

GEETA K SHETH
B. Com. (Hons), F. C. S.
Company Secretary

1/B, Mulji Mistry Bldg, Tejpal Road,
Opp Parle Gluco Factory, Vile Parle (East),
Mumbai 400 057
Tel.: 022 26166512/ 022 026115777
Email: geetacs1@yahoo.co.in

(Annexure C)

FORM NO. MGT-13
SCRUTINIZER'S REPORT

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21(2) of the Companies
(Management and Administration) Rules, 2014)

To,
The Chairperson,
PENINSULA LAND LIMITED
503, 5th Floor, Peninsula Tower-1,
Peninsula Corporate Park,
Ganpatrao Kadam Marg,
Lower Parel,
Mumbai 400013.

Dear Madam,

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 Annual General Meeting, at the 149th Annual General Meeting of Peninsula Land Limited held on Friday, 17th September, 2021 at 02.00 pm through video conferencing ('VC') / other audio visual means ('OAVM').

I, Geeta K. Sheth, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of PENINSULA LAND LIMITED ("the Company") to review the remote e-voting and e-voting done during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system, on the below mentioned resolutions at the **149th Annual General Meeting of the Equity Shareholders of PENINSULA LAND LIMITED, held on Friday, 17th September, 2021 at 02.00 pm through video conferencing ('VC') / other audio visual means ('OAVM')**, submit my report as under:

The notice dated 22nd June, 2021, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 and January 15, 2021.

The Company had extended facility of Remote e-voting to the members of the Company through NSDL from **Tuesday, 14th September, 2021 at 9.00 a.m to Thursday, 16th September, 2021 till 5.00 p.m. IST.** and the NSDL e-voting platform was blocked thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

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The book closure started from 11th September, 2021 and ended on 17th September, 2021. The shareholders of the Company holding shares as on 10th September, 2021 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com>) in the presence of two witnesses, who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted and the results were prepared.

I have scrutinized and reviewed the remote e-voting and e-voting done during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and e-voting during the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of remote e-voting and e-voting during the AGM in respect of the said resolutions:

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ORDINARY BUSINESS:

Item No. 1- Ordinary Resolution:

To receive, consider and adopt the (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and the Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, together with the Report of the Auditors thereon:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
211	177624458	100% (Rounded off)

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
14	3541	0.00% (Rounded off)

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

ORDINARY BUSINESS:

Item No. 2- Ordinary Resolution:

To appoint a Director in place of Mr. Nandan A. Piramal, (DIN: 00045003), Whole-Time Director, who retires by rotation and being eligible, has offers himself for re-appointment:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
200	177617429	100% (Rounded off)

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(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
23	10480	0.00% (Rounded off)

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

SPECIAL BUSINESS:

Item No. 3- Ordinary Resolution-

Appointment of Mr. Harsh Amit Mehta (DIN: 00195862), as an Independent Director of the Company:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
203	177614789	100% (Rounded off)

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
20	13120	0.00% (Rounded off)

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

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SPECIAL BUSINESS:

Item No. 4- Special Resolution-

Issue of Non-Convertible Debentures on Private Placement Basis:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
203	177622640	100% (Rounded off)

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
21	5279	0.00% (Rounded off)

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

SPECIAL BUSINESS:

Item No. 5- Special Resolution-

To consider and approve the re-appointment of Mr. Nandan A. Piramal (DIN: 00045003), as Whole-Time Director for a term of five years:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
197	177600795	100% (Rounded off)

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(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
25	26814	0.00% (Rounded off)

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

SPECIAL BUSINESS:

Item No. 6- Special Resolution-

Re-appointment of Mr. Rajeev A. Piramal (DIN: 00044983), as Managing Director of the Company:

(1) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
197	177601133	100% (Rounded off)

(2) Voted against the resolution

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
26	26826	0.00% (Rounded off)

(3) Invalid Votes

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

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All of the above six (6) Resolutions mentioned in the Notice of the AGM dated 22nd June, 2021 as per the details mentioned above stand "PASSED" under Remote E-voting and voting conducted during the AGM through E-voting with requisite majority and hence deemed to be passed as on the date of AGM.

I hereby confirm that I am maintaining the Register received from NSDL electronically in respect of Remote E-voting conducted before the AGM and E-voting conducted during the AGM. I shall arrange to hand over these records to the Authorized Director(s)/ Company Secretary of the Company for safe keeping, after the Chairperson signs the Minutes.

Thanking you,
Yours Faithfully,

GEETA
KANAIYALAL
SHETH

Digitally signed by GEETA KANAIYALAL SHETH
DN: cn=GEETA KANAIYALAL SHETH,
2.5.4.20=6a57843020bc7f031a9bae3d9a99802a05a,
93b16003067bc207e05d7c424da,
postalCode=400057, st=Maharashtra,
serialNumber=8052530305402c17a093e92a13dea14
51e03f666d9ba144d9a04de5f9d4ac58, cn=GEETA
KANAIYALAL SHETH
Date: 2021.09.17 20:17:52 +05'30'

GEETA K. SHETH
(PRACTISING COMPANY SECRETARY)
COP No.: 2759
UDIN: F007312C000964611

Place: Mumbai
Date: 17th September, 2021

For Peninsula Land Limited

SONAL RATHOD

Digitally signed by SONAL RATHOD
DN: cn=SONAL RATHOD,
2.5.4.20=6687607c99a0ab8a5c73426438c1edbbf3c006d39
736ca3342e0f6e02a5, postalCode=400068, st=Maharashtra,
serialNumber=cb2bc354dbda7234c3ee0131aa6f9a6249f7d,
dc0b2b0ba6fcd904918812, cn=SONAL RATHOD
Date: 2021.09.17 20:18:46 +05'30'

Sonal Ashok Rathod
Company Secretary & Compliance officer