



PHOENIX TOWNSHIP LIMITED

CIN : L67190GA1993PLC001327

Date: September 28, 2024

To,
Department of Corporate services
BSE Limited
P.J. Towers, Dalal Street,
Fort, Mumbai - 400 001

Ref: BSE Scrip Code: 537839

Sub: Voting results of the 31st Annual General Meeting (AGM) of the Company along with Scrutinizer's Report

Dear Sir / Madam,

With reference to the aforesaid subject matter and pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith voting results (remote e-voting and e-voting done during AGM) of the 31st Annual General Meeting (AGM) of the Company held on September 28, 2024.

Further, we are enclosing the Consolidated Report of the Scrutinizer on remote e-voting and evoting done during AGM.

We hereby request you to kindly take the same on record.

For Phoenix Township Limited

Corp. Office : Hede House,
14, BEST Marg, Colaba,
Mumbai - 400 001.
Tel. : (91-22) - 8158 0800
E-mail : admin@hbgindia.com
Website : www.hbgindia.com

Park Inn by Radisson
Sequeira Vado, Candolim,
Goa - 403 515
Tel. : (91-832) 6633 333 / 103
E-mail : info@pigoa.com

Phoenix Island Resort
Pozhiyoor PO, Poovar,
Thiruvananthapuram, Poovar,
Kerala - 895 513.
Tel.: +91 97471 29948
bookings.poovar@phoenixresorts.in

REGD. OFF. : Durga Bhawan,
Hede Centre, Tonca,
Panaji, Goa - 403 001
Tel.: (91-832)-6642724/6493266
E-mail : hbggoa@yahoo.co.in

Samit Hede
Managing Director
DIN: 01411689
Place: Mumbai

Encl: As Above



MEMBER
HEDE BUSINESS GROUP

CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,
The Chairman,
Phoenix Township Limited
Durga Bhavan, Hede Centre,
Tonca, Panaji, Goa-403001

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and e-voting conducted during the 31st Annual General Meeting ('AGM') of Phoenix Township Limited held on Saturday, 28th September, 2024 at 03.30 P.M. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

We, Kothari H. & Associates, Company Secretaries, have been appointed by the Board of Directors of Phoenix Township Limited ("the Company") for the purpose of scrutinizing the voting by electronic means i.e. electronic voting and through remote e-voting system at the Annual General Meeting ("AGM") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 & Rule 21 of the Companies (Management and Administration) Rules, 2014 ("Rules") as amended and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") on the resolution(s) contained in the notice of the shareholders of the 31st AGM of the Company, held on Saturday, September 28, 2024 at 03.30 P.M. (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 (the Act") and the Rules thereunder and the Securities and Exchange Board of India Listing Obligations and Disclosure Requirements, 2015 as amended from time to time (hereafter referred as 'SEBI Listing Regulations') relating to voting through electronic means (by remote e-voting) and electronic (e-voting) at the 31st Annual General Meeting by the shareholders on the resolutions proposed in the Notice of the 31st AGM of the company.

We are pleased to submit our report as under, which is comprehensive and self-explanatory in all respect:

1. Pursuant to the provisions of Section 108 of the Act read with Rule 20 and Regulation 44 of Listing Regulations and MCA Circulars, the Company has availed the e-voting facility offered by CDSL for conducting remote e-voting and e-voting at the AGM by the Shareholders who attended the AGM through VC / OAVM and who had not cast their vote through Remote e-voting.



2. The Company had sent the notice of AGM containing detailed procedure to be followed by the members of the Company and Annual Report in electronic form only to its members whose name(s) appeared in the Register of members/ list of beneficiaries as on Friday, August 30, 2024.
3. Advertisement was published by the Company in English in The Financial Express dated Saturday, September 07, 2024 and in Marathi in Goan Varta, dated Saturday, September 07, 2024. The notice published in the newspaper carried the required information as specified in Sub Rule 3(v) (a) to (g) of the said Rule 20.
4. The Voting rights were reckoned as on Friday, 20th September, 2024, being the cut-off date for the purpose of deciding the entitlements of members at the e-voting and remote e-voting at the Meeting.
5. The remote e-voting period was open for three days which commenced on Wednesday, 25th September, 2024 at 9.00 a.m. and ended on Friday, 27th September, 2024 at 5.00 p.m. on <https://www.evotingindia.com/>.
6. After declaration of voting by the Chairman, the shareholders present at the AGM through VC and who had not voted on remote e-voting, voted through e-voting facility provided by CDSL at the AGM.
7. On Saturday, 28th September, 2024 after the conclusion of AGM, the report on the e-voting carried at the AGM was generated and diligently scrutinized; thereafter the votes cast through remote e-voting process were unblocked by me in the presence of two witnesses Ms. Shreya Pandya and Ms. Dhruvina Jain.
8. On scrutiny, we report that 20 Shareholders were present in the meeting in through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).
9. Based on the results made available to me, members have casted their votes either through remote e-voting platform or through e-voting during AGM. The brief analysis of the results of the voting through Remote e-voting and e-voting at the AGM casted by the equity shareholders, based on the report generated by CDSL, scrutinized on test-check basis and relied upon by me, are as under:

