



September 18, 2018

The Manager Dept of Corporate Services BSE Limited Regd. Office: Floor 25, P J Towers Dalal Street Mumbai – 400 001 Scrip code: 533274	The General Manager Dept. of Corporate Services National Stock Exchange of India Limited, Bandra Kurla Complex Bandra (E), Mumbai – 400051 Scrip code: PRESTIGE
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Dear Sir / Madam

Sub: Proceedings of the 21st Annual General Meeting of the Company held on September 17, 2018.

With reference to the above captioned subject and in compliance with Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform the following:

- a) The 21st Annual General Meeting of the Members of the Company was held on Monday, September 17, 2018. The meeting commenced at 4.00 p.m. and concluded at 5:45 p.m. at Hajee Saleh Mohammed Ahmed Sait Cutchi Memon Jamaath Khana (CMJ), 4th Floor, Topaz Hall, #276, K. Kamaraj Road, Bengaluru – 560042, Karnataka.
- b) The following Ordinary and Special Business were transacted at the Annual General Meeting:

Sl.No.	Nature of Resolution	Nature of Business Transacted
A		Ordinary Business
1	Ordinary Resolution	Adoption of Audited Standalone Financial Statements and Reports thereof for the financial year 2017-18.
2	Ordinary resolution	Adoption of Audited Consolidated Financial Statements and Reports thereof for the financial year 2017-18.
3	Ordinary resolution	Declaration of Final Dividend at Rs. 1.2 per equity share for the financial year 2017-18.



M. S. Saha



4.	Ordinary Resolution	Reappointment of Ms. Uzma Irfan (DIN: 01216604) Director retiring by rotation and being eligible offers herself for re-appointment .
5.	Ordinary Resolution	Ratification of appointment of S R Batliboi & Associates LLP, (FRN 101049W/E300004) as Statutory Auditors of the company to hold office from the conclusion of 21st Annual General Meeting to 25th Annual General Meeting.
B		Special Business
6.	Special Resolution	Payment of remuneration to the Cost Auditor for the Financial Year 2018-19.

The facility of E-voting was provided to shareholders from Wednesday, September 12, 2018 at 9.00 a.m. to Sunday, September 16, 2018 at 5.00 p.m. pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014. At the AGM, the voting on all the above resolutions was conducted through poll.

The voting results as per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the above resolutions as declared by the Chairman subsequent to receipt of Scrutinizer's report on e-voting and poll is enclosed herewith.

Kindly take the above on record and oblige.

Thanking You

Yours faithfully,

For Prestige Estates Projects Limited,

M. Sridhar



M. Sridhar


Company Secretary & Compliance Officer

Encl: As stated above

Prestige Estates Projects Limited

1 - Adoption of Audited Standalone Financial Statements and Reports thereof for the Financial Year 2017-18.


Resolution Required : (Ordinary)		No									
Whether promoter/ promoter group are interested in the agenda/resolution?	Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=[2]/[1]*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]=[4]/[2]*100	% of Votes against on votes polled [7]=[5]/[2]*100		
Promoter and Promoter Group		E-Voting		262500000	100.0000	262500000	0	100.0000	0.0000		
		Poll		0	0.0000	0	0	0.0000	0.0000		
		Postal Ballot	262500000								
		Total			262500000	100.0000	262500000	0	100.0000	0.0000	
Public Institutions		E-Voting		82021738	75.7771	82021738	0	100.0000	0.0000		
		Poll		0	0.0000	0	0	0.0000	0.0000		
		Postal Ballot	108240816								
		Total			82021738	75.7771	82021738	0	100.0000	0.0000	
Public Non Institutions		E-Voting		398	0.0093	398	0	100.0000	0.0000		
		Poll		4125	0.0968	4125	0	100.0000	0.0000		
		Postal Ballot	4259184								
		Total			4523	0.1061	4523	0	100.0000	0.0000	
	Total		375000000	344526261	91.8737	344526261	0	100.0000	0.0000		


 Company Secretary
 For Files in case of Prestige Estates Projects Limited

Prestige Estates Projects Limited

2 - Adoption of Audited Consolidated Financial Statements for the Financial Year 2017-18.

