

September 29, 2023

Scrip Code 532832 BSE Limited Phiroze Jeejeebhoy Towers, Street, MUMBAI 400 001 IBREALEST/EQ National Stock Exchange of India Limited "Exhange Plaza" Bandra-Kurla Complex, Dalal Bandra (East), MUMBAI 400 051

Sub: Proceedings/ Outcome of 17<sup>th</sup> Annual General Meeting of the members of Indiabulls Real Estate Limited ("the Company") held on Friday, September 29, 2023 and disclosures under Regulations 30 & 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (Listing Regulations)

Dear Sir/Madam,

Pursuant to Regulations 30 and 44 of the SEBI (Listing Regulations), we submit the following:

# (A) Summary of the proceedings of 17th Annual General Meeting (AGM)

The 17<sup>th</sup> Annual General Meeting of the members of the Company ("AGM") was held on Friday, September 29, 2023 through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM"). The AGM commenced at 11:00 A.M. (IST) and concluded at 12:07 P.M. (IST) with the closure of the voting at the meeting ("Meeting").

In compliance with the circulars issued by Regulators, the Company had provided the facility to its members to join the Meeting through Video Conferencing ("VC") / Other Audio-Visual Means ("OVAM") along with the facility to view the Meeting on live webcast on the platform of KFin Technologies Limited (KFintech).

Mr. Chandra Shekher Joshi, Company Secretary of the Company welcomed the members to the meeting and request Mr. K.G. Krishnamurthy (Non-Executive Independent Director), Chairman of the board to occupy the chair and start the proceedings of the meeting.

Mr. K.G. Krishnamurthy occupied the Chair and welcomed the members to the Meeting. He informed the Members that since the requisite quorum, as required pursuant to Section 103 of the Companies Act, 2013 was present, he called the Meeting to order.

The Chairman informed that the requisite registers and documents, as required under the applicable provisions of the Companies Act, 2013 and Listing Regulations along with certificate from Secretarial Auditors of the Company in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 are available for electronic inspection and open for inspection by the members till the conclusion of the Meeting.

The Chairman introduced the Board members and Key Managerial Personnel of the Company, present at the Meeting namely Mr. Sachin Shah, Whole-time Director, Mr. Praveen Kumar Tripathi, Ms. Tarana Lalwani, Mr. Shyamm Mariwala & Mr. Javed Tapia, Independent Directors, Mr. Manish Kumar Sinha, Chief Financial Officer and Mr. Chandra Sheker Joshi, Company Secretary. The authorised

# **Indiabulls Real Estate Limited**

CIN: L45101HR2006PLC095409

Corporate Office: WeWork Vaswani Chambers, 264/265, Dr. Annie Besant Road, Worli, Mumbai – 400030, Tel.: (022) 61899600 Registered Office: Office No 01-1001, WeWork, Blue One Square, Udyog Vihar Phase 4 Rd, Gurugram – 122016, Haryana, Tel/Fax: 0124 5025020 Email: ir@indiabulls.com Website: http://www.indiabullsrealestate.com



representatives of Statutory Auditors M/s Agarwal Prakash & Co., the Secretarial Auditors M/s S. Khandelwal & Co. and the Scrutinizer Ms. Neha Sharma, (Membership No. ACS 44741), Proprietor of M/s Neha S & Associates, Practicing Company Secretary, were also present at the Meeting.

It was further informed that Mr. Praveen Kumar Tripathi is the Chairman of Audit Committee and Nomination & Remuneration Committee, and Ms. Tarana Lalwani is the Chairperson of Stakeholders Relationship Committee.

The Chairman then invited Mr. Sachin Shah, Whole-time Director of the Company to apprise the members on the Company's performance and significant developments, during the financial year 2022-23.

Mr. Sachin Shah, Whole-time Director welcomed the members to the Meeting and after his brief introduction, apprised the members on Company's performance overview i.e. performance overview, recent developments & key highlights during the financial year 2022-23. He also apprised the members on the Company's Near term vision and Medium-term Strategy and concluded by placing on records his appreciation to the Board, management team and employees for their contribution made and committed services rendered. He also expressed his gratitude and appreciation to the regulatory authorities, clients, bankers etc. and most importantly to the shareholders, for their support to the Company.

The members were informed that for this AGM, the Company had sent Notice dated September 4, 2023 along with the Annual Report for the financial year 2022-23, to all its eligible shareholders and other stakeholders electronically. Report from the Statutory Auditors for the FY 2022-23 were unqualified and without any adverse observations or comments and accordingly not required any comment from the board. However, Report from the Secretarial Auditors of the Company for the FY 2022-23, consists of minor for betterment of corporate governance, accordingly board took note of these observations and has given its comments on the same as provided by the Secretarial Auditors. Members were requested to refer the Annual Report for the financial year 2022-23.