RESULTS:

The details containing interalia, no. of Equity Shareholders, who voted "for", "against" or "abstain", if any on each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services Limited (CDSL). Taking into account the report from CDSL and remote e-voting at the AGM the consolidated result with respect to each item on the business as set out in the Notice of the 31st AGM dated 14th August, 2024 is enclosed;



Resolution No. 1 - As an Ordinary Resolution

To receive, consider and adopt:

(a) The Standalone Financial Statements of the Company for the year ended on March 31, 2024, containing the Audited Balance Sheet, the Statement of Change in Equity, Profit and Loss, Cash Flow statement and report of the Board and Auditors thereon, on that date.

(b) The Consolidated Financial Statements of the Company for the year ended on March 31, 2024, containing the Audited Balance Sheet, the Statement of Change in the Equity, Profit and Loss, Cash Flow Statement and report of the Auditors thereon, on that date.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	30	9791123	NIL	NIL	30	9791123	99.99
Voted Against	2	2	NIL	NIL	2	2	Negligible
Abstain / Invalid	NIL	NIL	NIL	NIL	-	-	-

Based on the aforesaid results, Ordinary Resolution as contained in item No. 1 has been passed requisite majority.

Resolution No. 2 - As an Ordinary Resolution

To declare Final Dividend of 2.5% i.e. Rs. 0.25/- per Equity Share of Rs. 10/-each and 1 % i.e. Rs. 0.10/- per preference share of Rs. 10/each for the financial year ended March 31, 2024.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	30	9791123	NIL	NIL	30	9791123	99.99
Voted Against	2	2	NIL	NIL	2	2	Negligible
Abstain / Invalid	NIL	NIL	NIL	NIL	-	-	-



Based on the aforesaid results, Ordinary Resolution as contained in item No. 2 has been passed requisite majority.

Resolution No. 3 - As an Ordinary Resolution

To appoint a Director in place of Mrs. Shibanee Manish Harlalka (DIN: 00507607), who retires by rotation and being eligible, offers herself for re-appointment.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	30	9791123	NIL	NIL	30	9791123	99.99
Voted Against	2	2	NIL	NIL	2	2	Negligible
Abstain / Invalid	NIL	NIL	NIL	NIL	-	-	-

Based on the aforesaid results, Ordinary Resolution as contained in item No. 3 has been passed requisite majority.

Resolution No. 4 - As a Special Resolution

To Appoint Dr. Anita Rahul Shantaram (DIN: 00786517), as an Independent Director of the Company.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	30	9791123	NIL	NIL	30	9791123	99.99
Voted Against	2	2	NIL	NIL	2	2	Negligible
Abstain / Invalid	NIL	NIL	NIL	NIL	-	-	-



Based on the aforesaid results, Special Resolution as contained in item No. 4 has been passed requisite majority.

Resolution No. 5 - As a Special Resolution

Approval of Loans, Investments, Guarantee or Security Under Section 185 of Companies Act, 2013:

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	30	9791123	NIL	NIL	30	9791123	99.99
Voted Against	2	2	NIL	NIL	2	2	Negligible
Abstain / Invalid	NIL	NIL	NIL	NIL	-	-	-

Based on the aforesaid results, Special Resolution as contained in item No. 5 has been passed requisite majority.

Resolution No. 6 - As a Special Resolution

To Make Loans or Investment(S) or Provide Security and Guarantee in Excess of the Prescribed Limits under Section 186 of the Companies Act, 2013.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of member voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	30	9791123	NIL	NIL	30	9791123	99.99
Voted Against	2	2	NIL	NIL	2	2	Negligible
Abstain / Invalid	NIL	NIL	NIL	NIL	-	-	-



Based on the aforesaid results, Special Resolution as contained in item No. 6 has been passed requisite majority.

10. The Electronic data and all other relevant records relating to the e-voting is under my safe custody and all will be handed over to the Management for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

For **KOTHARI H. & ASSOCIATES**
Company Secretaries
Peer Review Certificate Number: 5312/2023





Sonam Jain
Membership No. 9871
Certificate of Practice No. 12402


Place: Mumbai
Date: 28.09.2024

UDIN: F009871F001361716

We, the undersigned witnesses that the votes were unblocked from e-voting website of Central Depository Services Limited (CDSL) at <https://www.evotingindia.com> in our presence at 4.07 p.m. on Saturday, 28th September, 2024.