Resolution Required : {Ordinary}		No						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=[2]/[1]*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]=[4]/[2]*100	% of Votes against on votes polled [7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting		262500000	100.0000	262500000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	262500000						
	Total			262500000	100.0000	262500000	0	100.0000
Public Institutions	E-Voting		82021738	75.7771	82021738	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	108240816						
	Total			82021738	75.7771	82021738	0	100.0000
Public Non Institutions	E-Voting		398	0.0093	398	0	100.0000	0.0000
	Poll		4125	0.0968	4125	0	100.0000	0.0000
	Postal Ballot	4255184						
	Total			4523	0.1061	4523	0	100.0000
Total		375000000	344526261	91.8737	344526261	0	100.0000	0.0000


 N. O. [Signature]
 Company Secretary
 PRESTIGE ESTATES PROJECTS LIMITED
 Bangalore 560 001

Prestige Estates Projects Limited

3 - Declaration of Final Dividend on Equity Shares for the financial year 2017-2018

Resolution Required : (Ordinary)		No						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]} \times 100$	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]= $\frac{[4]}{[2]} \times 100$	% of Votes against on votes polled [7]= $\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting		262500000	100.0000	262500000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	262500000	0	0.0000	0	0	0.0000	0.0000
	Total		262500000	100.0000	262500000	0	100.0000	0.0000
Public Institutions	E-Voting		82516842	76.2345	82516842	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	108240816	0	0.0000	0	0	0.0000	0.0000
	Total		82516842	76.2345	82516842	0	100.0000	0.0000
Public Non Institutions	E-Voting		398	0.0093	398	0	100.0000	0.0000
	Poll		4125	0.0968	4125	0	100.0000	0.0000
	Postal Ballot	4259184	0	0.0000	0	0	0.0000	0.0000
	Total		4523	0.1061	4523	0	100.0000	0.0000
Total		375000000	345021365	92.0057	345021365	0	100.0000	0.0000

FOR PRESTIGE ESTATES PROJECTS LIMITED



M. J. B. S. Company Secretary
 For Prestige Estates Projects Limited

Prestige Estates Projects Limited

4 - Re-appointment of Ms. Uzma Irfan, Director (DIN: 01216604), Director retiring by rotation.

Resolution Required : (Ordinary)
Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=([2]/[1])*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]=([4]/[2])*100	% of Votes against on votes polled [7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	262500000	262500000	100.0000	262500000	0	100.0000	0.0000
	Poll	0	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	262500000	0	0.0000	0	0	0.0000	0.0000
	Total		262500000	100.0000	262500000	0	100.0000	0.0000
Public Institutions	E-Voting	82516842	82516842	76.2345	82516842	0	100.0000	0.0000
	Poll	0	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	108240816	0	0.0000	0	0	0.0000	0.0000
	Total		82516842	76.2345	82516842	0	100.0000	0.0000
Public Non Institutions	E-Voting	398	398	0.0093	349	49	87.6884	12.3116
	Poll	4125	4125	0.0968	4125	0	100.0000	0.0000
	Postal Ballot	4259184	0	0.0000	0	0	0.0000	0.0000
	Total		4523	0.1061	4474	49	98.9166	1.0834
Total		375000000	345021365	92.0057	345021316	49	100.0000	0.0000



M. Uzma Irfan
 Director
 PRESTIGE ESTATES PROJECTS LIMITED

Prestige Estates Projects Limited

5 - Ratification of Appointment of M/s. S.R. Batliboi & Associates, LLP as Statutory Auditors of the Company till the 25th AGM of the Company.

