



# PODDAR

## HOUSING AND DEVELOPMENT LTD.

### NOTICE TO THE MEMBERS DECLARATION OF RESULT OF POSTAL BALLOT

Pursuant to Section 110 of the Companies Act, 2013 ("the Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), consent of the Members of the Company was sought by way of Special Resolution as set out in the Postal Ballot Notice dated 12<sup>th</sup> February, 2019 by means of physical Ballot Forms and voting through electronic means (evoting).

Postal Ballot Notice containing the Resolution together with the explanatory statement annexed to the Notice was sent to all the Members of the Company and the last date of receipt of Postal Ballot Forms, either through physical submission of Postal Ballot Forms by the Members of the Company in postage pre-paid self-addressed envelope or through e-voting was Monday, 25<sup>th</sup> February, 2019. The Company had appointed Shri Dinesh Kumar Deora, Practicing Company Secretary, to act as the scrutinizer for conducting the Postal Ballot in fair and transparent manner, Shri Dinesh Kumar Deora has submitted his report dated 26<sup>th</sup> March, 2019 to the Company.

The details of the combined voting results (result of remote e-voting and result of voting through Postal ballot papers) are enclosed in the prescribed format under regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, is reproduced hereunder:

<b>Date of Postal Ballot:</b> (a) Date of Postal Ballot Notice (b) Date of Declaration of Result of Postal Ballot	12 <sup>th</sup> February, 2019 26 <sup>th</sup> March, 2019
Total Number of Shareholders as on Cut-off date for ascertaining the list of shareholders to whom the notice of Postal Ballot was sent and also for reckoning voting rights. (i.e. Cut-Off date for Benpos -Beneficiary Position).	2570 Equity Shareholders (as on Friday 8th February 2019)
<b>No. of Shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group Public	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter Group: Public:	Not Applicable



(Formerly known as Poddar Developers Ltd.)

## Poddar Housing and Development Limited

Resolution Required : (Special)		1 - To pass a Special Resolution for Re-appointment of Mr. Shrikant Tembey as an Independent Director of the Company to hold office for a second term from 1st April, 2019 to 31st March, 2024.							
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	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	3852768	3852768	100.0000	3852768	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>3852768</b>	<b>100.0000</b>	<b>3852768</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	1120665	871733	77.7871	871733	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>871733</b>	<b>77.7871</b>	<b>871733</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	1341967	6561	0.4889	6300	261	96.0219	3.9781	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		989	0.0737	989	0	100.0000	0.0000	0
	<b>Total</b>		<b>7550</b>	<b>0.5626</b>	<b>7289</b>	<b>261</b>	<b>96.5430</b>	<b>3.4570</b>	<b>0</b>
<b>Total</b>		<b>6315400</b>	<b>4732051</b>	<b>74.9288</b>	<b>4731790</b>	<b>261</b>	<b>99.9945</b>	<b>0.0055</b>	<b>0</b>



## Poddar Housing and Development Limited

Resolution Required : (Special)		2 - To pass a Special Resolution for Re-appointment of Mr. Ramakant Nayak as an Independent Director of the Company to hold office for a second term from 1st April, 2019 to 31st March, 2024.							
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	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	3852768	3852768	100.0000	3852768	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>3852768</b>	<b>100.0000</b>	<b>3852768</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	1120665	871733	77.7871	871733	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>871733</b>	<b>77.7871</b>	<b>871733</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	1341967	6561	0.4889	6300	261	96.0219	3.9781	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		989	0.0737	989	0	100.0000	0.0000	0
	<b>Total</b>		<b>7550</b>	<b>0.5626</b>	<b>7289</b>	<b>261</b>	<b>96.5430</b>	<b>3.4570</b>	<b>0</b>
<b>Total</b>		<b>6315400</b>	<b>4732051</b>	<b>74.9288</b>	<b>4731790</b>	<b>261</b>	<b>99.9945</b>	<b>0.0055</b>	<b>0</b>



