



CIN : L67190GA1993PLC001327

Date: 30th September, 2021

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 28th Annual General Meeting.

Dear Sir/ Madam,

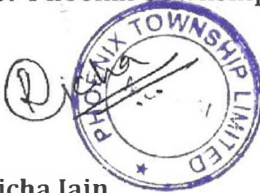
As per the above captioned subject matter, we are herewith submitting the **Voting Result of 28th Annual General Meeting** of the Company held on Wednesday, 29th September, 2021 as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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,
2nd Floor., 14, BEST Marg,
Colaba, Mumbai - 400 001.
Tel. : (91-22) - 6159 0900
2283 1312, 2283 1325,
Fax : (91-22) - 2202 8212
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,
Panaji, Goa - 403 101
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
Fax : (91-832) - 2461 394



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 28th Annual General Meeting of Phoenix Township Limited held on Wednesday, September 29, 2021 at 3:00 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 28th AGM of the Company, held on Wednesday, September 29, 2021 at 3:00 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 Circular No. 02/2021 dated January 13, 2021 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/11 dated January 15, 2021 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 August 20, 2021.
3. Advertisement was published by the Company in English in The Financial Express, dated Tuesday, 7th September, 2021 and in Marathi in Dainik Herald Goa, dated Tuesday, 7th September, 2021. 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 Wednesday, 22nd September, 2021, 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 Sunday, 26th September 2021 at 9.00 a.m. and ends on Tuesday, 28th September 2021 at 5.00 p.m. on <https://www.evotingindia.com/>.
6. On Wednesday, September 29, 2021 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. Ishita Desai and Ms. Bhakti Upadhyay
7. On scrutiny, we report that 24 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 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 28th AGM dated 14th August, 2021 is enclosed;



Item No. 1.

Ordinary Resolution, To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 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	26	6553357	2	784065	28	7337422	100
Voted Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain / Invalid	-	-	-	-	-	-	-

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

Item No. 2

Ordinary Resolution, To appoint Mr. Paul David Talbot Willcox - Non Executive Director (DIN:01862872) as a Director, who is liable to retire by rotation and being eligible offers himself 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	26	6553357	2	784065	28	7337422	100
Voted Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain / Invalid	-	-	-	-	-	-	-

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



Item No. 3.

Special Resolution, To continue the Directorship of Mr. Kiran Narayan Talcherkar (DIN: 00393180), an Independent Director of the company, as a Non-Executive Independent director after attaining the age of Seventy-Five years.

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	26	6553357	2	784065	28	7337422	100
Voted Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain / Invalid	-	-	-	-	-	-	-

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

Item No. 4.

Special Resolution , To approve transactions under section 185 of the Companies Act 2013.

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	21	111507	Nil	Nil	21	111507	100
Voted Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain / Invalid	-	-	-	-	-	-	-

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



Item No. 5.

Special Resolution, To increase threshold of loans/ guarantees, providing of securities and making of investments in securities under section 186 of the Companies Act, 2013.

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	21	111507	Nil	Nil	21	111507	100
Voted Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain / Invalid	-	-	-	-	-	-	-

Based on the aforesaid results, Special Resolution as contained in item No. 5 has been passed unanimously.

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
Peer Review Certificate Number: 593/2019



Hitesh Kothari
Membership No. F6038
COP: 5502

Place: Mumbai
Date: 30.09.2021

UDIN: F006038C001043723

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 03:53PM on Wednesday, 29th September, 2021.

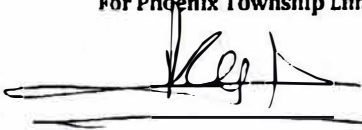
Ishita Desai

Ms. Ishita Desai

Bhakti

Ms. Bhakti Upadhyay

Countersign by the Chairman
For Phoenix Township Limited



Prafulla R. Hede
Chairman
DIN: 00651441

General information about company	
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)	29-09-2021
Start time of the meeting	03:00 PM
End time of the meeting	03:18 PM

Scrutinizer Details	
Name of the Scrutinizer	Hitesh Kothari
Firms Name	Kothari H. & Associates
Qualification	CS
Membership Number	F6038
Date of Board Meeting in which appointed	14-08-2021
Date of Issuance of Report to the company	30-09-2021

Voting results	
Record date	22-09-2021
Total number of shareholders on record date	1636
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	6
b) Public	18
No. of resolution passed in the meeting	5
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				To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and the Auditors 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	5375943	54.5686	5375943	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	9851710	5375943	54.5686	5375943	0	100	0
Public- Institutions	E-Voting	1000	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4131550	1961479	47.4756	1961479	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	4131550	1961479	47.4756	1961479	0	100	0
Total		13984260	7337422	52.4691	7337422	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Paul David Talbot Willcox (holding 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	5375943	54.5686	5375943	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	9851710	5375943	54.5686	5375943	0	100	0
Public- Institutions	E-Voting	1000	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4131550	1961479	47.4756	1961479	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	4131550	1961479	47.4756	1961479	0	100	0
Total		13984260	7337422	52.4691	7337422	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To continue the Directorship of Mr. Kiran Narayan Talcherkar (DIN: 00393180), an Independent Director of the company, as a Non-Executive Independent director after attaining the age of Seventy-Five years.				
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	5375943	54.5686	5375943	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	9851710	5375943	54.5686	5375943	0	100	0
Public-Institutions	E-Voting	1000	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4131550	1961479	47.4756	1961479	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	4131550	1961479	47.4756	1961479	0	100	0
Total		13984260	7337422	52.4691	7337422	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve transactions under Section 185 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	9851710	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	9851710	0	0	0	0	0	0
Public-Institutions	E-Voting	1000	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4131550	111507	2.6989	111507	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	4131550	111507	2.6989	111507	0	100	0
Total		13984260	111507	0.7974	111507	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To increase threshold of loans/ guarantees, providing of securities and making of investments in securities 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	9851710	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	9851710	0	0	0	0	0	0
Public-Institutions	E-Voting	1000	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total	1000	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4131550	111507	2.6989	111507	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	4131550	111507	2.6989	111507	0	100	0
Total		13984260	111507	0.7974	111507	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								