



**Nagendra D. Rao, B.Com., LL.B., F.C.S.**

**Practising Company Secretary**

December 30, 2021

To,  
The Vice Chairman,  
Puravankara Limited,  
# 130/1, Ulsoor Road,  
Bengaluru - 560 042.

Dear Sir,

**Sub: Scrutinizer's Report on Postal Ballot conducted pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014.**

I, Nagendra D. Rao, Practicing Company Secretary have been appointed as the Scrutinizer by the Board of Directors of Puravankara Limited (the Company) at its meeting held on November 12, 2021 to conduct the Postal Ballot process in respect of the following Resolutions as circulated (more detailed) in the Postal Ballot Notice dated November 26, 2021.

Sr. No.	Particulars	Nature of Resolutions
1.	To approve the remuneration payable to Mr. Ashish Ravi Puravankara, Managing Director of the Company.	Special Resolution
2.	To appoint Mr. Sanjeeb Chaudhuri (DIN: 03594427) as Non-Executive Independent Director.	Special Resolution
3.	To alter the objects clause in the Memorandum of Association of the Company.	Special Resolution

Pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, (the Rules) read with the General Circular No. 10/2021 dated June 23, 2021. (In continuation of Circular Numbers 39/2020 dated December 31, 2020, 33/ 2020 dated September 28, 2020, 22/2020 dated June 15, 2020, 17/ 2020 dated April 13, 2020 and the 14/ 2020 dated April 8, 2020), issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") (including any statutory modification (s) or re-enactment (s) thereof for the time being in force), Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (in continuation of Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020) issued under Regulation 101 (SEBI Circulars) and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to other applicable laws and regulations, the Company sought approval of Members via Postal Ballot only through remote E-voting (Voting through Electronic means) for the above said resolutions.



Accordingly, the company has made arrangement with the system provider viz. Link Intime India Private Limited (Link Intime) for providing a system of recording votes of the shareholders electronically through e-voting. Necessary Instructions in this regard to be followed by the Shareholders have also been duly mentioned in the Postal Ballot Notice dated November 26, 2021. The Postal Ballot Notice has been sent to the shareholders by email to their registered e-mail id's who have registered their email addresses with their Depositories / Depository Participant / the Company's Registrar and Share Transfer Agent, Link Intime. Pursuant to the MCA Circulars and the Circulars issued by SEBI, the Company has sent notice by e-mail only to all its shareholders who have registered their e-mail addresses with the Company or Depository Participant / Depository(ies).

Total shareholders of the Company as on the cut-off date were 34,892 (**Thirty-Four Thousand Eight Hundred and Ninety-Two**) only. The Company has completed on **November 29, 2021**, the dispatch of Notice through electronic mode to its members whose names appeared in the Register of Members/list of Beneficial Owners, as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on cut-off date i.e. Friday, November 26, 2021.

Pursuant to Rule 22 (3) of the Companies (Management and Administration) Rules, 2014 and Regulation 47 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, an advertisement was published by the Company in 'Financial Express' in English and 'Samyuktha Karnataka' in Kannada on Tuesday, November 30, 2021, informing about the completion of dispatch of the postal ballot notice through email along with the details of activities with respect to Postal Ballot Notice.

The e-voting period commenced on Tuesday, November 30, 2021 at 9.00 a.m. and ended on Wednesday, December 29, 2021 at 5.00 p.m.

All votes cast electronically through <https://instavote.linkintime.co.in> up to 5.00 p.m. on Wednesday, December 29, 2021 being the last date and time fixed for voting, were considered for my scrutiny.

I have received a complete record of votes cast by electronic mode through <https://instavote.linkintime.co.in> from Link Intime, the agency for providing e-voting facility to the Shareholders of the Company.

In respect of the above-mentioned resolution, I hereby submit my report on the total votes cast electronically as detailed hereunder:

**I. Resolution No. 1:- To approve the remuneration payable to Mr. Ashish Ravi Puravankara, Managing Director of the Company.**

Type of Resolution –**Special Resolution**



**(i) Voted in favour of the Resolution:**

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
50	41,20,569	66.63

**(ii) Voted against the Resolution:**

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
5	20,63,584	33.37

**(iii) Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by Them
1	1,920*

**\*1,920 (One Thousand Nine Hundred and Twenty) votes cast by Ms. Vishalakshi Puravankara being under 'Promoter and Promoter Group' have been marked as Invalid.**

**Result - Resolution No. 1 :** As the Number of votes cast in favour of the Special Resolution is 41,20,569 (Forty-One Lakhs Twenty Thousand Five Hundred and Sixty-Nine) (i.e., 66.63%) is less than the 3 times the number of votes cast against 20,63,584 (Twenty Lakhs Sixty-Three Thousand Five Hundred and Eighty-Four) (i.e., 33.37%), I report that the Special Resolution as set out in the Notice of Postal Ballot dated September 17, 2021, under section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 **has not been passed** by the Shareholders.

**II. Resolution No. 2:- To appoint Mr. Sanjeeb Chaudhuri (DIN: 03594427) as Non-Executive Independent Director.**

Type of Resolution –**Special Resolution**

**(i) Voted in favour of the Resolution:**

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
60	18,40,46,726	99.99



**(ii) Voted against the Resolution:**

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
2	2	0.01

**(iii) Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by Them
Nil	

**Result - Resolution No. 2 :** As the Number of votes cast in favour of the Special Resolution is 18,40,46,726 (Eighteen Crores Forty Lakhs Forty-Six Thousand Seven Hundred and Twenty-Six) (i.e., 99.99%) is more than the 3 times the number of votes cast against 2 (Two) (i.e., 0.01%), I report that the Special Resolution as set out in the Notice of Postal Ballot dated September 17, 2021, under section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 **has been passed** by the Shareholders with requisite majority.

**III. Resolution No. 3:- To alter the objects clause in the Memorandum of Association of the Company.**

Type of Resolution –Special Resolution

**(i) Voted in favour of the Resolution:**

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
59	18,40,46,465	99.99

**(ii) Voted against the Resolution:**

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
3	263	0.01

**(iii) Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by Them
Nil	



**Result - Resolution No. 3 :** As the Number of votes cast in favour of the Special Resolution is 18,40,46,465 (Eighteen Crores Forty Lakhs Forty-Six Thousand Four Hundred and Sixty-Five) (i.e., 99.99%) is more than the 3 times the number of votes cast against 263 (Two Hundred and Sixty-Three) (i.e., 0.01%), I report that the Special Resolution as set out in the Notice of Postal Ballot dated September 17, 2021, under section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 **has been passed** by the Shareholders with requisite majority.



A handwritten signature in black ink, appearing to be "NDR" with a flourish.

**NAGENDRA D. RAO**  
Practicing Company Secretary  
Membership No.:FCS 5553  
COP:7731  
UDIN: F005553C002008675  
"Vaghdevi", No. 543/A,  
7th Main, 3rd Cross,  
S.L. Bhyrappa Road,  
Hanumanthanagar,  
Bengaluru- 560019.

Place : New Delhi

Date : December 30, 2021