



# PHOENIX TOWNSHIP LIMITED

CIN : L67190GA1993PLC001327

**Date: 03<sup>rd</sup> October, 2023**

To,  
Department of Corporate services  
**BSE Limited**  
P.J. Towers, Dalal Street,  
Fort, Mumbai - 400 001

**Ref : BSE Scrip Code: 537839**

**Sub. : Voting results of the 30<sup>th</sup> Annual General Meeting (AGM)  
of the Company along with Scrutinizer's Report**

Dear Sir / Madam,

With reference to the aforesaid subject matter and pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith voting results (remote e-voting and e-voting done during AGM) of the 30<sup>th</sup> Annual General Meeting (AGM) of the Company held on September 29, 2023.

Further, we are enclosing the Consolidated Report of the Scrutinizer on remote e-voting and evoting done during AGM.

We hereby request you to kindly take the same on record.

**For Phoenix Township Limited**

**Corp. Office :** Hede House,  
14, BEST Marg, Colaba,  
Mumbai - 400 001.  
Tel. : ( 91-22 ) - 6159 0900  
E-mail : admin@hbgindia.com  
Website : www.hbgindia.com

**Park Inn by Radisson**  
Sequeira Vado, Candolim,  
Goa - 403515  
Tel. : (91-832) 6633 333 / 103  
E-mail : info@pirgoa.com

**Phoenix Island Resort**  
Pozhiyoor PO, Poovar,  
Thiruvananthapuram, Poovar,  
Kerala - 695 513.  
Tel.: +91 97471 29948  
bookings.poovar@phoenixresorts.in

**REGD. OFF. :** Durga Bhavan,  
Hede Centre, Tonca,  
Panaji, Goa - 403 001  
Tel.:(91-832)-6642724/6453265  
E-mail : hbggoa@yahoo.co.in

**Samit Hede**  
**Managing Director**  
**DIN: 01411689**  
**Place: Mumbai**

Encl: As Above



**MEMBER  
HEDE BUSINESS GROUP**

<b>General information about company</b>	
Scrip code	537839
NSE Symbol	
MSEI Symbol	
ISIN	INE977M01024
Name of the company	PHOENIX TOWNSHIP LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-09-2023
Start time of the meeting	03:00 PM
End time of the meeting	03:15 PM

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	Sonam Jain
Firms Name	KOTHARI H AND ASSOCITES
Qualification	CS
Membership Number	9871
Date of Board Meeting in which appointed	14-08-2023
Date of Issuance of Report to the company	30-09-2023

<b>Voting results</b>	
Record date	22-09-2023
Total number of shareholders on record date	1928
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	8
b) Public	15
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Adoption of Audited Financial Statements including the Audited Balance Sheet as at 31st March 2023, Statement of Profit & Loss, Cash Flow for the year ended at that day together with the Director's Report & Auditor's Report thereon					
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	9851710	9851710	100	9851710	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9851710	9851710	100	9851710	0	100	0
Public-Institutions	E-Voting	1000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4131550	4686	0.1134	4685	1	99.9787	0.0213
	Poll		5	0.0001	5	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4131550	4691	0.1135	4690	1	99.9787	0.0213
Total		13984260	9856401	70.4821	9856400	1	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of a Director in place of Mr. Paul David Talbot Willcox (DIN: 01862872), who retires by rotation, and being eligible, offers himself for re-appointment.					
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	9851710	9851710	100	9851710	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		9851710	9851710	100	9851710	0	100
Public- Institutions	E-Voting	1000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1000	0	0	0	0	0
Public- Non Institutions	E-Voting	4131550	4686	0.1134	4685	1	99.9787	0.0213
	Poll		5	0.0001	5	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4131550	4691	0.1135	4690	1	99.9787
Total		13984260	9856401	70.4821	9856400	1	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Dev Kirit Toprani (DIN: 07969034), as an Independent Director of the company, for second term.				
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	9851710	9851710	100	9851710	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9851710	9851710	100	9851710	0	100	0
Public- Institutions	E-Voting	1000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4131550	4686	0.1134	4685	1	99.9787	0.0213
	Poll		5	0.0001	5	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4131550	4691	0.1135	4690	1	99.9787	0.0213
Total		13984260	9856401	70.4821	9856400	1	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of the remuneration of Mr. Samit P. Hede, Managing Director of the Company for the remaining duration of his Tenure.				
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	9851710	9074624	92.1122	9074624	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	9851710	9074624	92.1122	9074624	0	100	0
Public- Institutions	E-Voting	1000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4131550	4686	0.1134	4685	1	99.9787	0.0213
	Poll		5	0.0001	5	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	4131550	4691	0.1135	4690	1	99.9787	0.0213
Total		13984260	9079315	64.9252	9079314	1	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



## CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,  
**The Chairman,**  
**Phoenix Township Limited**  
Durga Bhavan, Hede Centre,  
Tonca, Panaji, Goa-403001

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and e-voting conducted during the 30<sup>th</sup> Annual General Meeting ('AGM') of Phoenix Township Limited held on Friday, 29<sup>th</sup> September, 2023 at 03.00 P.M. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').**

We, Kothari H. & Associates, Company Secretaries, have been appointed by the Board of Directors of Phoenix Township Limited ("the Company") for the purpose of scrutinizing the voting by electronic means i.e. electronic voting and through remote e-voting system at the Annual General Meeting ("AGM") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 & Rule 21 of the Companies (Management and Administration) Rules, 2014 ("Rules") as amended and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") on the resolution(s) contained in the notice of the shareholders of the 30<sup>th</sup> AGM of the Company, held on Friday, 29<sup>th</sup> September, 2023 at 03.00 P.M. (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 (the Act") and the Rules thereunder and the Securities and Exchange Board of India Listing Obligations and Disclosure Requirements, 2015 as amended from time to time (hereafter referred as 'SEBI Listing Regulations') relating to voting through electronic means (by remote e-voting) and electronic (e-voting) at the 30<sup>th</sup> Annual General Meeting by the shareholders on the resolutions proposed in the Notice of the 30<sup>th</sup> AGM of the company.

We are pleased to submit our report as under, which is comprehensive and self-explanatory in all respect:

1. Pursuant to the provisions of Section 108 of the Act read with Rule 20 and Regulation 44 of Listing Regulations and MCA Circulars, the Company has availed the e-voting facility offered by CDSL for conducting remote e-voting and e-voting at the AGM by the Shareholders who attended the AGM through VC / OAVM and who had not cast their vote through Remote e-voting.





2. The Company had sent the notice of AGM containing detailed procedure to be followed by the members of the Company and Annual Report in electronic form only to its members whose name(s) appeared in the Register of members/ list of beneficiaries as on 01<sup>st</sup> September 2023.
3. Advertisement was published by the Company in English in The Financial Express dated Thursday, 7<sup>th</sup> September, 2023 and in Marathi in Dainik Herald Goa, dated Thursday, 07<sup>th</sup> September, 2023. The notice published in the newspaper carried the required information as specified in Sub Rule 3(v) (a) to (g) of the said Rule 20.
4. The Voting rights were reckoned as on Friday, 22<sup>nd</sup> September, 2023, being the cut-off date for the purpose of deciding the entitlements of members at the e-voting and remote e-voting at the Meeting.
5. The remote e-voting period was open for three days which commenced on Tuesday, 26<sup>th</sup> September, 2023 at 9.00 a.m. and ended on Thursday, 28<sup>th</sup> September, 2023 at 5.00 p.m. on <https://www.evotingindia.com/>.
6. After declaration of voting by the Chairman, the shareholders present at the AGM through VC and who had not voted on remote e-voting, voted through e-voting facility provided by CDSL at the AGM.
7. On Friday, 29<sup>th</sup> September, 2023 after the conclusion of AGM, the report on the e-voting carried at the AGM was generated and diligently scrutinized; thereafter the votes cast through remote e-voting process were unblocked by me in the presence of two witnesses Ms. Mansi Thakkar and Ms. Dhvani Dogra.
8. On scrutiny, we report that 23 Shareholders were present in the meeting in through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).
9. Based on the results made available to me, members have casted their votes either through remote e-voting platform or through e-voting during AGM. The brief analysis of the results of the voting through Remote e-voting and e-voting at the AGM casted by the equity shareholders, based on the report generated by CDSL, scrutinized on test-check basis and relied upon by me, are as under:

