

Ref No: PSPPROJECT/SE/76/19-20

November 26, 2019

Corporate Relations Department
BSE Limited
Floor 25, P.J. Towers,
Dalal Street, Mumbai- 400 001
Scrip code: 540544

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051
Scrip Symbol: PSPPROJECT

Dear Sir/Madam,

Subject: Result of Postal Ballot and Submission of Consolidated Voting Results along with the Scrutinizer's Report for Postal Ballot

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed consolidated (remote e-voting and physical ballot) voting results along with the consolidated scrutinizer's report dated November 26, 2019 for the resolutions for which approval from the members of the company was sought through Postal ballot notice dated October 22, 2019.

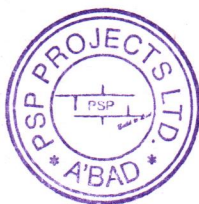
As per the scrutinizer's report dated November 26, 2019, all Resolutions as set out in the Postal Ballot Notice dated October 22, 2019 have been duly approved by the members of the company with requisite majority.

Kindly take the same on your record.

Thanking You,
Yours faithfully,

For PSP Projects Limited

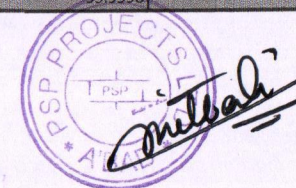

Mittali Christachary
Company Secretary



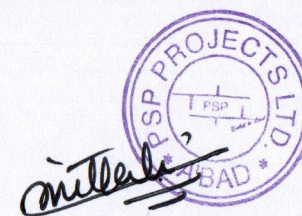
Encl: As above

Voting Results

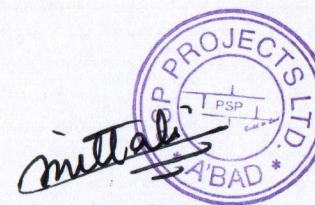
Record Date	18th October, 2019							
Total number of shareholders on record date	12217							
No. of shareholders present in the meeting either in person or through proxy:								
a) Promoters and Promoter Group:	N.A.							
b) Public:	N.A.							
No. of Shareholders attended the meeting through Video Conferencing								
a) Promoters and Promoter Group:	N.A.							
b) Public:	N.A.							
Resolution required: (Ordinary/ Special)	SPECIAL - Raising of funds through issue of equity shares/ depository receipts and/or any other financial instruments or securities representing either equity shares and/or convertible securities linked to equity shares including through Further public offer/Right issue/Qualified Institutions Placement / Debt issue/ American Depository Receipts /Global Depository Receipts / preferential issue or such other permissible mode or combinations thereof.							
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 Votes Polled on outstanding shares	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	26525531	26525531	100.0000	26525531	0	100.0000	0.0000
	Poll	26525531	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	26525531	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	2839086	1205623	42.4652	1205623	0	100.0000	0.0000
	Poll	2839086	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	2839086	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	6635383	172909	2.6059	172858	51	99.9705	0.0294
	Poll	6635383	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	6635383	76	0.0011	76	0	100.0000	0.0000
Total		36000000	27904139	77.5115	27904088	51	99.9998	0.0002



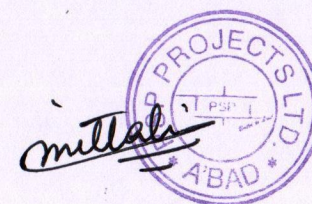
Resolution required: (Ordinary/ Special)		ORDINARY - Appointment of Mr. Sagar Prahladbhai Patel as a Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled 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	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	26525531	26525531	100.0000	26525531	0	100.0000	0.0000
	Poll	26525531	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	26525531	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	2839086	1205623	42.4652	242347	963276	20.1013	79.8986
	Poll	2839086	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	2839086	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	6635383	172909	2.6059	172881	28	99.9838	0.0161
	Poll	6635383	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	6635383	60	0.0009	60	0	100.0000	0.0000
Total		36000000	27904123	77.5115	26940819	963304	96.5478	3.4522



Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Sagar Prahladbhai Patel as an Executive Director of the Company.							
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 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	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	26525531	26525531	100.0000	26525531	0	100.0000	0.0000
	Poll	26525531	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	26525531	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	2839086	1205623	42.4652	242347	963276	20.1013	79.8986
	Poll	2839086	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	2839086	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	6635383	172891	2.6056	172533	358	99.7929	0.2070
	Poll	6635383	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	6635383	60	0.0009	60	0	100.0000	0.0000
	Total	36000000	27904105	77.5114	26940471	963634	96.5466	3.4534



Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mrs. Zarana Pratik Patel as an Independent Director of the Company.							
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 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	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	26525531	26525531	100.0000	26525531	0	100.0000	0.0000
	Poll	26525531	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	26525531	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	2839086	1205623	42.4652	1205623	0	100.0000	0.0000
	Poll	2839086	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	2839086	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	6635383	172909	2.6059	172508	401	99.7680	0.2319
	Poll	6635383	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	6635383	60	0.0009	60	0	100.0000	0.0000
Total		36000000	27904123	77.5115	27903722	401	99.9986	0.0014



Rohit S. Dudhela

Practicing Company Secretaries

3, Kanan Flats, Opp. Memnagar Fire Station, Navrangpura, Ahmedabad 380 009
Tel 079 26461022 M 98250 40795 E Mail : rs2003dudhela@yahoo.com

CONSOLIDATED SCRUTINIZER'S

[Pursuant to Section 108 & 110 of the Companies Act, 2013 and the Companies
(Management and Administration) Rules, 2014 as amended]

To,

The Chairman

PSP Projects Limited

(CIN: L45201GJ2008PLC054868)

"PSP House", Opp. Celesta Courtyard,

Opp. lane of Vikram Nagar Colony,

Iscon-Ambli Road,

Ahmedabad - 380058.

Dear Sir,



I, **ROHIT S. DUDHELA**, Practicing Company Secretary (FCS: 9808 /COP: 7396), had been appointed as Scrutinizer by the Board of Directors of PSP Projects Limited (the Company) for the purpose of Scrutinizing the e-voting process (remote e-voting) and Postal Ballot voting pursuant to the provisions of Section 108 & 110 of the Companies Act, 2013 (the "Act") read with rule 20 of the Companies (Management & Administration) Rules, 2014, as amended by Companies (Management & Administration) Amendment Rules, 2015 on each item of business contained in the Notice dated 22nd October, 2019, do hereby submit my report as follows:

- a) The Notice dated 22nd October, 2019 alongwith the Postal Ballot Form were sent to all the members whose name(s) appeared in the Register of members/ List of Beneficiaries as on 18th October, 2019, in the following manner:
 - i. via email to Members who had registered their email-ids with the Company on 24th October, 2019 and
 - ii. via by Courier to Members in physical form on 24th October, 2019;
- b) The Company has also placed the Notice of Postal Ballot on the Website of the Company as well as website of E-voting Agency i.e. Karvy Fintech Private Limited ('Karvy');
- c) As prescribed in sub rule 3 of the Rule 22 of the Companies (Management & Administration) Rules, 2014, the Company also published an advertisement in "English" and "Gujarati" newspapers on Friday, 25th October, 2019;

- d) The members whose names appeared in the Register of **members/List** of Beneficiaries as on the "Cut off" date, i.e. **18th October, 2019** were entitled to vote on the resolutions as mentioned in the Notice of Postal Ballot;
- e) In terms of the aforesaid Notice, remote e-voting period commenced from **9:00 a.m.** on Sunday, **27th October, 2019** to **5:00 p.m.** on Monday, **25th November, 2019**;
- f) Particulars of all the postal ballot forms received from the members in physical form and electronic voting report have been entered in a register maintained for the purpose;
- g) The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot envelopes before commencing the scrutiny of such postal ballot forms.
- h) All postal ballot forms received **upto 5.00 p.m.** on Monday, **25th November, 2019**, being the last date and time fixed by the company for receipt of the forms, were considered for my scrutiny. No envelope was received after **5.00 p.m.** on Monday, **25th November, 2019**. The e-voting was disabled immediately thereafter.
- i) The postal ballot forms and the votes cast through remote e-voting on the Karvy e-voting platform were **opened/unblocked** in the presence of Ms. Disha Barot and Mr. Sanjay Kukadia who are not in the employment of the Company;
- j) Thereafter, the detail containing inter alia list of members who voted "For" or "Against" on each of the resolution that were put to vote, were derived from the ballot forms received as well as the report generated from the **Karvy** e-voting platform in respect of remote e-voting;

