KOLTE • PATIL
Creation, not construction.

To,
The Assistant Manager,
National Stock Exchange of India Limited
Listing Department, 'Exchange Plaza',
Bandra Kurla Complex,
Bandra (East),
Mumbai – 400051

To,
The General Manager,
Bombay Stock Exchange Limited,
Corporate Relationship Department,
1st floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

31 December 2020

Subject: -Submission of Notice of Postal Ballot

Ref: - NSE: Symbol and Series: KOLTEPATIL and EQ
BSE Code and Scrip Code: 9624 and 532924

Dear Sir/Madam,

With reference to intimation and disclosure dated 21 December 2020 and pursuant to Regulation 30 of the SEBI Regulations, as amended from time to time, and other applicable provisions, if any, please find enclosed herewith the Notice of Postal Ballot dated 21 December 2020, along with Explanatory Statement appended thereto ("Notice"), seeking approval of Members for providing corporate guarantee as collateral security up to Rs. 200 Crores for the loan/credit facility availed/to be availed by Kolte-Patil I-Ven Townships (Pune) Limited, a subsidiary and joint venture company - Related Party.

Pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 for the time being in force (including any statutory modification or re-enactment thereof), Regulation 44 of the SEBI Regulations, General Circular Nos. 14, 17, 22 and 33/2020 dated April 8, 2020, April 13, 2020, June 15, 2020 and September 28, 2020 respectively by the Ministry of Corporate Affairs ("MCA Circulars"), and subject to all other applicable laws and regulations, the Company has engaged the services of Central Depository Services (India) Limited, for providing remote e-voting facility to all its Members, to enable them to cast their votes electronically, during the below mentioned period:

Cut-off date	Friday, 18 December 2020
Remote e-voting commencement date and time	31 December 2020 (01.00 PM)
Remote e-voting conclusion date and time	29 January 2021 (05.00 PM)

Kolte Patil Developers Ltd.

In accordance with MCA Circulars, the Notice is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Depository Participant(s) and whose names appear in the Register of Members/Record of Depositories as on the cut-off date.

Members who have not yet registered/updated their email addresses so far, may do so by following the procedure set out in notes to the Notice.

The results of Postal Ballot through remote e-voting only, shall be announced on or before 05.00 PM (IST), on or before Sunday 31 January 2021.

This is for your information and record.

For Kolte-Patil Developers Limited

Vinod Patil
Company Secretary and Compliance Officer
Membership No. A13258

Kolte-Patil Developers Limited
(CIN: L45200PN1991PLC129428)
Registered office: 2nd Floor, City Point, Dhole Patil Road, Pune – 411001
Tel. No. 020-66226500 Fax no. 020-66226511 website: www.koltepatil.com
Email: investorrelation@koltepatil.com

NOTICE OF POSTAL BALLOT

[Notice pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014]

Dear Shareholder(s),

Notice is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), read with the Companies (Management and Administration) Rules, 2014 (the "Rules") for the time being in force (including any statutory modification or re-enactment thereof), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations"), Ministry of Corporate Affairs ("MCA") General Circular Nos. 14, 17, 22 and 33/2020 dated 8 April 2020, 13 April 2020, 15 June 2020 and 28 September 2020 respectively ("MCA Circulars"), and subject to other applicable laws and regulations, that the Ordinary Resolution appended below is proposed to be passed by the Members of Kolte-Patil Developers Limited (the "Company") by way of postal ballot through Remote E-voting process.

In view of the COVID-19 pandemic, MCA has advised the companies to consider all decisions requiring Members' approval, other than items of ordinary business or business where any person has a right to be heard, by way of postal ballot through remote e-voting mechanism in accordance with the provisions of the Act and Rules made thereunder, without holding a general meeting that requires physical presence of Members at a common venue. MCA has clarified that the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis for companies that are required to provide e-voting facility under the Act while they are transacting any business(es) only by postal ballot, upto 31 December 2020.

Accordingly, the Company is sending Postal Ballot Notice by email to all its Members who have registered their email addresses with the Company/Bigshare Services Private Limited, Registrar and Transfer Agent ("RTA") of the Company ("Bigshare") or the Depository Participant(s). Hard copy of the Postal Ballot Notice along with the Postal Ballot Form and postage pre-paid business reply envelope will not be sent to the Members and Members are required to communicate their assent or dissent only through Remote E-voting.

