



Date: April 22, 2024

To The Deputy Manager Department of Corporate Services BSE Limited, PJ Towers, Dalal Street Mumbai – 400 001 <b>Scrip Code: 532784</b>	To The Manager The National Stock Exchange of India Limited Exchange Plaza, Plot No C/1, G Block Bandra Kurla Complex Mumbai – 400 051 <b>Scrip Code: SOBHA</b>
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Dear Sir / Madam,

**Sub: Results of the Postal Ballot and Scrutinizer Report**

**Ref: Postal Ballot Notice dated March 19, 2024.**

This is further to our letter dated March 20, 2024, on the subject Postal Ballot Notice, for seeking approval of the Members of the Company on the below resolution:

Description of Resolution	Type of Resolution
<i>Adoption of new articles of association in place of existing articles of association of the company</i>	<i>Special</i>

In this regard we would like to mention that the remote e-Voting process has been concluded on April 21, 2024, at 5:00 p.m. (IST) and Mr. Nagendra D Rao, Practising Company Secretary, who was appointed as the Scrutinizer for the aforesaid Postal Ballot process, has submitted his Report on the Postal Ballot on April 22, 2024

In this connection, please find enclosed the followings:

1. Results of the postal ballot pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Scrutinizer's Report dated April 22, 2024

Voting results along with the Scrutinizer's report are also being made available on the website of the Company [www.sobha.com](http://www.sobha.com) and on the website of the registrar and transfer agent of the Company Link Intime India Private Limited <https://instavote.linkintime.co.in>

You are requested to take the above information on record.

Yours faithfully,

**FOR SOBHA LIMITED**

**Bijan Kumar Dash**  
**Company Secretary & Compliance Officer**  
**Membership No ACS 17222**

**SOBHA LIMITED**

REGD & CORPORATE OFFICE: 'SOBHA', SARJAPUR – MARATHALLI OUTER RING ROAD, BELLANDUR POST, BANGALORE – 560103, INDIA  
CIN: L45201KA1995PLC018475 | TEL.: +91 80-49320000 | FAX: +91 80 49320444 | [www.sobha.com](http://www.sobha.com)

<b>Voting results</b>	
Record date	15-03-2024
Total number of shareholders on record date	101914
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of resolution passed in the meeting</b>	<b>1</b>

<b>Resolution (1)</b>								
<b>Resolution required: (Ordinary / Special)</b>				Special				
<b>Whether promoter/promoter group are interested in the agenda/resolution?</b>				No				
<b>Description of resolution considered</b>				ADOPTION OF NEW ARTICLES OF ASSOCIATION IN PLACE OF EXISTING ARTICLES OF ASSOCIATION OF THE COMPANY.				
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
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	49585693	49585663	100.00	49585663	0	100.00	0.00
	<b>Poll</b>		0	0.00	0	0	0	0
	<b>Postal Ballot (if applicable)</b>		0	0.00	0	0	0	0
	<b>Total</b>		49585663	49585663	100.00	49585663	0	100.00
<b>Public-Institutions</b>	<b>E-Voting</b>	28018068	23674965	84.50	11564616	12110349	48.85	51.15
	<b>Poll</b>		0	0.00	0	0	0	0
	<b>Postal Ballot (if applicable)</b>		0	0.00	0	0	0	0
	<b>Total</b>		28018068	23674965	84.50	11564616	12110349	48.85
<b>Public-Non Institutions</b>	<b>E-Voting</b>	17242092	11296	0.07	10425	871	92.29	7.71
	<b>Poll</b>		0	0.00	0	0	0	0
	<b>Postal Ballot (if applicable)</b>		0	0.00	0	0	0	0
	<b>Total</b>		17242092	11296	0.07	10425	871	92.29
<b>Total</b>	<b>Total</b>	94845853	73271924	77.25	61160704	12111220	83.47	16.53
<b>Whether resolution is Pass or Not.</b>							Yes	



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

April 22, 2024

To,  
The Chairman,  
Sobha Limited,  
'SOBHA', Sarjapur – Marathahalli,  
Outer Ring Road (ORR),  
Devarabisanahalli, Bellandur Post,  
Bangalore – 560 103.

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, Practising Company Secretary have been appointed as the Scrutinizer by the Board of Directors of Sobha Limited (the Company) vide their Circular Resolution dated March 19, 2024 to conduct the Postal Ballot process in respect of the following Resolutions as circulated (more detailed) in the Postal Ballot Notice dated March 19, 2024.

Sr. No.	Particulars	Nature of Resolution
1.	Adoption of new articles of association in place of existing articles of association of the company.	Special Resolution

Pursuant to Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read together with Rule 20 and Rule 22 of the Companies Management and Administration) Rules, 2014, ('the Rules'), (including any statutory modification or re-enactment thereof for the time being in force) read with the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 08, 2021, General Circular No. 03/2022 dated May 05, 2022 and General Circular No.11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time) and other applicable provisions of the Act, rules, circulars and notifications issued thereunder, Secretarial Standard-2 on General Meetings (SS-2), 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 March 19, 2024. The Postal Ballot Notice has been sent to the shareholders by email on March 20, 2024 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 i.e., **Friday March 15, 2024** were **101,914 (One Lakh One Thousand Nine Hundred and Fourteen)** only.

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 'Business Line' in English and 'Prajavani' in Kannada on March 21, 2024, 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 at 9.00 a.m. on Saturday, March 23, 2024 and ended on Sunday, April 21, 2024 at 5.00 p.m.

All votes cast electronically through <https://instavote.linkintime.co.in> up to 5.00 p.m. on Sunday, April 21, 2024 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>. from Link Intime, the agency for providing e-voting facility to the Shareholders of the Company.

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

**I. Resolution No. 1: Adoption of new articles of association in place of existing articles of association of the company**

Type of Resolution: **Special Resolution.**

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

<b>Number of members Voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
249	61,160,704	83.47



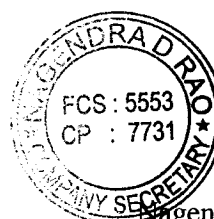
**(ii) Voted against the Resolution:**

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
121	12,111,220	16.53

**(iii) Invalid Votes:**

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

**Result - Resolution No. 1:** As the Number of votes cast in favour of the Special Resolution is 61,160,704 (i.e 83.47%) is more than 3 times the number of votes cast against 12,111,220 (i.e 16.53%), I report that the Special Resolution as set out in the Notice of Postal Ballot dated March 19, 2024, 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 "M. Rao".

Magendra D. Rao  
Practicing Company Secretary  
Membership No. FCS – 5553  
Certificate of Practice – 7731  
Peer Reviewed Unit  
Peer Review Certificate No.: 672/2020  
UDIN: F005553F000203135