## Poddar Housing and Development Limited

Resolution Required : (Special)		3 - To pass a Special Resolution for Continuation of Directorship by Mr. Dilip J Thakkar as Non-Executive Director of the Company, liable to retire by rotation							
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	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	3852768	3852768	100.0000	3852768	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>3852768</b>	<b>100.0000</b>	<b>3852768</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	1120665	871733	77.7871	427544	444189	49.0453	50.9547	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>871733</b>	<b>77.7871</b>	<b>427544</b>	<b>444189</b>	<b>49.0453</b>	<b>50.9547</b>	<b>0</b>
Public Non Institutions	E-Voting	1341967	6561	0.4889	6300	261	96.0219	3.9781	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		989	0.0737	989	0	100.0000	0.0000	0
	<b>Total</b>		<b>7550</b>	<b>0.5626</b>	<b>7289</b>	<b>261</b>	<b>96.5430</b>	<b>3.4570</b>	<b>0</b>
<b>Total</b>		<b>6315400</b>	<b>4732051</b>	<b>74.9288</b>	<b>4287601</b>	<b>444450</b>	<b>90.6077</b>	<b>9.3923</b>	<b>0</b>



**DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.  
COMPANY SECRETARY**

**OFFICE: 205, 2<sup>ND</sup> FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD  
(EAST), MUMBAI-400097.**

**TEL NO.: 916710063 E-MAIL: dinesh.deora@yahoo.com**

To,  
The Chairman  
PODDAR HOUSING AND DEVELOPMENT LIMITED  
Unit No. 3-5, Neeru Silk Mills, Mathuradas Mills Compound,  
N M Joshi Marg, Lower Parel, Mumbai-400013

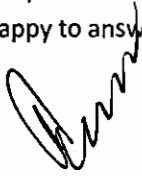
Dear Sir

At the outset, I would like to thank you for entrusting me with the task of scrutinizing the remote e-Voting and voting through Ballot for approval of a resolution by shareholders through postal ballot process.

Please find enclosed results of remote e-Voting.

My report on remote e-Voting is based on the data downloaded from the e-Voting platform provided by National Securities Depository Limited (NSDL).

I trust you will find Report to be comprehensive and self-explanatory in all respects. I will, however, be happy to answer your queries, if any, on the same.



**DINESH KUMAR DEORA**  
Practising Company Secretary  
Membership No F5683  
CP No. 4119



Place: Mumbai  
Date: 26<sup>th</sup> March, 2019

**Report of Scrutinizer on remote e-Voting by the Shareholders during the Postal Ballot Process of  
Poddar Housing and Development Limited**

**DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.**  
**COMPANY SECRETARY**

---

OFFICE: 205, 2<sup>ND</sup> FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD  
(EAST), MUMBAI-400097.  
TEL NO.: 916710063 E-MAIL: dinesh.deora@yahoo.com

---

1. In terms of provisions of Section 108 of the Companies Act,2013 read with Rule 20 of the Companies ( Management & Administration ) Rules,2014 ( the Rules ) as amended , I was appointed as Scrutinizer by the Company on 12<sup>th</sup> February,2019 to the remote e-Voting process for passing the items on the agenda as contained in Postal Ballot Notice dated 12<sup>th</sup> February,2019.
2. On the basis of the Register of Members and the List of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NDSL) and Central Depository Services (India) Limited (CDSL), for the purpose of remote e-Voting, the Company completed the dispatch of Notice of remote e-Voting by permitted means.
3. In terms of the aforesaid Notice, remote e-Voting was open for thirty days from **9.00 a.m. on Saturday, 23<sup>rd</sup> February, 2019** to **5.00 p.m. on Monday, 25<sup>th</sup> March, 2019** and members were required to cast their votes electronically conveying their asset or dissent in respect of the a Special Resolution, on e-Voting platform provided by NSDL.
4. The Voting rights were reckoned as on **Friday, 8<sup>th</sup> February, 2019**, being the Cut-Off date for the purpose of remote e-Voting.
5. As required in the Rules, I unlocked the remote e-Voting on the platform provided by NSDL after completion of the remote e-Voting process at 10.48 a.m. on 26<sup>th</sup> March, 2019, in the presence of Mr. Pankaj Makharia and Mr. Jainendra Yadav.
6. Based on the results made available to me, 27 (Twenty Seven) folios have cast their votes on the e-Voting platform and I have annexed with this Report, a summary of the e-Voting Results for the agenda item contained in the said Postal Ballot Notice.