The members were further informed that the Company had offered the facility of remote e-voting, to all its members to cast their votes electronically from Tuesday, September 26, 2023 from 10:00 A.M. (IST) till Thursday, September 28, 2023, up to 05:00 P.M. (IST), on the agenda as per AGM notice. For those members, who didn't participate in this remote e-voting, the Company had made arrangements for e-voting during the Meeting, after following the process, as explained in the AGM Notice since it was held through VC/OAVM. It was also informed that the Company had appointed Ms. Neha Sharma, (Membership No. ACS 44741), Proprietor of M/s Neha S & Associates, Practicing Company Secretary, as the Scrutinizer to scrutinize the e-voting process as well as voting at the Meeting, in a fair and transparent manner.

The businesses, as set out in the Notice dated September 4, 2023, convening 17<sup>th</sup> AGM of the Company, were transacted through e-voting by the members (remote e-voting and e-voting during the AGM who were present at the Meeting but didn't participate in remote e-voting).

The members were informed that the combined result of remote e-voting, exercised earlier during September 26, 2023 to September 28, 2023 and the e-voting (through instapoll) held today, will be declared on or before October 1, 2023, which will also be placed on the website of the Company and of KFintech and will also be forwarded to BSE Limited and National Stock Exchange of India Limited, where the Equity Shares are listed.

# **Indiabulls Real Estate Limited**

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During the Questions and Answers Session, the queries raised by the registered speakers, were responded by Mr. Sachin Shah, Whole-time Director of the Company.

Post conclusion of Meeting and closure of the e-voting (through Instapoll), the Scrutinizer downloaded all reports of remote e-voting held during September 26, 2023 to September 28, 2023 and e-voting (through Instapoll) held at Meeting, from the website of KFintech, and scrutinized the voting/ballots and issued her report dated September 29, 2023, in terms whereof, the Scrutinizer has confirmed that all the businesses as set out vide agenda item nos. 1 to 3 in the AGM Notice dated September 4, 2023 convening the meeting, are passed by the Members with requisite majority.

# (B) Outcome of 17th AGM

As required under the Listing Regulations and applicable provisions of the Companies Act, 2013, we also enclose the following:

- a) Voting Results in the prescribed format; and
- b) Scrutinizer Report dated September 29, 2023, on remote e-voting and e-voting at AGM.

We request you to kindly take the same on record.

