



CIN : L67190GA1993PLC001327

**Date: 29<sup>th</sup> September, 2020**

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

**Ref : BSE Scrip Code: 537839**

**Sub. : Submission of Voting Results of 27<sup>th</sup> Annual General Meeting.**

Dear Sir/ Madam,

As per the above captioned subject matter, we are herewith submitting the **Voting Result of 27<sup>th</sup> Annual General Meeting** of the Company held on Tuesday, 29<sup>th</sup> September, 2020 as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the above documents on record and acknowledge.

Thanking you.

Yours Truly,

**For Phoenix Township Limited**



**Richa Jain**  
**Company Secretary & Compliance Officer**

**Place: Mumbai**

**Encl: As Above**

Corp. Office : Hede House,  
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2283 1312, 2283 1325,  
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customerservice@hbgindia.com

Phoenix Park Inn Resort,  
Sequeira Vado, Candolim,  
Goa - 403 515  
Tel. : (91-832) 6633 333  
Fax : (91-832) 6633 222  
ppi@sarovarhotels.com

Dr. Malbaro House,  
Rua Ismael Gracias,  
Post Office Box No. 181,  
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Tel.: (91-832) - 2228 217  
Fax : (91-832) - 6641 261  
E-mail : hbggoa@yahoo.co.in

REGD. OFF. : Durga Bhavan,  
Hede Centre, Tonca,  
Panaji, Goa - 403 001  
Tel.: (91-832) - 6642 724/6453 265  
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**MEMBER**  
**HEDE BUSINESS GROUP**



**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 Annual General Meeting, for the 27th Annual General Meeting of Phoenix Township Limited held on Tuesday, September 29, 2020 at 12.00 pm (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 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 27<sup>th</sup> AGM of the Company, held on Tuesday, September 29, 2020 at 12.00 pm through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

The management of the Company is responsible to ensure compliance with the provisions of the Companies Act, 2013 & the rules made thereunder including MCA General Circular No. 14/ 2020 dated April 8, 2020, Circular No. 17/ 2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by Securities and Exchange Board of India and Listing Regulations, relating to voting through electronic means by remote e-voting and electronic voting at the AGM by the shareholders on the resolution(s) proposed in the Notice calling AGM. My responsibility as a scrutinizer for the e-voting process is restricted to prepare the Scrutinizer Report on the votes cast "in favour" or "against" the resolution(s) based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited ("CDSL"), the authorized Service provider for extending the facility of electronic voting to the shareholders of the Company, before and during the AGM, engaged by 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. On account of the threat posed by Covid-19 and in terms of MCA Circulars, 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 Friday, August 28, 2020.
3. Advertisement was published by the Company in English in The Financial Express, dated Friday, 4<sup>th</sup> September, 2020 and in Marathi in Dainik Herald, dated Friday, 4<sup>th</sup> September, 2020. 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 Tuesday, 22<sup>nd</sup> September, 2020, 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 Saturday, 26<sup>th</sup> September 2020 at 9.00 a.m. and ends on Monday, 28<sup>th</sup> September 2020 at 5.00 p.m. on <https://www.evotingindia.com/>.
6. On Tuesday, September 29, 2020 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 Mr. Utsav Shah and Mr. Luvesh Bhimalu
7. On scrutiny, we report that 29 Shareholders were present in the meeting in through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).
8. 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 Annual General Meeting casted by the equity share holders, 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 27th AGM dated 29th September, 2020 is enclosed;





**Item No. 1.**

**Ordinary Resolution,** To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and the Auditors thereon.

Particulars	Number of Votes Contained in						% of total valid votes cast
	E – Voting		Remote E-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	29	9642344	1	1095	30	9643439	100
Voted Against	05	05	NIL	NIL	05	05	Negligible
Abstain / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL

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

**Item No. 2**

**Ordinary Resolution,** To appoint a Director in place of Mrs. Shibanee Manish Harlalka (holding DIN: 00507607), who retires by rotation, and being eligible, offers herself for re-appointment.

Particulars	Number of Votes Contained in						% of total valid votes cast
	E – Voting		Remote E-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	28	9569244	1	1095	29	9570339	100
Voted Against	5	5	NIL	NIL	5	5	Negligible
Abstain / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL

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





**Item No. 3.**

**Special Resolution,** To Re-appointment Mr. Samit P. Hede as Managing Director (DIN: 01411689) and the remuneration payable with effect from 1<sup>st</sup> October, 2020.;

Particulars	Number of Votes Contained in						% of total valid votes cast
	E – Voting		Remote E-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	28	9564471	1	1095	29	9565566	100
Voted Against	5	5	NIL	NIL	5	5	Negligible
Abstain / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL

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

9. 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 Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

For **KOTHARI H. & ASSOCIATES**

Company Secretaries

*Sonam Jain*



**Sonam Jain**

Membership No. 9871

Certificate of Practice No. 12402

Place: Mumbai

Date: 29.09.2020

UDIN: F009871B000806953

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 01:31 P. M. on Tuesday, 29<sup>th</sup> September, 2020.