Ms. Shreya Pandya



Ms. Dhruvina Jain

Countersign by the Managing Director
For Phoenix Township Limited

Samit Prafulla Hede
Managing Director
DIN: 01411689

General information about company

Scrip code	537839
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE977M01024
Name of the company	PHOENIX TOWNSHIP LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-09-2024
Start time of the meeting	03:30 PM
End time of the meeting	03:45 PM

Scrutinizer Details

Name of the Scrutinizer	Sonam Jain
Firms Name	KOTHARI H. & ASSOCIATES
Qualification	CS
Membership Number	9871
Date of Board Meeting in which appointed	14-08-2024
Date of Issuance of Report to the company	28-09-2024

Voting results	
Record date	20-09-2024
Total number of shareholders on record date	2344
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	7
b) Public	13
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To receive, consider and adopt: (a) The Standalone Financial Statements of the Company for the year ended on March 31, 2024, containing the Audited Balance Sheet, the Statement of Change in Equity, Profit and Loss, Cash Flow statement and report of the Board and Auditors thereon, on that date. (b) The Consolidated Financial Statements of the Company for the year ended on March 31, 2024, containing the Audited Balance Sheet, the Statement of Change in the Equity, Profit and Loss, Cash Flow Statement and report of the Auditors thereon, on that date					
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	9851720						
	Poll		9778610	99.2579	9778610	0	100	0
	Postal Ballot (if applicable)							
	Total		9851720	9778610	99.2579	9778610	0	100
Public-Institutions	E-Voting	7750						
	Poll		0	0	0	0	0	0

	Postal Ballot (if applicable)							
	Total	7750	0	0	0	0	0	0
Public- Non Institutions	E-Voting	4124790						
	Poll		12515	0.3034	12513	2	99.984	0.016
	Postal Ballot (if applicable)							
	Total		4124790	12515	0.3034	12513	2	99.984
Total		13984260	9791125	70.0153	9791123	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare Final Dividend of 2.5% i.e. Rs. 0.25/- per Equity Share of Rs. 10/- each and 1 % i.e. Rs. 0.10/- per preference share of Rs. 10/each for the financial year ended March 31, 2024.				
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	9851720						
	Poll		9778610	99.2579	9778610	0	100	0
	Postal Ballot (if applicable)							
	Total		9851720	9778610	99.2579	9778610	0	100
Public-Institutions	E-Voting	7750						
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		7750	0	0	0	0	0
Public- Non Institutions	E-Voting	4124790						
	Poll		12515	0.3034	12513	2	99.984	0.016

	Postal Ballot (if applicable)							
	Total	4124790	12515	0.3034	12513	2	99.984	0.016
Total		13984260	9791125	70.0153	9791123	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mrs. Shibanee Manish Harlalka (DIN: 00507607), who retires by rotation and being eligible, offers herself for re-appointment.				
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	9851720						
	Poll		9778610	99.2579	9778610	0	100	0
	Postal Ballot (if applicable)							
	Total		9851720	9778610	99.2579	9778610	0	100
Public-Institutions	E-Voting	7750						
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		7750	0	0	0	0	0
Public- Non Institutions	E-Voting	4124790						
	Poll		12515	0.3034	12513	2	99.984	0.016

	Postal Ballot (if applicable)							
	Total	4124790	12515	0.3034	12513	2	99.984	0.016
Total		13984260	9791125	70.0153	9791123	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Appoint Dr. Anita Rahul Shantaram (DIN: 00786517). as an Independent Director 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
Promoter and Promoter Group	E-Voting	9851720						
	Poll		9778610	99.2579	9778610	0	100	0
	Postal Ballot (if applicable)							
	Total		9851720	9778610	99.2579	9778610	0	100
Public-Institutions	E-Voting	7750						
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		7750	0	0	0	0	0
Public- Non Institutions	E-Voting	4124790						
	Poll		12515	0.3034	12513	2	99.984	0.016
	Postal Ballot (if applicable)							

	Total	4124790	12515	0.3034	12513	2	99.984	0.016
	Total	13984260	9791125	70.0153	9791123	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of Loans. Investments. Guarantee or Security Under Section 185 of Companies Act. 2013:				
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	9851720						
	Poll		9778610	99.2579	9778610	0	100	0
	Postal Ballot (if applicable)							
	Total		9851720	9778610	99.2579	9778610	0	100
Public- Institutions	E-Voting	7750						
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		7750	0	0	0	0	0
Public- Non Institutions	E-Voting	4124790						
	Poll		12515	0.3034	12513	2	99.984	0.016
	Postal Ballot (if applicable)							

	Total	4124790	12515	0.3034	12513	2	99.984	0.016
	Total	13984260	9791125	70.0153	9791123	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Make Loans or Investment(S) or Provide Security and Guarantee in Excess of the Prescribed Limits under Section 186 of the Companies Act, 2013.				
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	9815720						
	Poll		9778610	99.6219	9778610	0	100	0
	Postal Ballot (if applicable)							
	Total		9815720	9778610	99.6219	9778610	0	100
Public-Institutions	E-Voting	7750						
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		7750	0	0	0	0	0
Public- Non Institutions	E-Voting	4124790						
	Poll		12515	0.3034	12513	2	99.984	0.016
	Postal Ballot (if applicable)							

	Total	4124790	12515	0.3034	12513	2	99.984	0.016
	Total	13948260	9791125	70.196	9791123	2	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