I hereby submit a consolidated scrutinizer's report on the results of voting **by** remote e-voting and Postal Ballot Forms as under:

- **51** (Fifty One Only) Members had cast their votes through remote e voting.
- **3** (Three Only) Members had cast their votes through postal ballot forms.


 Rohit S Dudhela
Practising Company
Secretaries
FCS9808 COP7396
26/11/19

Item No. 1: Special Resolution

Raising of funds through issue of equity shares/ depository receipts and/or any other instruments or securities representing either equity shares and/or convertible securities linked to equity shares including through Qualified Institutions Placement / American Depository Receipts /Global Depository Receipts/ preferential allotment or such other permissible mode or combinations thereof.

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes casted
Remote e-voting	49	2,79,04,012	99.999
Voting by Ballot	3	76	100.000
Total	52	2,79,04,088	-

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	51	0.001
Voting by Ballot	0	0	0
Total	2	51	-

iii. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

iv. Abstained from Voting:

Total number of members who abstained	Total number of votes
0	0

Result: **Item 1** of the Notice stands passed with requisite majority.

Handwritten signature
CS Rohit S Dudhela
 Practising Company
 Secretaries
 FCS9808 COP7396
 26/11/19

Item No. 2 Ordinary Resolution

Appointment of Mr. Sagar P. Patel as a Director of the Company.

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes casted
Remote e-voting	48	2,69,40,759	96.55
Voting by Ballot	2	60	100.00
Total	50	2,69,40,819	-

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	9,63,304	3.45
Voting by Ballot	0	0	0
Total	3	9,63,304	-



iii. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

iv. Abstained from Voting:

Total number of members who abstained	Total number of votes
1	16

Result: **Item 2** of the Notice stands passed with requisite majority.



26/4/17

Item No. 3 Ordinary Resolution

Appointment of Mr. Sagar P. **Patel** as an Executive Director of the Company

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes casted
Remote e-voting	46	2,69,40,411	96.55
Voting by Ballot	2	60	100.00
Total	48	2,69,40,471	-

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	9,63,634	3.45
Voting by Ballot	0	0	0.00
Total	4	9,63,634	-



iii. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

iv. Abstained from Voting:

Total number of members who abstained	Total number of votes
2	34

Result: **Item 3** of the Notice stands passed with requisite majority.



26/11/19

Item No. 4 Ordinary Resolution

Appointment of Mrs. Zarana P. **Patel** as an Independent Director of the Company.

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes casted
Remote e-voting	48	2,79,03,662	99.999
Voting by Ballot	2	60	100.000
Total	50	2,79,03,722	-

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	401	0.001
Voting by Ballot	0	0	0.00
Total	3	401	-

iii. Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

iv. Abstained from Voting:

Total number of members who abstained	Total number of votes
1	16

Result: **Item 4** of the Notice stands passed with requisite majority.



26/11/19

All the relevant records of voting will remain in my custody until the chairman considers, approves and signs the minutes of the Meeting and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking you,
Yours faithfully,

Date : 26th November, 2019
Place: Ahmedabad



26/11/19.

CS Rohit S. Dudhela

Practicing Company Secretaries

COP No. 7396

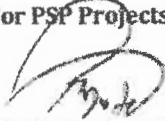
Membership No.: FCS: 9808

UDIN: **F009808A000298217** dated 25-11-2019



Rohit S Dudhela
Practising Company
Secretaries
FCS9808 COP7396

For PSP Projects Limited



Prahaladhai Patel
Chairman & Managing Director
(DIN: 00037633)