Thanking you,

Yours truly, for **Indiabulls Real Estate Limited** 

**Chandra Shekher Joshi** Company Secretary

Encl: as above

CC: Luxembourg Stock Exchange, Luxembourg

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	Regulation	44(3) of the SEB	I (Listing Oblig	REAL ESTATE L ations and Disclose for Voting Results	ure Requirement	s) Regulations	, 2015			
Date of the A	.GM / <del>EGM</del> r of Sharholders on record da	***			29-Sep-23 330357					
	olders present in the meeting		or through prov	av:			330357			
	and Promoter Group:	, ettiler in person	or through prox	<i>.</i>	Not Applicable					
Public	and Fromotor Group.				Not Applicable					
	olders attended the meeting	through Video C	onferencing							
	and Promoter Group:						N.A.			
Public:		16/ 11		<b>F</b> : 16/ /			80	D ( 64		
	no. 1: Adoption of the Audit uditors thereon	ed Standalone an	d Consolidated	Financial Statemer	its of the Compa	ny as at Marc	n 31, 2023 and the	Reports of the		
	quired: (Ordinary/ Special)				Ord	inary				
	moter/ promoter group are in	terested in the	No							
agenda/resolu		N 6 1		0/ 537 /	N 637 /	NI CAL	0/ C X/ /	0/ 637 /		
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100			
				(3)=[(2)/(1)]* 100						
Promoter and	E-Voting	0	0		0		0.000	0.000		
Promoter	Instapoll Postal Ballot (if applicable)	0	0 N.A		0 N.A		0.000 N.A	0.000 N.A		
Group	Total	0	0.000		0.000		0.000	0.000		
Public-	E-Voting		11,77,34,794		11,72,73,214		99.608	0.392		
Institutions	Instapoll	13,28,44,164	0		0		0.000	0.000		
	Postal Ballot (if applicable)	12 20 44 75	N.A		N.A	N.A	N.A	N.A		
Dahla M.	Total E-Voting	13,28,44,164	11,77,34,794 6,95,61,749	88.63 17.015	11,72,73,214 6,95,48,500	4,61,580 13,249	99.608 99.981	0.392		
Public- Non Institutions	E-Voting Instapoll	40,88,31,167	23,87,573	0.584	23,85,113		99.981	0.019		
	Postal Ballot (if applicable)		N.A		25,65,115 N.A	2,400 N.A	N.A	0.103 N.A		
	Total	40,88,31,167	7,19,49,322	17.599	7,19,33,613	15,709	99.978	0.022		
Total		54,16,75,331	18,96,84,116	35.018		4,77,289	99.748			
	no. 2: To appoint a director					& Key Mana	gerial Personnel, d	esignated as		
	Director, who retires by rotat equired: (Ordinary/ Special)	ion and being elig	ible, has ottered	i nimsen for re-app		inary				
	moter/ promoter group are in	terested in the				No				
agenda/resolu		iterested in the			-	10				
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			
	E-Voting		0		0	0	0.000	0.000		
Promoter and Promoter	Instapoll	0	0		0		0.000	0.000		
Group	Postal Ballot (if applicable)		N.A		N.A			N.A		
	Total	0	0.000		0.000		0.000	0.000		
Public- Institutions	E-Voting Instapoll	13,28,44,164	11,82,60,857		9,55,42,726 0		80.790 0.000	19.210		
institutions	Postal Ballot (if applicable)	15,20,11,101	N.A		N.A	N.A	0.000 N.A	N.A		
	Total	13,28,44,164		89.02	9,55,42,726	2,27,18,131				
Public- Non	E-Voting		<u> </u>		9,55,42,720	2,27,18,131	80.790	19.210		
Institutions	Instapoll		6,95,61,666	17.015	6,94,26,451	1,35,215	99.806			
		40,88,31,167	23,87,573	0.584	6,94,26,451 23,85,113	1,35,215 2,460	99.806 99.897	0.194		
	Postal Ballot (if applicable)		23,87,573 N.A	0.584 N.A	6,94,26,451 23,85,113 N.A	1,35,215 2,460 N.A	99.806 99.897 N.A	0.194 0.103 N.A		
Total	Postal Ballot (if applicable) Total	40,88,31,167	23,87,573 N.A <b>7,19,49,239</b>	0.584 N.A 17.599	6,94,26,451 23,85,113 N.A <b>7,18,11,564</b>	1,35,215 2,460 N.A 1,37,675	99.806 99.897 N.A <b>99.809</b>	0.194 0.103 N.A 0.191		
Total	Total	40,88,31,167 54,16,75,331	23,87,573 N.A 7,19,49,239 19,02,10,096	0.584 N.A 17.599 35.115	6,94,26,451 23,85,113 N.A 7,18,11,564 16,73,54,290	1,35,215 2,460 N.A 1,37,675 2,28,55,806	99.806 99.897 N.A <b>99.809</b> 87.984	0.194 0.103 N.A 0.191 12.016		
		40,88,31,167 54,16,75,331	23,87,573 N.A 7,19,49,239 19,02,10,096	0.584 N.A 17.599 35.115	6,94,26,451 23,85,113 N.A 7,18,11,564 16,73,54,290	1,35,215 2,460 N.A 1,37,675 2,28,55,806	99.806 99.897 N.A <b>99.809</b> 87.984	19.210 0.194 0.103 N.A 0.191 12.016 g limits.		
Agenda item	Total	40,88,31,167 54,16,75,331	23,87,573 N.A 7,19,49,239 19,02,10,096	0.584 N.A 17.599 35.115	6,94,26,451 23,85,113 N.A 7,18,11,564 16,73,54,290 ate placement ba	1,35,215 2,460 N.A 1,37,675 2,28,55,806	99.806 99.897 N.A <b>99.809</b> 87.984	0.194 0.103 N.A 0.191 12.016		
Agenda item Resolution re Whether pro	Total no. 3: Approval for issue of quired: (Ordinary/ Special) moter/ promoter group are in	40,88,31,167 54,16,75,331 Non-Convertible	23,87,573 N.A 7,19,49,239 19,02,10,096	0.584 N.A 17.599 35.115	6,94,26,451 23,85,113 N.A 7,18,11,564 16,73,54,290 ate placement ba	1,35,215 2,460 N.A 1,37,675 2,28,55,806 sis, within the	99.806 99.897 N.A <b>99.809</b> 87.984	0.194 0.103 N.A 0.191 12.010		
Agenda item Resolution re	Total no. 3: Approval for issue of quired: (Ordinary/ Special) moter/ promoter group are in	40,88,31,167 54,16,75,331 Non-Convertible	23,87,573 N.A 7,19,49,239 19,02,10,096	0.584 N.A. 17.599 35.115 /or Bonds, on priv: /or Bonds, on priv: /or Bonds, on priv: /or Bonds, on priv: /or Bonds, on priv: //or Bonds	6,94,26,451 23,85,113 N.A 7,18,11,564 16,73,54,290 ate placement ba	1,35,215 2,460 N.A 1,37,675 2,28,55,806 sis, within the ecial	99.806 99.897 N.A 99.809 87.984 existing borrowin % of Votes in favour on votes polled	0.194 0.100 N.2 0.191 12.010 g limits.		
Agenda item Resolution re Whether prot agenda/resolu	Total no. 3: Approval for issue of quired: (Ordinary/ Special) moter/ promoter group are in ntion? Mode of Voting	40,88,31,167 54,16,75,331 Non-Convertible Iterested in the No. of shares	23,87,573 N.A 7,19,49,239 19,02,10,096 Debentures and	0.584 N.A. 17.599 35.115 /or Bonds, on priv: /or Bonds, on priv: /	6,94,26,451 23,85,113 N.A 7,18,11,564 16,73,54,290 ate placement ba Sp No. of Votes – in favour (4)	1,35,215           2,460           N.A           1,37,675           2,28,55,806           sis, within the           eccial           No           No. of Votes           - against           (5)	99.806 99.897 N.A 99.809 87.984 existing borrowin % of Votes in favour on votes polled (6)=[(4)/(2)]*100	0.194 0.102 N.A 0.191 12.010 g limits. % of Votes against on votes polled (7)=[(5)/(2)]*100		