Resolution Required : (Ordinary)		No									
Whether promoter/ promoter group are interested in the agenda/resolution?											
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		262500000	100.0000	262500000	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	262500000		0.0000	0	0	0.0000	0.0000			
	Total		262500000	100.0000	262500000	0	100.0000	0.0000			
Public Institutions	E-Voting		82516842	76.2345	82516842	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	108240816		0.0000	0	0	0.0000	0.0000			
	Total		82516842	76.2345	82516842	0	100.0000	0.0000			
Public Non Institutions	E-Voting		398	0.0093	398	0	100.0000	0.0000			
	Poll		4125	0.0968	4125	0	100.0000	0.0000			
	Postal Ballot	4259184		0.0000	0	0	0.0000	0.0000			
	Total		4523	0.1061	4523	0	100.0000	0.0000			
Total		375000000	345021365	92.0057	345021365	0	100.0000	0.0000			



Company Secretary
(Signature)

Prestige Estates Projects Limited

Prestige Estates Projects Limited

6 - Payment of remuneration to Cost Auditors for the financial year 2018-19

Resolution Required : **{Special}**

Whether promoter/ promoter group are interested in the agenda/resolution? No

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	No. of Votes polled	% 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		262500000	100.0000	262500000	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	262500000	0	0.0000	0	0	0.0000	0.0000	
	Total		262500000	100.0000	262500000	0	100.0000	0.0000	
Public Institutions	E-Voting		82516842	76.2345	82516842	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	108240816	0	0.0000	0	0	0.0000	0.0000	
	Total		82516842	76.2345	82516842	0	100.0000	0.0000	
Public Non Institutions	E-Voting		398	0.0093	396	2	99.4975	0.5025	
	Poll		4125	0.0968	4125	0	100.0000	0.0000	
	Postal Ballot	4259184	0	0.0000	0	0	0.0000	0.0000	
	Total		4523	0.1061	4521	2	99.9558	0.0442	
Total		375000000	345021365	92.0057	345021363	2	100.0000	0.0000	


 Company Secretary
 M. J. S.



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

September 18, 2018

To,

The Chairman,
Prestige Estates Projects Limited,
The Falcon House,
No.1 Main Guard Cross Road,
Bengaluru - 560001

Dear Sir,

Sub: Consolidated - Scrutinizer's Report conducted through e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 (3) (xii) of the Companies (Management and Administration) Rules, 2014 and Poll in pursuant to Section 109 of the Companies Act, 2013.

I, Nagendra D Rao, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Prestige Estates Projects Limited vide resolution dated 28th May 2018, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (3) (xii) of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing e-voting process in a fair and transparent manner and voting on poll conducted for business to be transacted at the 21st Annual General Meeting of the Shareholders of the Company held on Monday, September 17, 2018 at 4.00 p.m., at Hajee Saheb Mohammed Ahmed Sait Cutchi Memon Jamath Khana (CMJ), 4th Floor, Topaz Hall, #276, K. Kamaraj Road, Bengaluru - 560042.

Accordingly, Prestige Estates Projects Limited has made arrangement with the system provider viz. Central Depository Services (India) Limited (CDSL) 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 Annual General Meeting Notice dated May 28, 2018 sent to the shareholders by Courier to their registered address. The Company has also sent the above mentioned notice by Speed Post to those shareholders who have specifically requested the company to dispatch the notice through Speed Post to their registered address.

The shareholders of the Company holding shares as on "cut-off" date September 11, 2018 were entitled to vote on the resolution as contained in the Notice of the Annual General Meeting and the total shareholders of the Company as on the "cut-off" date were **14,946**.

Pursuant to Rule 20 (3) of the Companies (Management and Administration) Rules, 2014, an advertisement was published by the Company in Business Standard, English Newspaper and Vijayavani, Kannada Newspaper on August 28, 2018 informing about the completion of dispatch of the notices along with other related matters mentioned therein.

The e-voting period commences on September 12, 2018 (9:00 AM) and ends on September 16, 2018 (5:30 PM).

The votes cast under e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted.

