



CITADEL REALTY AND DEVELOPERS LIMITED

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September 22, 2023

To
BSE Limited,
Listing Department,
P.J. Towers, Dalal Street,
Mumbai - 400001.

Scrip Code: 502445

Sub: Disclosure of Voting Results of the 63rd Annual General Meeting of Citadel Realty and Developers Limited held on Friday, September 22, 2023 along with Scrutinizer's Report

Dear Sir/Madam,

In accordance with the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclosed herewith the voting results of 63rd Annual General Meeting of the Company held on Friday, September 22, 2023 in the prescribed format along with the report of the Scrutinizer on remote e-voting and e-voting at the 63rd Annual General Meeting.

Kindly take the information on your record.

Thanking you,
Citadel Realty and Developers Limited,

Sundaram Ramamurthi
Director and CEO
(DIN: 00135602)

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 the Standalone & Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors thereon.				
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	5124962	5124962	100.0000	5124962	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		5124962	5124962	100.0000	5124962	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2767236	87358	3.1569	87332	26	99.9702	0.0298
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2767236	87358	3.1569	87332	26	99.9702
Total		7892198	5212320	66.0440	5212294	26	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	

Resolution (2)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				re-appointment of Mrs. Sonal Mayur Shah (DIN: 00199734), Director liable to Retire by Rotation and whom had offered 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		5124962	100.0000	5124962	0	100.0000	0.0000
	Poll	5124962	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5124962	5124962	100.0000	5124962	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		87358	3.1569	87330	28	99.9679	0.0321
	Poll	2767236	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2767236	87358	3.1569	87330	28	99.9679	0.0321
Total		7892198	5212320	66.0440	5212292	28	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	

Nitin R. Joshi

B.COM., LL.B., D.C.E.C., F.C.S.

COMPANY SECRETARY

(Peer Reviewed Firm)

415, Marathon Max, Next to Udyog Kshetra, Jn. of L.B.S. Marg & Goregaon Link Road, Mulund (W),
Mumbai-400 080. Tel. 2562 5660 Cell 98201 29178

CONSOLIDATED SCRUTINIZER'S REPORT

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

To

The Chairman of the 63rd Annual General Meeting ('AGM'/'Meeting') of the Equity Shareholders of Citadel Realty and Developers Limited held on Friday, September 22, 2023 at 03.00 p.m. through video conferencing ('VC')/ other audio visual means ('OAVM').

Dear Sir,

I, Nitin R. Joshi, Practicing Company Secretary, have been appointed as a scrutinizer by the Board of Directors of Citadel Realty and Developers Limited ("the Company") for the purpose of scrutinizing the entire voting process and ascertaining the requisite majority of the voting carried out, as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the resolutions contained in the notice of the 63rd Annual General Meeting of the Members of the Company.

The AGM was held through VC/ OAVM without the physical presence of the Members at a common venue and in compliance with the Circular bearing nos. 20/2020, 14/2020, 17/2020, 02/2021 19/2021, 2/2022, dated May 5, 2020, April 8, 2020, April 13, 2020 and January 13, 2021 and May 5, 2022, respectively (collectively referred to as 'MCA Circulars') and SEBI has vide its circulars bearing nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI /HO /CFD /CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD /CMD2/ CIR/ P/ 2022/62 dated May 13, 2022 (collectively referred to as 'SEBI Circulars').

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules framed thereunder, relating to e-voting (remote e-voting) and e-voting process during the AGM on the resolutions contained in the Notice of the AGM of the shareholders of the Company. My responsibility as scrutinizers for the e-voting (remote e-voting) process and e-voting received at the Annual General Meeting is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the notice of AGM, based on the reports generated from the e-voting system provided by

National Securities Depository Limited (NSDL), the authorized agency, engaged by the Company to provide e-voting facilities to the shareholders and e-voting during the AGM.

Further to the above, I submit my report as under:

1. The Company had provided the e-voting facility through NSDL's website www.evoting.nsdl.com. The Company had uploaded the AGM Notice containing all the items of businesses to be transacted on the website of the Company and also on NSDL website for perusal by members.
2. The Notice of the AGM was sent to the Members along with the Annual Report 2022-23 of the Company through electronic mode to those members whose email addresses are registered with the Company/Depositories, in compliance with aforesaid Circulars., contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules') as amended.
3. As prescribed in the said Rules, the Company had published advertisements containing the specified information immediately on completion of dispatch of the AGM Notice. The Company has also published the advertisements, in accordance with the provisions of the aforesaid Circulars.
4. Voting rights of Members have been reckoned in proportion to their shareholding in the paid-up equity share capital of the Company as on the close of business hours on Friday, September 15, 2023.
5. The remote e-voting commenced on Tuesday September 19, 2023 (09:00 a.m.) and concluded on Thursday, September 21, 2023 (05:00 p.m.).
6. At the AGM, the Chairman, after the discussions on all matters included in the said notice were over, announced that the Members present at the AGM and who have not cast their vote by remote e-voting can exercise their voting rights through e-voting at the AGM.
7. After the closure of e-voting at the Annual General Meeting, the report on voting done at the Annual General Meeting and votes cast under the remote e-voting facility prior to the Annual General Meeting were unblocked and counted.
8. I have scrutinised and reviewed the remote e-voting prior to and during Annual General Meeting and votes cast therein based on the data downloaded from NSDL e-voting system.
9. I now submit my consolidated Report as under, on the result of the remote e-voting in respect of the said resolutions.

Resoluti on No.	Brief Description of resolution	Resoluti on Type	Mode of voting	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
				No. of memb ers voting	No. of votes	% of the total number of valid votes cast (Favour and Against)	No. of members voting	No. of votes	% of the total number of valid votes cast (Favour and Against)	No. of memb ers voting	No. of votes
1	Adoption of the Audited Standalone & consolidated Financial Statements of the Company for the financial year ended 31.03.2023.	Ordin ary	e-voting	48	5212294	--	02	26	--	--	--
			Total	48	5212294	100	02	26	--	--	--
2	Re-appointment of Ms. Sonal Mayur Shah (DIN. 00199734) as Director of the Company	Ordin ary	e-voting	47	5212292	--	03	28	--	--	--
			Total	47	5212292	100	03	28	--	--	--

(Based on the aforesaid results, Ordinary Resolutions as contained from Resolution No.1 to Resolution No.2 of the notice dated August 09, 2023 have passed with the requisite majority).

Consolidated list of Members for both, remote e-voting as well as e-voting at the AGM containing details of Members who voted 'FOR', 'AGAINST', and those whose votes were considered invalid (if any), along with all other relevant records, shall remain in my custody until Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter, I shall return the related papers to the Company.

Thanking you,

Yours faithfully,

Nitin
Ramnik
al Joshi

Digitally signed
by Nitin
Ramniklal Joshi
Date:
2023.09.22
16:18:15 +05'30'

(NITIN R. JOSHI)

Practicing Company Secretary

FCS 3137 CP 1884

UDIN F003137E001061251

Countersigned by

Sundaram Ramamurthi
Director & C.E.O

Place: Mumbai

Date: September 22, 2023