Agenda item Resolution re Whether proi <u>agenda/resolu</u> Category	Total no. 3: Approval for issue of quired: (Ordinary/ Special) moter/ promoter group are in tion? Mode of Voting E-Voting	40,88,31,167 54,16,75,331 Non-Convertible Interested in the No. of shares held (1)	23,87,573 N.A 7,19,49,239 19,02,10,096 Debentures and No. of votes polled (2)	0.584 N.A. 17.599 35.115 /or Bonds, on priv. /or Bonds, on priv. /or Bonds, on priv. /or Bonds, on priv. /or Bonds, on priv. //or Bonds	6,94,26,451 23,85,113 N.A 7,18,11,564 16,73,54,290 ate placement ba Sp No. of Votes - in favour (4) 0	1,35,215           2,460           N.A           1,37,675           2,28,55,806           sis, within the           eccial           No           No. of Votes           - against           (5)           0	99.806 99.897 N.A 99.809 87.984 existing borrowin existing borrowin % of Votes in favour on votes polled (6)=[(4)/(2)]*100 0.000	0.194 0.100 N.2 0.191 12.010 g limits. % of Votes against on votes polled (7)=[(5)/(2)]*100 0.000		
Agenda item Resolution re Whether pro agenda/resolu Category Promoter and Promoter	Total Total Total Total Total Control of the second	40,88,31,167 54,16,75,331 Non-Convertible Iterested in the No. of shares	23,87,573 N.A 7,19,49,239 19,02,10,096 Debentures and No. of votes polled (2) 0 0 0	0.584 N.A 17.599 35.115 /or Bonds, on priv: /or Bonds, on priv: //or Bonds, on	6,94,26,451 23,85,113 N.A 7,18,11,564 16,73,54,290 ate placement ba Spp No. of Votes – in favour (4) 0 0	1,35,215           2,460           N.A           1,37,675           2,28,55,806           sis, within the           ccial           No           No           No           No           0           0           0           0	99.806 99.897 N.A 99.809 87.984 existing borrowin favour on votes polled (6)=[(4)/(2)]*100 0.000	0.194 0.100 N.A 0.191 12.016 g limits. % of Votes against on votes polled (7)=[(5)/(2)]*100 0.000 0.000		
Agenda item Resolution re Whether pro agenda/resolu Category Promoter and Promoter	Total no. 3: Approval for issue of quired: (Ordinary/ Special) moter/ promoter group are in ntion? Mode of Voting E-Voting Instapoll Postal Ballot (if applicable)	40,88,31,167 54,16,75,331 Non-Convertible Interested in the No. of shares held (1) 0	23,87,573 N.A 7,19,49,239 19,02,10,096 Debentures and No. of votes polled (2) 0 0 N.A	0.584 N.A 17.599 35.115 /or Bonds, on priv: /or Bonds, on priv: /o	6,94,26,451 23,85,113 N.A 7,18,11,564 16,73,54,290 ate placement ba Spu No. of Votes – in favour (4) 0 0 0 N.A	1,35,215           2,460           N.A           1,37,675           2,28,55,806           sis, within the           ecial           No           No           No           0           0           0           0           0           0           0           0           0	99.806 99.897 N.A 99.809 87.984 existing borrowin favour on votes polled (6)=[(4)/(2)]*100 0.000 0.000 N.A	0.194 0.100 N.A 0.191 12.010 g limits. % of Votes against on votes polled (7)=[(5)/(2)]*100 0.000 0.000 N.A		
Agenda item Resolution re Whether proi agenda/resolu Category Promoter and Promoter Group	Total no. 3: Approval for issue of quired: (Ordinary/ Special) moter/ promoter group are in ntion? Mode of Voting E-Voting Instapoll Postal Ballot (if applicable) Total	40,88,31,167 54,16,75,331 Non-Convertible Interested in the No. of shares held (1)	23,87,573 N.A 7,19,49,239 19,02,10,096 Debentures and No. of votes polled (2) 0 0 0	0.584 N.A. 17.599 35.115 /or Bonds, on priv: /or Bonds, on priv: /	6,94,26,451 23,85,113 N.A 7,18,11,564 16,73,54,290 ate placement ba Spu No. of Votes – in favour (4) 0 0 0 N.A	1,35,215           2,460           N.A           1,37,675           2,28,55,806           sis, within the           eccial           No           No. of Votes           - against           (5)           0           0           0           0.400	99.806 99.807 N.A 99.809 87.984 existing borrowin % of Votes in favour on votes polled (6)=[(4)/(2)]*100 0.000 0.000 N.A 0.000	0.194 0.100 N.A 0.191 12.010 g limits. % of Votes against on votes polled (7)=[(5)/(2)]*100 0.000 0.000		
Agenda item Resolution re Whether proi agenda/resolu Category Promoter and Promoter Group Public-	Total Total no. 3: Approval for issue of quired: (Ordinary/ Special) moter/ promoter group are ir trion? Mode of Voting E-Voting Instapoll E-Voting Instapoll E-Voting Instapoll	40,88,31,167 54,16,75,331 Non-Convertible Interested in the No. of shares held (1) 0	23,87,573 N.A 7,19,49,239 19,02,10,096 Debentures and No. of votes polled (2) 0 0 N.A 0.000 11,82,60,857 0	0.584 N.A 17.599 35.115 /or Bonds, on priv: /or Bonds, on priv: /o	6,94,26,451 23,85,113 N.A 7,18,11,564 16,73,54,290 ate placement ba spp No. of Votes - in favour (4) 0 0 0 N.A 0.000 11,57,58,313 0	1,35,215           2,460           N.A           1,37,675           2,28,55,806           sis, within the           eccial           No           No. of Votes           - against           (5)           0           0.000           25,02,544	99.806 99.897 N.A 99.809 87.984 existing borrowin favour on votes polled (6)=[(4)/(2)]*100 0.000 0.000 N.A	0.194 0.100 N.2 0.19 12.010 g limits. % of Votes against on votes polled (7)=[(5)/(2)]*100 0.000 0.000 0.000 0.000 0.2.110		
Agenda item Resolution re Whether proi agenda/resolu Category Promoter and Promoter Group Public-	Total no. 3: Approval for issue of quired: (Ordinary/ Special) moter/ promoter group are in ttion? Mode of Voting E-Voting Instapoll Postal Ballot (if applicable) Total E-Voting Instapoll Postal Ballot (if applicable) Postal Ballot (if applicable)	40,88,31,167 54,16,75,331 Non-Convertible Interested in the No. of shares held (1) 0 0 13,28,44,164	23,87,573 N.A. 7,19,49,239 19,02,10,096 Debentures and No. of votes polled (2) 0 0 0 N.A 0,000 11,82,60,857 0 0 N.A	0.584 N.A 17.599 35.115 /or Bonds, on priv: /or Bonds, on priv: /o	6,94,26,451 23,85,113 N.A 7,18,11,564 16,73,54,290 ate placement ba Spu No. of Votes – in favour (4) 0 0 0 N.A 0,000 11,57,58,313 0 N.A	1,35,215           2,460           N.A           1,37,675           2,28,55,806           sis, within the           ecial           No           No           No           0           0           0           0           0.000           25,02,544           0           0           0	99.806 99.897 N.A 99.809 87.984 existing borrowin favour on votes polled (6)=[(4)/(2)]*100 0.000 0.000 N.A 0.000 97.884 0.000 N.A	0.194 0.100 N.A 0.19 12.010 g limits. 9% of Votes against on votes polled (7)=[(5)/(2)]*100 0.000 0.000 N.A 0.000 0.110 0.000 N.A		