**DINESH KUMAR DEORA**  
Practising Company Secretary  
Membership No F5683  
CP No. 4119



Date: 26<sup>th</sup> March, 2019  
Place: Mumbai

**Report of Scrutinizer on remote e-Voting by the Shareholders during the Postal Ballot Process of  
Poddar Housing and Development Limited**

**DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.**  
**COMPANY SECRETARY**

OFFICE: 205, 2<sup>ND</sup> FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD  
(EAST), MUMBAI-400097.  
TEL NO.: 916710063 E-MAIL: dinesh.deora@yahoo.com

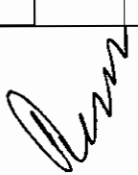
**SUMMARY OF E-VOTING RESULTS**

EVEN Reference No. 110433

Voting Start Date: 23/02/2019 09.00 AM

Voting End Date: 25/03/2019 05.00 PM

Items on the Agenda	Voted in Favour		Voted Against		Abstained	
	Number of Folios Voted	Number of Votes	Number of Folios Voted	Number of Votes	Number of Folios Voted	Number of Votes
1	23	4730801	4	261	0	0
2	23	4730801	4	261	0	0
3	22	4286612	5	444450	0	0

  
**DINESH KUMAR DEORA**  
Practising Company Secretary  
Membership No F5683  
CP No. 4119



Date: 26th March, 2019  
Place: Mumbai

Report of Scrutinizer on remote e-Voting by the Shareholders during the Postal Ballot Process of  
Poddar Housing and Development Limited

**DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.**  
**COMPANY SECRETARY**

OFFICE: 205, 2<sup>ND</sup> FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD  
(EAST), MUMBAI-400097.

TEL NO.: 916710063 E-MAIL: dinesh.deora@yahoo.com

To,  
The Chairman  
PODDAR HOUSING AND DEVELOPMENT LIMITED  
Unit No. 3-5, Neeru Silk Mills, Mathuradas Mills Compound,  
N M Joshi Marg, Lower Parel, Mumbai-400013

Dear Sir,

Please refer to your letter dated 14th November, 2018, appointing me as a Scrutinizer for the purpose of ascertaining the result of resolution sought to be passed by means of a Postal Ballot pursuant to the provisions of section 110 of the Companies Act, 2013 ('the Act') read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force).

(1) I submit my report as under:

- 1.1 The Company has completed the dispatch/ e-mailing of Postal Ballot Forms on 12<sup>th</sup> February, 2019, along with postage prepaid business reply envelope to its members whose name(s) appeared on the Register of members/ list of beneficiaries as on 8<sup>th</sup> February, 2019.
- 1.2 The shareholders of the Company had options to vote on Resolutions either through the postal ballot forms physically or through the e-voting facility, Shareholders opting for e-voting facility, casted their votes on the designated website <https://www.evoting.nsdl.co.in> of National Securities Depository Limited (NSDL).
- 1.3 Total No. of votes based on Paid Up Capital of the Company as on 8<sup>th</sup> February, 2019 is 63,15,400.
- 1.4 Date of public Announcement with respect to completion of dispatch of Postal ballot Forms in two newspapers was made in on 23<sup>rd</sup> February, 2019 in Financial Express (all India) in English and Mumbai Lakshyadip in Marathi.
- 1.5 Particulars of all Postal Ballot Forms received in physical or through e-voting process from the members have been consolidated and entered in a sheet separately maintained for the purpose.
- 1.6 The Postal Ballot Forms were kept under safe custody before commencing the scrutiny of such postal ballot forms.
- 1.7 The Postal Ballot Forms were duly entered in my presence and scrutinized and the shareholding was matched/ confirmed with the register of members of the company/ list of beneficiaries as on 8<sup>th</sup> February, 2019.





**DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.**  
**COMPANY SECRETARY**

OFFICE: 205, 2<sup>ND</sup> FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD  
(EAST), MUMBAI-400097.

TEL NO.: 916710063 E-MAIL: dinesh.deora@yahoo.com

1.8 All Postal ballot Forms received either in physical or by casting of votes electronically through NDSL portal up to the close of working hours ( 5.00 PM ) on 25th March, 2019, the last date and time fixed by the Company for receipt of the Forms, were considered for my scrutiny.

1.9 Envelopes containing postal ballot forms received after 25<sup>th</sup> March, 2019 were not considered for my scrutiny.

1.10 I did not find any defaced or mutilated paper.

(2) A summary of the Postal Ballot Forms received / votes casted electronically is given below:

**(1) Re-appointment of Mr. Shrikant Tembey as an Independent Director of the Company to hold office for a second term from 1st April, 2019 to 31st March, 2024**

Particulars	Physical		Electronic		Total	
	Folios	Votes	Folios	Votes	Folios	Votes
a) Total postal ballot Forms / Electronic Votes received and number of votes casted	7	1490	27	4731062	34	4732552
b) Less: Invalid no. of votes casted	4	501	0	0	4	501
c) Valid no. of votes casted (Net)	3	989	27	4731062	30	4732051
d) Total no. of votes with assent for the Resolution	3	989	23	4730801	26	4731790
e) Total no. of votes with dissent for the Resolution	0	0	4	261	4	261

% of total votes casted in favor of the Resolution: 99.9945%

% of total votes casted against the Resolution: 0.0055%

**(2) Re-appointment of Mr. Ramakant Nayak as an Independent Director of the Company to hold office for a second term from 1st April, 2019 to 31st March, 2024**



**DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.**  
**COMPANY SECRETARY**

OFFICE: 205, 2<sup>ND</sup> FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD  
(EAST), MUMBAI-400097.

TEL NO.: 916710063 E-MAIL: dinesh.deora@yahoo.com

	Particulars	Physical		Electronic		Total	
		Folios	Votes	Folios	Votes	Folios	Votes
a)	Total postal ballot Forms / Electronic Votes received and number of votes casted	7	1490	27	4731062	34	4732552
b)	Less: Invalid no. of votes casted	4	501	0	0	4	501
c)	Valid no. of votes casted (Net)	3	989	27	4731062	30	4732051
d)	Total no. of votes with assent for the Resolution	3	989	23	4730801	26	4731790
e)	Total no. of votes with dissent for the Resolution	0	0	4	261	4	261

% of total votes casted in favor of the Resolution: 99.9945%

% of total votes casted against the Resolution: 0.0055%

**(1) Continuation of Directorship by Mr. Dilip J Thakkar as Non-Executive Director of the Company, liable to retire by rotation:**

	Particulars	Physical		Electronic		Total	
		Folios	Votes	Folios	Votes	Folios	Votes
a)	Total postal ballot Forms / Electronic Votes received and number of votes casted	7	1490	27	4731062	34	4732552
b)	Less: Invalid no. of votes casted	4	501	0	0	4	501
c)	Valid no. of votes casted (Net)	3	989	27	4731062	30	4732051
d)	Total no. of votes with assent for the Resolution	3	989	22	4286612	25	4287601
e)	Total no. of votes with dissent for the Resolution	0	0	5	444450	5	444450

% of total votes casted in favor of the Resolution: 90.6077%

% of total votes casted against the Resolution: 9.3923%



**DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.**  
**COMPANY SECRETARY**

**OFFICE: 205, 2<sup>ND</sup> FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD  
(EAST), MUMBAI-400097.**

**TEL NO.: 916710063 E-MAIL: dinesh.deora@yahoo.com**

- (3) I have handed over the Postal Ballot Forms and other related papers/registers and records for safe custody to the Company Secretary/ Director authorized by the Board to supervise the postal ballot process.
- (4) You may accordingly declare the results of the voting by postal ballot.



**DINESH KUMAR DEORA**  
**Practising Company Secretary**  
**Membership No F5683**  
**CP No. 4119**



**Place: Mumbai**  
**Date: 26th March, 2019**