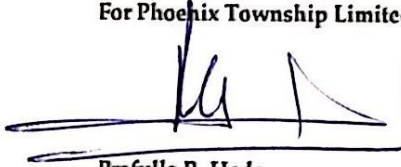
*U.S. Shah*

Mr. Utsav Shah

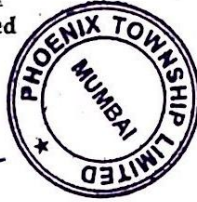
*Mr. Luvesh Bhimalu*

Mr. Luvesh Bhimalu

Countersign by the Chairman  
For Phoenix Township Limited



Prafulla R. Hede  
Chairman  
DIN: 00651441



Date of the AGM / EGM	Tuesday, 29th September, 2020
Total number of shareholders on record date	1552
No of shareholders in the meeting either in person or through proxy:	
Promoter and Promoter Group:	NA
Public:	NA
No. of Shareholder attended the Meeting through Video conferencing	9
Promoter and Promoter Group	20
Public	

**Item No. 1**

**Resolution required: "Ordinary"**

Adoption of Audited Financial Statements for the financial year ended 31st March, 2020, together with reports of the Auditors and Board of Directors thereon

Category	Mode of Voting	Whether promoter / promoter group interested in the agenda / resolution?						No			
		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] = $\frac{[2]}{[1]} \times 100$	[4]	[5]	[6] = $\frac{[4]}{[2]} \times 100$	[7] = $\frac{[5]}{[2]} \times 100$			
Promoter & Promoter Group	E-voting	9851710	9638707	97.84	9638707	0	100.00	0.00			
	Poll	0	0	0.00	0	0	0.00	0.00			
	Postal Ballot	0	0	0.00	0	0	0.00	0.00			
	Total	9851710	9638707	97.84	0	0	0.00	0.00			
Public Institutions	E-voting	1000	0	0.00	0	0	0.00	0.00			
	Poll	0	0	0.00	0	0	0.00	0.00			
	Postal Ballot	0	0	0.00	0	0	0.00	0.00			
	Total	1000	0	0.00	0	0	0.00	0.00			
Public Non Institutions	E-voting	4131550	3642	0.09	3637	5	99.86	0.14			
	Poll	0	0	0.00	0	0	0.00	0.00			
	Postal Ballot	0	0	0.00	0	0	0.00	0.00			
	Total	4131550	3642	0.09	3637	5	99.86	0.14			
Total		13984260	9642349	68.95	9642344	5	100.00	0.00			





Item No. 2

Resolution required: "Ordinary"

To appoint a Director in place of Mrs. Shilpaa Manish Haritalka (holding DIN: 00507607), who retires by rotation, and being eligible, offers herself for re-appointment.

Category	Mode of Voting	No of shares held	No of votes polled	% of Votes Polled on outstanding shares [3] = $\frac{[2]}{[1]} \times 100$	No of Votes - In favour	No of votes - against	% of Votes in favour on votes polled [6] = $\frac{[4]}{[5]} \times 100$	% of votes against on votes polled [7] = $\frac{[5]}{[2]} \times 100$
Promoter & Promoter Group	E-voting	9851710	9565607	97.10	9565607	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	9851710	9565607	97.10	9565607	0	100.00	0.00
Public Institutions	E-voting	1000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	1000	0	0.00	0	0	0.00	0.00
Public Non Institutions	E-voting	4131550	3642	0.09	3637	5	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	4131550	3642	0.09	3637	5	99.86	0.14
Total		13984260	9569249	68.43	9569244	5	100.00	0.00

Item No. 3

Resolution required: "Special"

To Re-appointment Mr. Samit P. Hede as Managing Director (DIN: 01411689) and the remuneration payable with effect from 1st October, 2020.

Category	Mode of Voting	No of shares held	No of votes polled	% of Votes Polled on outstanding shares [3] = $\frac{[2]}{[1]} \times 100$	No of Votes - In favour	No of votes - against	% of Votes in favour on votes polled [6] = $\frac{[4]}{[5]} \times 100$	% of votes against on votes polled [7] = $\frac{[5]}{[2]} \times 100$
Promoter & Promoter Group	E-voting	9851710	9560834	97.05	9560834	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	9851710	9560834	97.05	9560834	0	100.00	0.00
Public Institutions	E-voting	1000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	1000	0	0.00	0	0	0.00	0.00
Public Non Institutions	E-voting	4131550	3642	0.09	3637	5	99.86	0.14
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	4131550	3642	0.09	3637	5	99.86	0.14
Total		13984260	9564476	68.39	9564471	5	100.00	0.00

For Phoenix Township Limited

Pratulla K. Hede  
Chairman  
DIN: 00651441

Date: 29.09.2020  
Place: Mumbai