Agenda item Resolution re Whether proi agenda/resolu Category Promoter and Promoter Group Public- Institutions	Total no. 3: Approval for issue of quired: (Ordinary/ Special) moter/ promoter group are in tion? Mode of Voting E-Voting Instapoll Postal Ballot (if applicable) Total E-Voting Instapoll Postal Ballot (if applicable) Total	40,88,31,167 54,16,75,331 Non-Convertible Interested in the No. of shares held (1) 0 0	23,87,573 N.A 7,19,49,239 19,02,10,096 Debentures and No. of votes polled (2) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0.584 N.A 17.599 35.115 /or Bonds, on priv: /or Bonds, on priv: /o	6,94,26,451 23,85,113 N.A 7,18,11,564 16,73,54,290 ate placement ba Sp No. of Votes – in favour (4) 0 0 0 N.A 0.000 11,57,58,313 0 N.A 11,57,58,313	1,35,215           2,460           N.A           1,37,675           2,28,55,806           sis, within the           eccial           No           No           No           0           0           0           0           0           0           0           0.000           25,02,544           0           0           0	99.806 99.807 N.A 99.809 87.984 existing borrowin % of Votes in favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.000000	0.194 0.100 N.Z. 0.19 12.010 g limits. % of Votes against on votes polled (7)=[(5)/(2)]*100 0.000 0.000 0.000 0.2.110 0.000 0.2.111 0.000		
Agenda item Resolution re Whether proi agenda/resolu Category Promoter and Promoter Group Public- Institutions Public- Non	Total Total no. 3: Approval for issue of quired: (Ordinary/ Special) moter/ promoter group are in tion? Mode of Voting E-Voting Instapoll Postal Ballot (if applicable) Total E-Voting Instapoll Postal Ballot (if applicable) Total E-Voting Local Ballot (for applicable) Total E-Voting Local Ballot (for applicable) Total E-Voting Cotal Ballot (for applicable)	40,88,31,167 54,16,75,331 Non-Convertible Interested in the No. of shares held (1) 0 0 13,28,44,164 13,28,44,164	23,87,573 N.A 7,19,49,239 19,02,10,096 Debentures and No. of votes polled (2) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0.584 N.A 17.599 35.115 /or Bonds, on priv. /or Bonds, on priv. /o	6,94,26,451 23,85,113 N.A 7,18,11,564 16,73,54,290 ate placement ba Spp No. of Votes – in favour (4) 0 0 N.A 0.000 11,57,58,313 6,94,40,878	1,35,215           2,460           N.A           1,37,675           2,28,55,806           sis, within the           ceial           No           No           0           - against           (5)           0           0.000           25,02,544           1,18,804	99.806 99.807 N.A 99.809 87.984 existing borrowin favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.00000 0.000000	0.194 0.100 N.A 0.191 12.016 g limits. % of Votes against on votes polled (7)=[(5)/(2)]*100 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.000 0.011 0.000 0.000 0.000 0.011 0.0000 0.0000 0.0000 0.0000 0.000000		
Agenda item Resolution re Whether proi agenda/resolt Category Promoter and Promoter Group Public- Institutions	Total Total no. 3: Approval for issue of quired: (Ordinary/ Special) moter/ promoter group are ir tion? Mode of Voting E-Voting Instapoll Postal Ballot (if applicable) Total E-Voting Instapoll Postal Ballot (if applicable) Total E-Voting Instapoll E-Voting Instapoll	40,88,31,167 54,16,75,331 Non-Convertible Interested in the No. of shares held (1) 0 0 13,28,44,164	23,87,573 N.A 7,19,49,239 19,02,10,096 Debentures and No. of votes polled (2) 0 0 N.A 0.000 11,82,60,857 0 N.A 11,82,60,857 0 N.A	0.584 N.A 17.599 35.115 /or Bonds, on priv: /or Bonds, on priv: /o	6,94,26,451 23,85,113 N.A 7,18,11,564 16,73,54,290 ate placement ba spin No. of Votes - in favour (4) 0 0 0 N.A 0.000 0 11,57,58,313 0 N.A 11,57,58,313 6,94,40,878 23,85,113	1,35,215           2,460           N.A           1,37,675           2,28,55,806           sis, within the           ecial           No           No           of Votes           - against           (5)           0           0.000           25,02,544           1,18,804           2,460	99.806 99.897 N.A 99.809 87.984 existing borrowin favour on votes polled (6)=[(4)/(2)]*100 0.000 0.000 N.A 0.000 97.884 0.000 N.A 97.884 9.829	0.194 0.100 N.A 0.191 12.016 g limits. g limit		
Agenda item Resolution re Whether proi agenda/resolu Category Promoter and Promoter Group Public- Institutions Public- Non	Total Total no. 3: Approval for issue of quired: (Ordinary/ Special) moter/ promoter group are in tion? Mode of Voting E-Voting Instapoll Postal Ballot (if applicable) Total E-Voting Instapoll Postal Ballot (if applicable) Total E-Voting Local Ballot (for applicable) Total E-Voting Local Ballot (for applicable) Total E-Voting Cotal Ballot (for applicable)	40,88,31,167 54,16,75,331 Non-Convertible Interested in the No. of shares held (1) 0 0 13,28,44,164 13,28,44,164	23,87,573 N.A 7,19,49,239 19,02,10,096 Debentures and No. of votes polled (2) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0.584 N.A 17.599 35.115 /or Bonds, on priv: /or Bonds, on priv: /o	6,94,26,451 23,85,113 N.A 7,18,11,564 16,73,54,290 ate placement ba spi No. of Votes – in favour (4) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	1,35,215           2,460           N.A           1,37,675           2,28,55,806           sis, within the           ceial           No           No           0           - against           (5)           0           0.000           25,02,544           1,18,804	99.806 99.807 N.A 99.809 87.984 existing borrowin favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.00000 0.000000	0.194 0.100 N.A 0.191 12.016 g limits. g limit		