**RESULTS:**

The details containing interalia, no. of Equity Shareholders, who voted "for", "against" or "abstain", if any on each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services Limited (CDSL). Taking into account the report from CDSL and remote e-voting at the AGM the consolidated result with respect to each item on the business as set out in the Notice of the 30<sup>th</sup> AGM dated 14<sup>th</sup> August, 2023 is enclosed;





**Resolution No. 1 - As an Ordinary Resolution**

To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors and the Auditors thereon.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	22	98,56,395	1	5	23	98,56,400	100.00
Voted Against	1	1	0	0	1	1	0.00
Abstain / Invalid	0	0	0	0	0	0	0.00

Based on the aforesaid results, Ordinary Resolution as contained in item No. 1 has been passed requisite majority.

**Resolution No. 2 - As an Ordinary Resolution**

To appoint a Director in place of Mr. Paul David Talbot Willcox (DIN: 01862872), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	22	98,56,395	1	5	23	98,56,400	100.00
Voted Against	1	1	0	0	1	1	0.00
Abstain / Invalid	0	0	0	0	0	0	0.00

Based on the aforesaid results, Ordinary Resolution as contained in item No. 2 has been passed requisite majority.





**Resolution No. 3 - As a Special Resolution**

**To Re-appoint Mr. Dev Kirit Toprani (DIN: 07969034), as an Independent Director of the Company, for Second term.**

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	22	98,56,395	1	5	23	98,56,400	100.00
Voted Against	1	1	0	0	1	1	0.00
Abstain / Invalid	0	0	0	0	0	0	0.00

Based on the aforesaid results, Special Resolution as contained in item No. 3 has been passed requisite majority.

**Resolution No. 4 - As a Special Resolution**

**To consider and approve the remuneration of Mr. Samit P. Hede, Managing Director of the Company for the remaining duration of his Tenure.**

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	21	90,79,309	1	5	22	90,79,314	100.00
Voted Against	1	1	0	0	1	1	0.00
Abstain Invalid	0	0	0	0	0	0	0.00

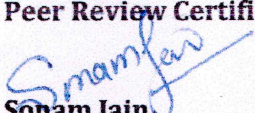
Based on the aforesaid results, Special Resolution as contained in item No. 4 has been passed requisite majority.





10. The Electronic data and all other relevant records relating to the e-voting is under my safe custody and all will be handed over to the Management for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

For KOTHARI H. & ASSOCIATES  
Company Secretaries  
Peer Review Certificate Number: 593/2019

  
Sonam Jain  
Membership No. F9871  
COP: 12402

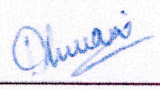


Place: Mumbai  
Date: 30.09.2023

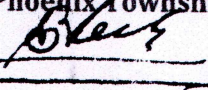
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We, the undersigned witnesses that the votes were unblocked from e-voting website of Central Depository Services Limited (CDSL) at <https://www.evotingindia.com> in our presence at 03:15 p.m. on Friday, 29<sup>th</sup> September, 2023.

  
Ms. Mansi Thakkar

  
Ms. Dhvani Dogra

Countersign by the Managing Director  
For Phoenix Township Limited

  
Samit Prafulla Hede  
Managing Director  
DIN: 01411689

