000	14,93,46,308	0	100.00	0.00
Public – Institutional holders	2,74,69,620	1,19,05,087	43.339	1,18,50,640	0	99.543	0.000
Public-Others	2,24,18,102	2,23,354	0.996	2,17,691	3,796	97.465	1.700
Total	19,92,34,030	16,14,74,749	81.048	16,14,14,639	3,796	99.998	0.002

#includes 9 invalid votes consisting of 56,314 shares.

Resolution No. 12 in the Notice of Postal Ballot dated May 7, 2014:

Detail of the Agenda	To accept deposits under Section 73 of the Companies Act from the member(s) of the Company and/or public, under Section 76 of the Companies Act.
Resolution required	Special Resolution
Mode of voting	Postal ballot including e-voting



Details of Postal Ballot (including eVoting)

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	100.000	14,93,46,308	0	100.000	0.000
Public – Institutional holders	2,74,69,620	1,19,05,087	43.339	84,08,608	3442032	70.630	28.912
Public-Others	2,24,18,102	2,23,354	0.996	2,18,294	2,517	97.735	1.127
Total	19,92,34,030	16,14,74,749	81.048	15,79,73,210	34,44,549	97.866	2.134

#includes 14 invalid votes consisting of 56,990 shares.

Accordingly, all the Special Resolutions as mentioned in the Notice of Postal Ballot dated **May 7, 2014** have been passed by the requisite majority.

This is for your information and record.

Thanking you,

For Godrej Properties Limited



Shodhan A. Kembhavi

Vice President (Legal) & Company Secretary

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