For Indiabulls Real Estate Limited

Chandra Shekher Joshi Company Secretary

Date: September 29, 2023

# NEHA S & ASSOCIATES (Company Secretaries)

Head Office : B 1/47, Flat No 14, Sewak Nagar, Uttam Nagar, New Delhi-110059 Email : csneha.sharma2016@gmail.com Mobile : 08588097212



# Form No. MGT-13

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014]

# **Consolidated Scrutinizer Report**

То,

The Chairman,

17<sup>th</sup> Annual General Meeting of the Equity Shareholders of Indiabulls Real Estate Limited held on September 29, 2023, at 11.00 A.M. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

Dear Sir,

I, Neha Sharma Membership No. ACS A44741, Proprietor of M/s Neha S & Associates, Practicing Company Secretaries, Delhi, having our office at B 1/47, Flat No 14, Sewak Nagar, Uttam Nagar, New Delhi -110059, was appointed as the scrutinizer of **Indiabulls Real Estate Limited ("the Company")** for the purpose of scrutinizing the e-voting process (both remote e-voting and Insta poll) process in a fair and transparent manner and ascertaining the requisite majority on e-voting, carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the below mentioned resolution(s), at the 17<sup>th</sup> Annual General Meeting ("AGM") of the Equity Shareholders of the Company held on September 29, 2023 at 11:00 A.M., through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and deemed to be conducted at the Registered office of the Company at Office No. 01-1001, We Work, Blue One Square, Udyog Vihar Phase 4 Rd, Gurugram – 122016, Haryana. We hereby submit our Report on Consolidated voting as under:

