

Date: 25/08/2023

The General Manager, Listing Department, Bombay Stock Exchange Limited, P.J. Tower, Dalal Street, Mumbai - 400 001.	The Vice President, Listing Department, National Stock Exchange of India Limited, 'Exchange Plaza', Bandra Kurla Complex, Bandra (East), Mumbai - 400 051.
Fax: 022 - 2272 3121/ 1278/ 1557 E-Mail: <u>corp.relations@bseindia.com</u>	Fax: 022 – 26598237/38 E-Mail: <u>cmlist@nse.co.in</u>
Scrip ID: WONDERLA Scrip Code: 538268	Symbol: WONDERLA

Dear Sir/ Madam,

Sub: Details regarding Voting results of the Annual General Meeting

Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please find enclosed details regarding Voting results of the 21st Annual General Meeting of

the Company held on 24th August, 2023 and the Scrutinizer's Report.

Thanking You,

Yours faithfully,

For Wonderla Holidays Limited

Srinivasulu Raju Y Company Secretary

Wonderla Kochi Park : Palli kkara, Kumarapuram P.O.,Kochi-683 565, Ph: 0484 26840011Email: mail.cok@wonderla.com Wonderla Bengaluru Park : 28th KM, Mysore Road, Bengaluru-562 109, Ph: 080 37230300 | Email: mail.blr@wonderla.com Wonderla Hyderabad Park : ORRExit No. 13, Ravirala Post, Hyderabad-501510, Ph: 040 23490300 | Email: mail.hyd@wonderla.com Wonderla Bengaluru Resort: 28th KM, Mysore Road, Bengaluru-562 109, Ph: 080 35073965 | Email: resort.blr@wonderla.com



Somy Jacob & Associates

Koramangala 2rd Block Bangalore- 560068 Karnataka.

Practising Company Secretaries

3/6-6, 3rd Floor, Sheik Ali Complex, 3rd Cross

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

Chairman

M/s. Wonderla Holidays Limited 28th KM, Mysore Road, Bangalore - 562 109, Karnataka

^{21st} Annual General Meeting of the Equity Shareholders of M/s. Wonderla Holidays Limited Held on Thursday, the 24th August 2022 at 11.00 AM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

Dear Sir,

I, CS Somy Jacob, Company Secretary in Practice Holding Membership No. F 6269 and Certificate of Practice No. 6728, Partner Somy Jacob And Associates, Practising Company Secretaries, 3rd Floor, Sheik Ali Complex, 3/6-6, 3rd Cross Koramangala 2nd Block, Bangalore – 560068, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolutions, at the 21st Annual General Meeting of the Equity Shareholders of M/s. Wonderla Holidays Limited Held on Thursday, the 24th August 2023 at 11.00 AM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), submit our report as under:

- After the time fixed for closing of the poll by the Chairman, arrangements were made to record the voting electronically called as Venue voting with proper security features complying with the instructions/guidelines prescribed as informed to me.
- 2. The result of Venue voting was subsequently verified and the name of persons voted were diligently scrutinized. The Identity of the shareholders voted were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.
- The votes casted at Venue voting, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- The result of the Poll/ Venue voting is as under:



ORDINARY BUSINESS:

ORDINARY RESOLUTIONS

Resolution No.1: Adoption of audited Financial Statements of the Company which includes the Balance Sheet as at March 31, 2023, Statement of Profit and Loss for the year ended on that date and the reports of Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	451	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Number of members present and voting whose votes were declared invalid	Number of votes cast by them
0	0

Resolution No.2: Declaration of Final Dividend of Rs. 2.50 (25%) per equity share of Rs. 10 each for the year ended 31st March 2023

(i)Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	451	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Number of members present and voting whose votes were declared invalid	Number of votes cast by them
0	0



SPECIAL BUSINESS:

SPECIAL RESOLUTION

Resolution No.3: Appointment of Mr. Madan Padaki as the Independent Director for a tenure of five years

(i)Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	451	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Number of members present and voting whose votes were declared invalid	Number of votes cast by them
0	0

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The Venue voting papers/records and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

For Somy Jacob & Associates Practising Company Secretaries

Somy Jacob BSC., FCS. Partner, FCS 6269., CP No. 6728 Place: Bangalore Date : 25.08.2023 UDIN: F006269E000861662



Somy Jacob & Associates Practising Company Secretaries

3/6-6, 3rd Floor, Sheik Ali Complex, 3rd Cross Koramangala 2rd Block Bangalore- 560068 Karnataka.

CS JACOB. T. OOMMEN BSC FCS To, Chairman

CS SOMY JACOB BSC FCS

M/s. Wonderla Holidays Limited 28th KM, Mysore Road, Bangalore - 562 109, Karnataka

Sir,

SUB: SCRUTINISER REPORT FOR REMOTE EVOTING

I, CS Somy Jacob Company Secretary in Practice Holding Membership No.F6269 and Certificate of Practice No. 6728, Partner of Somy Jacob And Associates, Practising Company Secretaries, 3rd Floor, Sheik Ali Complex, 3/6-6, 3rd Cross, Koramangala 2nd Block, Bangalore 560068, have been appointed by the Board of Directors of M/s. Wonderla Holidays Limited (CIN: L55101KA2002PLC031224) having registered office at 28th KM, Mysore Road, Bangalore - 562 109, Karnataka as the Scrutinizer for the Remote Electronic Voting of the resolutions included in the notice calling the 21st Annual General Meeting of the Equity Shareholders of M/s. Wonderla Holidays Limited, held on Thursday, the 24th August 2023.

