

Dated: 16<sup>th</sup> August, 2019

<b>National Stock Exchange of India Limited [NSE]</b> Listing Compliance 'Exchange Plaza', C/1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051	<b>BSE Limited</b> Listing Compliance, 1 <sup>st</sup> Floor, New Trading Ring Rotunda Building, P. J. Towers, Dalal Street, Fort, Mumbai – 400001
<b>NSE Symbol: UNITECH</b>	<b>Script Code: 507878</b>

Sub: Declaration of the Result of Postal Ballot & e-voting pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015


Further to our letter dated 15<sup>th</sup> July 2019 and in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 ["Listing Regulations"], we wish to inform you that Mr. Deepak Gupta, [Membership No. F5339/Certificate of Practice No. 4629], Partner, DR Associates, Company Secretaries who was appointed as Scrutinizer by the Board of Directors of the Company for the postal ballot process including e-voting process, has submitted its report dated 16th August, 2019.

As per the aforesaid Scrutinizer's Report, the Members of the Company have duly approved the Special Resolution as mentioned in the Postal ballot Notice dated 9<sup>th</sup> July 2019 with requisite majority. The said Resolution is deemed to have been passed on the last date of e-voting and receipt of Postal ballot forms i.e. on 14<sup>th</sup> August 2019.

Pursuant to Regulation 44(3) of Listing Regulations, we are submitting herewith voting results in the prescribed format duly signed by the Chairman of the Company as Annexure - 1 and Scrutinizer's Report as Annexure - 2.

This is for your information, record and compliance under applicable Clauses of the Listing Regulations.

Thanking you,  
For Unitech Limited

  
Ramesh Chandra  
Executive Chairman



# Postal Ballot Voting Result

Company Name	UNITECH LIMITED
Date of Postal Ballot Notice	09.07.2019
Total number of shareholders on record date/Cut-off Date-05.07.2019	639871
Voting Start Date	16.07.2019
Voting End Date	14.08.2019
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group	Not Applicable
Public:	
No. of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter Group	Not Applicable
Public:	

## Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/ Special)	Special
Approval of Members sought to sell, transfer and dispose off 100% shareholding held by the Company in Unitech Power Transmission Limited (wholly owned subsidiary) to Sterling and Wilson Private Limited at a sale consideration of INR 105 Crores and on such terms and conditions, as considered and approved by the Hon'ble Supreme Court of India in its order dated 15th February 2019 in Civil Appeal 10856 of 2016.	

## Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Polled 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	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total	17040472	33096024	19.42	33096024	0	100	0
Public-Institutions	E-Voting Poll Postal Ballot (if applicable) Total	164644125	58424283	35.49	58424283	0	100	0
Public-Institutions	E-Voting Poll Postal Ballot (if applicable) Total	2281252450	19197945	0.84	15827754	3370191	82.45	17.55
Total		2616301047	110774756	4.23	107404459	3370297	96.96	3.04

For UNITECH LIMITED

UNITECH LIMITED \* NOV 2019  
Director





**SCRUTINIZERS' REPORT**

The Chairman,  
UNITECH LIMITED  
6, Community Centre  
Saket, New Delhi- 110017

**Scrutinizer's Report on postal ballot including voting by electronic means in respect of passing of the resolution contained in the notice dated July 09, 2019 through Postal Ballot.**

Dear Sir,

I, Deepak Gupta, Partner of DR Associates, Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Unitech Limited (the Company) for scrutinizing postal ballot voting including voting by electronic means in respect of the passing of resolution contained in the Notice dated July 09, 2019 through Postal Ballot (Postal Ballot Notice).

**Management's Responsibility**

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 & the rules made there under and (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations (LODR), relating to postal ballot voting including voting by electronic means for the resolution stated in the Postal Ballot Notice.

**Scrutinizer's Responsibility**

Our responsibility as a scrutinizer is restricted to making a scrutinizer's report of the votes cast by members in respect of the resolution contained in the Postal Ballot Notice. Our report is based on verification of data provided by Alankit Assignment Limited (Alankit), the Registrar and Transfer Agents of the Company from e-voting system and postal ballots received through post till the time stipulated for closing of voting process i.e. till 5 p.m. on 14<sup>th</sup> of August 2019.

We submit our report as under:

1. After the time fixed for closing of the e-voting i.e. 5 p.m. on August 14, 2019, the votes cast through electronic means were unblocked on August 14, 2019, at 5.02 P.M. Further, an electronic report of the e-voting was generated by us by accessing the data available to me from the website <https://www.evoting.nsdl.com> of NSDL. Based on such reports generated from NSDL and relied upon by us, data regarding the e-votes was scrutinized on test check basis.





2. The postal ballots received by post in our office till the time fixed for closing of the Postal Ballots i.e. 5 p.m. on 14<sup>th</sup> of August 2019, were scrutinized and reconciled with the records maintained by the Company through Alankit Assignment Limited.

The result of the scrutiny of the above postal ballot voting including voting by electronic means in respect of passing of the resolution contained in Postal ballot notice, is as under:

**Special Resolution - Sale of Shareholding held by the Company consisting of 5 Crore Fully Paid-Up Equity Shares of Rs. 10/- each in Unitech Power Transmission Limited [Wholly Owned Subsidiary of the Company]**

- (i) Voted in **favour** of the resolution:

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes
Physical	31	56398	0.05
Electronic(E – voting)	749	107348061	96.91
<b>Total</b>	<b>780</b>	<b>107404459</b>	<b>96.96</b>

- (ii) Voted **against** the resolution:

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes
Physical	105	106	Negligible
Electronic(E – voting)	105	3370191	3.04
<b>Total</b>	<b>210</b>	<b>3370297</b>	<b>3.04</b>

- (iii) Invalid Votes:

Postal Ballot Voting	Total Number of members whose votes were declared invalid	Total number of votes cast by them
Physical	8	126081
Electronic(E – voting)	7	36205019*
<b>Total</b>	<b>15</b>	<b>36331100</b>

\* Includes 3,62,02,019 votes, which were cast **in favour of resolution**; but due to non-receipt of required authorisation documents [Authority letter/Board Resolution(s) etc.], we have treated the same as invalid votes.







**Notes:**

1. Based on the data furnished to us and verified by us as above, the aforesaid resolution contained in Postal Ballot Notice are passed with requisite majority of the shareholders as specified under the Companies Act, 2013.
2. The figures in percentage have been rounded off to 2 decimal points.
3. 1020 envelopes containing postal ballots forms were returned undelivered.
4. The electronic data along with the postal ballots and all other relevant records relating to the e-voting and the Postal Ballot received is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman signs the Minutes.

**Deepak Gupta**  
FCS: F5339  
CP No. 4629



**Partner**  
**DR Associates**  
**Company Secretaries**

**Place: New Delhi**  
**Date: 16<sup>th</sup> August 2019**