- In terms of applicable MCA and SEBI circulars, the Company had sent the AGM Notice dated September 04, 2023, through electronic mode to those members whose email addresses were registered with the Company/Depositories. Accordingly, the communication of assent and dissent of members on the Resolution(s) proposed in the Notice dated September 4, 2023, convening this 17<sup>th</sup> Annual General Meeting of Indiabulls Real Estate Limited ("AGM Notice") took place, only through the remote e-voting system and e-voting system during the AGM.
- 2. The e-voting facility both for e-voting prior to AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by KFin Technologies Limited ("Kfintech").
- 3. The remote e-voting remained open from Tuesday, September 26, 2023, from 10:00 A.M. to Thursday, September 29, 2023, up to 5:00 P.M.
- 4. The members holding shares as on the "cut off" date i.e. September 22, 2023, were entitled to vote on the proposed resolution (item no. 1 to 3) as set out in the AGM Notice.



- 5. The facility for e-voting (Insta Poll) was provided at the 17<sup>th</sup> Annual General Meeting on Friday, September 29, 2023, to those members who attended the meeting but did not vote through remote e-voting facility, and such e-voting (Insta Poll) was provided for 30 minutes.
- 6. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of KFin Technologies Limited i.e. <u>https://evoting.kfintech.com</u> containing information for both i.e. remote e-voting and votes by e-voting during the AGM (Insta Poll).
- 7. The combined result of remote e-voting and votes by e-voting during the AGM (Insta Poll), is as under:

# Item No. 1 – As an Ordinary Resolution: Adoption of the Audited Standalone and Consolidated Financial Statements of the Company as at March 31, 2023 and the Reports of the Board and Auditors thereon.

(i) Voted in favour of resolution:

Mode of Voting	Number members voted	of	Number of votes casted in favour of resolution	
Remote E-voting	446		18,68,21,714	99.747
E-voting at AGM (Insta Poll)	40		23,85,113	99.897

### (ii) Voted against the resolution:

Mode of Voting	Number members voted	of	Number of votes casted in against of resolution	
Remote E-voting	23		4,74,829	0.254
E-voting at AGM (Insta Poll)	1		2,460	0.103

#### (iii) Invalid votes\*:

Total numbers of members whose votes were declared invalid	Total number of votes casted by them
9	5,31,770

- Item No. 2 As an Ordinary Resolution: To appoint a director in place of Mr. Sachin Shah (DIN: 00387166), an Executive Director & Key Managerial Personnel, designated as Whole-Time Director, who retires by rotation and being eligible, has offered himself for re-appointment.
  - (i) Voted in favour of resolution:

Mode of Voting	Number	of	Number	of	votes	%	of	the	total
	members voted		casted in	favo	our of	nur	nber	of	valid
			resolution			vot	es cas	sted	



Remote E-voting	410	16,49,69,177	87.833
E-voting at AGM (Insta Poll)	40	23,85,113	99.897

# (ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes casted in against of resolution	
Remote E-voting	61	2,28,53,346	12.168
E-voting at AGM (Insta Poll)	1	2,460	0.103

#### (iii) Invalid votes\*:

Total numbers of members whose votes were declared invalid	Total number of votes casted by them				
7	5.790				

\* Includes abstain votes

# Item No. 3 – As a Special Resolution: Approval for issue of Non-Convertible Debentures and/or Bonds, on private placement basis, within the existing borrowing limits

(i) Voted in favour of resolution:

Mode of Voting	Number members voted	of	Number of votes casted in favour of resolution	
Remote E-voting	422		18,51,99,191	98.604
E-voting at AGM (Insta Poll)	40		23,85,113	99.897

# (ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes casted in against of resolution	
Remote E-voting	48	26,21,348	1.396
E-voting at AGM (Insta Poll)	1	2,460	0.103

#### (iii) Invalid votes\*:

Total numbers of members whose votes were declared invalid	Total number of votes casted by them					
8	6,774					

\* Includes abstain votes

8. The Report of E-Voting in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as **Annexure – A**.



9. The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves, and signs the minutes of the aforesaid 17<sup>th</sup> Annual General Meeting and thereafter the same would be handed over to the Chairman or the Company Secretary for safe keeping.

