

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Prestige Estates Projects Limited,
The Falcon House,
No.1 Main Guard Cross Road,
Bengaluru - 560 001.

19th (Nineteenth) Annual General Meeting of the Equity Shareholders of **Prestige Estates Projects Limited** held on **Friday, September 23, 2016** at **4.00 p.m., at Orchid Hall, The Oberoi Hotel, 37-39, MG Road, Bengaluru - 560 001.**

Dear Sir,

I Nagendra D. Rao, Practising Company Secretary, 543 / A, 7th Main, 3rd Cross, Hanumanthnagar, Bengaluru - 560 019, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the **19th (Nineteenth)** Annual General Meeting of the Equity Shareholders of **Prestige Estates Projects Limited**, held on **Friday, September 23, 2016 at 4.00 p.m. at Orchid Hall, The Oberoi Hotel, 37-39, MG Road, Bengaluru - 560 001**, hereby submit my report as under:

1. After declaration of the Poll by the Chairman, ballot box kept for polling was locked in my presence with due identification mark placed on them.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents (R&TA) (M/s Link Intime India Private Limited) of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which are incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:

I. Resolution No. 1:- To receive, consider, approve and adopt the Audited Financial Statements (including Consolidated Financial statements) of the Company for the Financial year ended 31st March 2016, together with the Board's Report and Report of Auditors thereon.

(i) Voted in favour of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
33	5,568	90.27



(ii) Voted against the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
2	600	9.73

(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
2	5

II. Resolution No. 2:- To confirm the payment of Interim Dividend at Rs.1.2 per equity share for the financial year 2015-16.

(i) Voted in favour of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
33	5,568	90.27

(ii) Voted against the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
2	600	9.73

(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
2	5

III. Resolution No. 3:- To appoint a Director in place of Mr. Noaman Razack, Director, (DIN:00189329), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
31	5,467	88.63

(ii) Voted against the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
4	701	11.37

(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
2	5



IV. Resolution No. 4:- To ratify the appointment of Statutory Auditors.

(i) Voted in favour of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
35	6,168	100

(ii) Voted against the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
2	5

V. Resolution No. 5:- Increase in Investment limits u/s 186 of Companies Act, 2013.

(i) Voted in favour of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
35	6,168	100

(ii) Voted against the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
2	5

VI. Resolution No. 6:- Payment of remuneration to the Cost Auditor for the Financial Year 2016-17.

(i) Voted in favour of the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
34	5,718	92.70



(ii) Voted against the Resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of valid votes cast
1	450	7.30

(i.i) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
2	5

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,



Yours faithfully,

A handwritten signature in black ink, appearing to be "NDR" or similar, written over a horizontal line.

Nagendra D. Rao
Practising Company Secretary

Dated: September 28, 2016

Place: Bengaluru