I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system.



No. 80, 1st Floor, 3rd Main, 3rd Cross, S.L. Byrappa Road, Hanumantha Nagar, Bangalore - 560 019
Telefax: 080-2650 9004, Mobile: 99451 75787, E-mail: nagendradrao@gmail.com / nagendra_d_rao@yahoo.co.in

After the closure of the voting at the Annual General Meeting, the report on the poll taken at the meeting was generated in my presence and the voting was diligently scrutinized.

The total number of Members present at the 21st Annual General Meeting were 100 (One Hundred) in person and Proxy detailed as under.

Sr. No.	Category of Shareholders present in person / proxy	In Numbers
1	Promoter and Promoter Group	6
2	Public	94
3	Proxy	0
	Total	100

I now submit my Consolidated Report on the voting process and poll conducted at the 21st Annual General Meeting of the Shareholders of the Company in respect of the below mentioned resolutions.

I. Resolution No. 1:- To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2018, together with the Boards' Report and Report of Auditors' thereon

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	170	34,45,22,136	99.99
Poll	34	4,125	0.01
Total	204	34,45,26,261	100.00

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

(i i) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	0	0
Poll	0	0
Total	0	0

Remarks: The Ordinary Resolution No.1 as mentioned above is passed Unanimously.

II.Resolution No. 2:- To receive consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2018.



Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	170	34,45,22,136	99.99
Poll	34	4,125	0.01
Total	204	34,45,26,261	100.00

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

(ii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	0	0
Poll	0	0
Total	0	0

Remarks: The Ordinary Resolution No. 2 as mentioned above is passed Unanimously.

III. Resolution No. 3:- To declare a dividend at Rs. 1.20/- per fully paid equityshare for the Financial Year 2017-18.

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	173	34,50,17,240	99.99
Poll	34	4,125	0.01
Total	207	34,50,21,365	100.00



(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	0	0
Poll	0	0
Total	0	0

Remarks: The Ordinary Resolution No. 3 as mentioned above is passed Unanimously.

IV. Resolution No. 4:- To re-appoint Ms. Uzma Irfan, Director, (DIN: 01216604) who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.

Resolution - Ordinary Resolution

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	170	34,50,17,191	99.98
Poll	34	4,125	0.01
Total	204	34,50,21,316	99.99

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	3	49	0.01
Poll	0	0	0
Total	3	49	0.01

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them.
E-voting	0	0
Poll	0	0
Total	0	0

Remarks: The Ordinary Resolution No. 4 as mentioned above is passed by Requisite Majority.



V. Resolution No. 5 :-To approve the ratification of appointment of Statutory Auditors.

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	173	34,50,17,240	99.99
Poll	34	4,125	0.01
Total	207	34,50,21,365	100

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	0	0
Poll	0	0
Total	0	0

Remarks: The Ordinary Resolution No. 5 as mentioned above is passed Unanimously.

VI. Resolution No. 6:- Payment of remuneration to M/s P. Dwibedy & Co. Cost Auditor of the Company for the Financial Year 2018-19.

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast in favour of the resolution
E-voting	172	34,50,17,238	99.98
Poll	34	4,125	0.01
Total	206	34,50,21,363	99.99



(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted through electronic system and Poll at the venue	Number of Votes Cast Against the Resolution	% of total number of valid votes cast against the resolution
E-voting	1	2	0.01
Poll	0	0	0
Total	1	2	0.01

(ii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	0	0
Poll	0	0
Total	0	0

Remarks: The Ordinary Resolution No. 6 as mentioned above is passed by Requisite Majority.

The register, all other papers and relevant records relating to electronic voting and Poll shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

I further wish to inform that the Report of Scrutinizer pursuant to Section 109 of the Companies Act, 2013 read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014] with regards to the Poll is being submitted separately in Form No. MGT - 12.

Thanking You,

Yours Faithfully,



Nagendra D Rao
Practising Company Secretary