Thanking you,

Yours sincerely,

For M/s Neha S & Associates Company Secretary



**Neha Sharma** Proprietor M. No. : 44741 C.P No. : 16522

Date: September 29, 2023 Place: Gurugram UDIN: **A 0447416001126580** 

Encl: as above

Countersigned By: Chandra Shekher Joshi Company Secretary and Authorized Signatory (on behalf of Chairman)

September 29, 2023

Annexure-A

and Auditors								
	equired: (Ordinary/ Special)				Ora	linary		
Whether pro agenda/resoli	moter/ promoter group are i	nterested in the				No		
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes – in favour (4)	No. of Votes – against (5)	polled	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and	E-Voting		0		0	0	0.000	0.00
Promoter	Instapoll	0	0		0	0		and the second se
Group	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A		. N.,
Public-	Total E-Voting	0	0.000		0.000	0.000		and a second
Institutions	Instapoll	13,28,44,164	11,77,34,794		11,72,73,214		99.608	
,	Postal Ballot (if applicable)		N.A	0.000 N.A	0	0		
	Total	13,28,44,164	11,77,34,794	88.63	N.A 11,72,73,214	N.A 4,61,580		N./
Public- Non	E-Voting		6,95,61,749	17.015	6,95,48,500	4,61,580	99.608 99.981	
nstitutions	Instapoll	40,88,31,167	23,87,573	0.584	23,85,113	2,460	99.981	0.01
	Postal Ballot (if applicable)		N.A	N.A	25,65,115 N.A	2,400 N.A		0.103 N.A
m	Total	40,88,31,167	7,19,49,322	17.599	7,19,33,613	15,709	99.978	0.02
Total		54,16,75,331	18,96,84,116	35.018	18.92.06.827	4 77 289	99 748	0.25
Agenda item	no. 2: To appoint a director	in place of Mr. Sa	chin Shah (DIN:	00387166), an Exe	cutive Director &	a Key Manageri	ial Personnel, desi	gnated as Whole-
	, who retires by rotation and	being eligible, ha	s offered himself I	for re-appointmen				
	quired: (Ordinary/ Special) noter/ promoter group are in	stavastad in the			and the second se	linary		
igenda/resolu		iterested in the			1	No		
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares	No. of Votes – in favour (4)	No. of Votes – against (5)	polled	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting		0	(3)=1(2)/(1)1* 0.000	0	0	0.000	0.00
romoter and	Instapoll	0	0		0	0		0.000
romoter	Postal Ballot (if applicable)	-	N.A	N.A	N.A	N.A	0.000 N.A	0.000 N.A
Group	Total	0	0.000	0.000	0.000	0.000	0.000	0.000
Public-	E-Voting		11,82,60,857	89.022	9,55,42,726	2,27,18,131	80.790	19.210
nstitutions	Instapoll	13,28,44,164	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.4
	Total	13,28,44,164	11,82,60,857	89.02	9,55,42,726	2,27,18,131	80.790	19.210
Public- Non	E-Voting	10.00.21.1/7	6,95,61,666	17.015	6,94,26,451	1,35,215	99.806	0.194
nstitutions	Instapoll	40,88,31,167	23,87,573	0.584	23,85,113	2,460	99.897	0.103
	Postal Ballot (if applicable) Total	40,88,31,167	N.A 7,19,49,239	N.A	N.A	N.A	N.A	N.A
Total	Total	54,16,75,331	19,02,10,096	17.599 35.115	7,18,11,564 16,73,54,290	1,37,675 2,28,55,806	99.809 87.984	0.191
aanda itam	no. 3. Annuaral fan ianua af i							
	no. 3: Approval for issue of	Non-Convertible 1	bedentures and/o	r Bonds, on private	e placement basis	, within the exis	sting borrowing li	mits.
	quired: (Ordinary/ Special)		Special					
	noter/ promoter group are in	terested in the			٢	No		
ieenda/resolu Category	tion? Mode of Voting	No. of shares	No. of votes	% of Votes				
Jinegory	should be voting	held (1)	polled (2)	Polled on outstanding shares	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	against on votes polled
	E-Voting		0	(3)=[(2)/(1)]* 0.000	0	0	0.000	0.000
romoter and romoter	Instapoll	0	0	0.000	0	0	0.000	0.000
romoter iroup	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	0.000
noup	Total	0	0.000	0.000	0.000	0.000	0.000	0.000
	E-Voting	-	11,82,60,857	89.022	11,57,58,313	25,02,544	97.884	2.116
	Instapoll	13,28,44,164	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)	12.22	N.A	<u>N.A</u>	N.A	N.A	N.A	N.A
uhlia N	Total E. Voting	13,28,44,164	11,82,60,857	89.02	11,57,58,313	25,02,544	97.884	2.110
	E-Voting	10.99.21.1/2	6,95,59,682	17.014	6,94,40,878	1,18,804	99.829	0.171
isututions	Instapoll Postal Ballot (if applicable)	40,88,31,167	23,87,573	0.584	23,85,113	2,460	99.897	0.103
-	Total	40,88,31,167	N.A 7,19,47,255	N.A	N.A	N.A	N.A	N.A
Total	rotai	54,16,75,331	7,19,47,255	17.598	7,18,25,991 18,75,84,304	1,21,264	99.831	0.169
		04,10,/0,001	12,02,08,112	35.115	18./5.84.304	26,23,808	98.621	1.379

