

**ANNOUNCEMENT OF RESULT OF POSTAL BALLOT (Including electronic votes)**

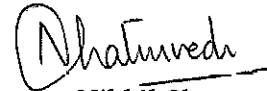
Pursuant to Section 110 of the Companies Act, 2013, (Act) read with Rule 22 of Companies (Management and Administration) Rules, 2014, consent of the shareholders of the Company by passing a Special Resolution was required to be obtained for change of Company's name from 'Prozone Capital Shopping Centres Limited' to 'Prozone Intu Properties Limited'.

The voting on said resolution casted through physical postal ballot and electronic voting process. Based on the report submitted by Mr. Hemant Shetye, Practicing Company Secretary, the Scrutinizer on the results of postal ballot, Mr. Nikhil Chaturvedi, Managing Director of the Company declared the resolution passed as special resolution with requisite majority. The summary of result is as under:

<b>Description of Special Resolution: Change of name of the Company from 'Prozone Capital Shopping Centres Limited' to 'Prozone Intu Properties Limited' under section 13(3) of the Companies Act, 2013</b>			
<b>Particulars</b>	<b>No. of Postal Ballot forms and e-votes</b>	<b>No. of shares</b>	<b>% of the total paid up equity capital</b>
(a) Total Voting through Postal Ballot Forms	28	5,19,83,001	34.06
(b) Less: Invalid Postal Ballot Forms	1	150	0.0001
<b>(c) Total valid Postal Ballot Forms; [(a) - (b)]</b>	27	5,19,82,851	34.06
(d) Total votes casted through e-voting	125	5,27,44,177	34.56
(e) Less: Invalid e-voting	0	0	0
<b>(f) Total valid e-voting [(d) - (e)]</b>	125	5,27,44,177	34.56
<b>(g) Total valid votes through Postal ballot forms and e-voting [(c) + (f)]</b>	152	10,47,27,028	68.62
<b>Votes in favour of special resolution</b>	140	10,47,19,006	68.62
<b>Votes against the special resolution</b>	12	8,022	0.005

Based on the foregoing, special resolution as circulated to the members vide Postal Ballot Notice dated 5<sup>th</sup> May 2014, was declared as duly passed by the requisite majority

By order of the Board  
For Prozone Capital Shopping Centres Limited

  
 Nikhil Chaturvedi  
 Managing Director



Date: 13<sup>th</sup> June 2014  
Place: Mumbai