Pursuant to Rule 22(5) of the Rules, the Board of Directors (including any Committee(s) thereof) of the Company, at its meeting held on 21 December 2020, has appointed Mr. Suresh Deulkar (FCS 1321) and failing him Mr. Sridhar Mudaliar (FCS 6156) of M/s. SVD & Associates, Practicing Company Secretaries, as the Scrutinizer for conducting the Postal Ballot process (through remote e-voting only) in a fair and transparent manner.

The proposed Ordinary Resolution and the Explanatory Statement stating the facts as required in terms of Section 102 and Section 110 of the Act are appended hereto for your consideration and approval.

SPECIAL BUSINESS

1. **ITEM NO. 1: TO PROVIDE CORPORATE GUARANTEE AS A COLLATERAL SECURITY UP TO RS. 200 CRORES TO FINANCIAL INSTITUTIONS/BANKS FOR THE CREDIT FACILITIES AVAILED/TO BE AVAILED BY KOLTE-PATIL I-VEN TOWNSHIPS (PUNE) LIMITED, SUBSIDIARY AND JOINT VENTURE COMPANY**

   To consider and if thought fit, to give ASSENT / DISSENT to the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the applicable provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules thereunder and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulations"), (including statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other statutory approvals as may be necessary, consent of the Members be and is hereby accorded to the Board of Directors to provide Corporate Guarantee as a collateral security up to Rs. 200,00,00,000/- (Rupees Two Hundred Crores only) for the loan/credit facility (Fund and Non fund based) availed/to be availed by Kolte-Patil I-Ven Townships (Pune) Limited, a subsidiary and joint venture company - Related Party, whether it constitutes material transaction(s) or otherwise, as defined in the Regulations ("Transactions") for a period of five (5) years starting from 01 January 2021, in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and bankers/ financial institutions.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to negotiate and finalise other terms and conditions and to do all such acts, deeds and things including delegation of powers as may be necessary, proper or expedient to give effect to this Resolution."

By order of Board of Directors
For Kolte-Patil Developers Limited

Sd/-
Vinod Patil
Company Secretary
Membership No. A13258

Place: Pune
Date: 21 December 2020

NOTES:

1. The Explanatory Statement as required, inter-alia, under Section 102 of the Act setting out the material facts relating to the proposed Ordinary Resolution, is appended to and forms part of this Notice.

2. In view of COVID-19 pandemic and as per MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose names appear in the Register of Member/Record of Depositories as on Friday, 18 December 2020 ("cut-off date") and whose email addresses are registered with the Company/Depositories on the said date.

3. In compliance with Section 108 and other applicable provisions of the Act, read with the related Rules, SEBI Regulations and other law(s) as applicable, the Company is pleased to provide e-voting facility to all its Members, to enable them to cast their votes electronically. The Company has engaged services of Central Depository Services (India) Limited for this purpose.

4. The communication of assent/dissent of the Members will only take place through the remote e-voting system.

5. Remote e-voting commences on Thursday, 31 December 2020 (01.00 PM IST) and ends on Friday, 29 January 2021 (5.00 PM IST). Members are requested to follow the procedure as stated in the Procedure and Instructions for Remote e-voting for casting their vote.

6. Member(s) whose name(s) appear in the Register of Members / Record of Depositories as on cut-off date and have not registered / updated their respective email ID(s) may do the same, by following the procedure mentioned herein. Certain documents referred herein, shall be available for inspection accordingly, by the Members from the date of dispatch of this Notice up to 29 January 2021. Members seeking to inspect such documents can send an email to investorrelation@koltepatil.com. A person who is not a Member as on the cut-off date, should treat this Notice for information purposes only. After completion of the scrutiny of the electronic votes, the Scrutinizer will submit his report to the Chairman / Company Secretary or any other authorised personnel of the Company. The results of the Postal Ballot will be announced on or before 5.00 PM (IST) on Sunday, 31 January 2021. The said results would be displayed at the Registered Office of the Company and on its website at www.koltepatil.com, www.evotingindia.com and simultaneously intimated to the National Stock Exchange of India Limited and BSE Limited.

7. The Notice and Explanatory Statement with requisite enclosures, if any, have also been made available on the website of the Company i.e. www.koltepatil.com and on the website of the e-voting agency viz. https://evotingindia.com. All dates and times mentioned herein, are as per Indian Standard Time.

8. A Member cannot exercise his/her vote through proxy on Postal Ballot. However, corporate and institutional members shall be entitled to vote through their authorised representatives and are requested to provide a proof of authorisation (board resolution/authority letter/ power attorney, etc.) in favour of their authorised representatives to the Scrutinizer, by way of upload on the e-voting portal and an email to deulkarcs@gmail.com.

9. The resolution(s) passed by the requisite majority, shall be deemed to be passed on the last date specified for e-voting, i.e. 29 January 2021 and as if they have been passed at a General Meeting of the Members.

10. The advertisement confirming dispatch of this Notice, by electronic mode, is also being published in the newspapers viz. Business Standard and Loksatta (Pune Edition). Requisite

related filings made with the Stock Exchange(s), are available on the website of the Company and can be accessed by the Members on the weblink: https://www.koltepatil.com.

11. Members who have not registered/updated their email IDs so far are requested to register/ update the same to get all notices, communiques, etc. from the Company, electronically, as per the following procedure:

Physical Holding	Contact Company's RTA, by sending an email at investor@ bigshareonline.com along with request letter, folio no., name of the Member, and scanned copy of the share certificate (front and back), PAN Card (self-attested scanned copy) and Aadhar Card (self-attested scanned copy).
Demat Holding	Contact respective Depository Participant.

PROCEDURE AND INSTRUCTIONS FOR REMOTE E-VOTING:

A. The remote e-voting facility will be available during the following voting period:

Commencement of remote e-voting:

From: 01.00 PM (IST) on Thursday, 31 December 2020 and

End of remote e-voting: Up to 05:00 PM (IST) on Friday, 29 January 2021. The remote e-voting facility shall be disabled thereafter.

B. Once the vote on resolution is cast by a Member, the Member shall not be allowed to change it subsequently.

C. The voting rights of the Members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on the cut-off date being 18 December 2020 and Members holding share(s) on the said date will be entitled to cast their votes through remote-e-voting.

(i) Log on to the e-voting website www.evotingindia.com

(ii) Click on "Shareholders" tab.

(iii) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"

(iv) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,
b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

	• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for Kolte-Patil Developers Limited.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to https://www.evotingindia.com and register themselves as Corporates.

- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.

- After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.

- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013

Item No. 1

Pursuant to the applicable provisions of Section 188 and any other provisions of the Companies Act, 2013 and Rules thereunder, Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all material Related Party Transactions shall require approval of the shareholders by way of Resolution.

The Company is required to provide corporate guarantee for the loan/credit facility to be availed by Kolte-Patil I-Ven Townships (Pune) Limited.

The key details as required under Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 are as below:

1	Name of the related party	Kolte-Patil I-Ven Townships (Pune) Limited
2	Nature of relationship	A subsidiary and joint venture company
3	Name of director who is related	Mr. Rajesh Patil – Chairman and Managing Director is also Chairman and Managing Director in Kolte-Patil I-Ven Townships (Pune) Limited
4	Nature, material terms, monetary value and particulars of the contract or arrangement	Kolte-Patil I-Ven Townships (Pune) Limited, a subsidiary and joint venture company is also engaged in real estate development and developing integrated township project namely Life Republic at Hinjewadi, Pune. Life Republic is a flagship project which is spread across ~390 acres For availing credit facility (Fund and Non fund based) by subsidiary and joint venture company, the banker/lender sanctions the credit facility on the term that Kolte-Patil Developers Limited will provide the corporate Guarantee as a collateral security up to Rs. 200 Crores. The Corporate Guarantee will be provided for the amount of loan/credit facility availed by subsidiary company and joint venture company. Period: Five (5) years starting from 01 January 2021.

Pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proposed transaction as mentioned in Item No. 1 will be material related party transaction. Hence the approval of the shareholders is sought by way of Resolution.

The Board recommends the Resolution set forth as Item No. 1 of the Postal Ballot Notice for the approval of shareholders.

The Directors, Manager, Key Managerial Personnel and their relatives may be deemed to be concerned or interested in the Resolution at Item No. 1 to the extent of their shareholding.

By order of Board of Directors
For Kolte-Patil Developers Limited

Sd/-
Vinod Patil
Company Secretary
Membership No. A13258

Place: Pune
Date: 21 December 2020