As the scrutinizer, I report that in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules, 2014, as amended the above remote electronic voting remained open to the members from Sunday, August 20, 2023 (9:00 am) and ended on Wednesday, August 23, 2023 (5:00 pm). Further the E-Voting period was completed on the date preceding the date of Annual General meeting.

On Completion of the remote e-voting period, in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules, 2014, as amended I have unblocked the votes on 24th August 2023. There were no witnesses for the unblocking event as at the Evoting facility the prescribed procedure was followed due to Covid 19 pandemic.

The result of the Remote E Voting is as under.



Res No	Subject matter of resolution	Total No of shares	ASSENT /IN F/	AVOUR OF		DISSENT	AGAINS
		through evoting	No of votes in favour on evoting		a second s	No	%
Ordi	nary Business – Ordinar	y Resolution					
1	Adoption of audited Financial Statements of the Company which includes the Balance Sheet as at March 31, 2023, Statement of Profit and Loss for the year ended on that date and the reports of Board of Directors and Auditors thereon		4,34,83,004	100	76.86	1914	0
2. Spec	Declaration of Final Dividend of Rs. 2.50 (25%) per equity share of Rs. 10 each for the year ended 31st March 2023 ial Business- Special Re	4,36,05,402 solution	4,36,04,451	99.9	77.08	951	0.1
3	Appointment of Mr. Madan Padaki as the Independent Director for a tenure of five years	4,36,05,402	4,36,04,425	100	77.08	76	0

2 Ballots consisting of 1,20,484 votes abstained from voting for Item No. 1.

2 Ballots consisting of 901 votes abstained from voting for Item No. 3.

All the resolutions stand passed under Remote Evoting and poll as Ordinary Resolutions/ Special Resolutions with requisite majority as specified under the Companies Act 2013.



Thanking you,

Yours faithfully,

For Somy Jacob & Associates Practising Company Secretaries





Somy Jacob BSC.,FCS. Partner, FCS 6269., CP No. 6728

Place: Bangalore Date : 25.08.2023 **UDIN: F006269E000861662**

Witness to the Unblocking Events

NIL



Somy Jacob & Associates

Practising Company Secretaries 3/6-6, 3rd Floor, Sheik Ali Complex, 3rd Cross Koramangala 2rd Block Bangalore- 560068 Karnataka.

COMBINED SCRUTINISER REPORT FOR REMOTE EVOTING AND POLL FOR M/s. WONDERLA HOLIDAYS LIMITED

To, **Chairman** M/s. Wonderla Holidays Limited 28th KM, Mysore Road, Bangalore - 562 109, Karnataka

21st Annual General Meeting of the Equity Shareholders of M/s. Wonderla Holidays Limited Held on Thursday, the 24th August 2023 at 11.00 AM through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

Sub. Passing of Resolutions through remote E voting and Poll conducted at the 20th Annual General Meeting of the Equity Shareholders of M/s. Wonderla Holidays Limited.

I, CS Somy Jacob Company Secretary in Practice Holding Membership No. F 6269 and Certificate of Practice No. 6728, Partner of Somy Jacob And Associates, Practising Company Secretaries, 3rd Floor, Sheik Ali Complex, 3/6-6, 3rd Cross, Koramangala 2nd Block, Bangalore – 560068, have been appointed as Scrutinizer for the Remote Electronic Voting and for the purpose of the poll taken on the below mentioned resolutions, at the 21st Annual General Meeting of the Equity Shareholders of M/s. Wonderla Holidays Limited, held on Thursday, the 24th August 2023 at 11.00 AM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider for extending the facility for the remote electronic voting to the members from Sunday, August 20, 2023 (9:00 am) and ended on Wednesday, August 23, 2023 (5:00 pm). KFin Technologies Ltd. (KFin) is the Registrar and Share Transfer Agent of the Company. The remote evoting results were unblocked by me on 24th August 2023. There were no witness for the unblocking event as the Evoting facility procedure was followed as per the guidelines provided. For further details kindly refer my Scrutinizer Report dated 25th August 2023 attached herewith.

At the Annual General Meeting, the Company facilitated the Members present in the meeting who could not participate in remote evoting to record their votes through poll process. The meeting was conducted through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and arrangements were made to record the voting electronically called as venue



voting with proper security features complying with the instructions/guidelines prescribed. For details Kindly refer to my Scrutinizer Report in MGT 13 dated 25.08.2023 attached herewith.

The result of the Remote E-Voting together with that of the Venue voting is as under.

Res No	Subject matter of resolution	Particulars of	Votes in favour of the resolution		Votes again resolution	
_		Business	No	%	No	%
Ordi	nary Business- Ordinary Resolut	tion				
1	Adoption of audited Financial Statements of the Company which includes the Balance Sheet as at March 31, 2023, Statement of Profit	E-voting	4,34,83,004	100	1,914	0
		Venue voting	451	100	0	0
and Loss for the year ended on that date and the reports of Board of Directors and Auditors thereon	Total	4,34,83,455	100	1,914	0	
2.	Declaration of Final Dividend of Rs. 2.50 (25%) per equity	E-voting	4,36,04,451	100	951	0
	share of Rs. 10 each for the year ended 31st March 2023	Venue voting	451	100	0	0
		Total	4,36,04,902	100	951	0
Spec	ial Business- Special Resolution					
	Appointment of Mr. Madan Padaki as the Independent		4,36,04,425	100	76	0
	Director for a tenure of five years		451	0	0	0
			4,36,04,876	100	76	0

2 Ballots consisting of 1,20,484 votes abstained from voting for Item No. 1.

2 Ballots consisting of 901 votes abstained from voting for Item No. 3.

All the resolutions stand passed under Remote E-voting and Venue-voting as Ordinary / Special Resolutions with requisite majority as specified under the Companies Act 2013.

COB & ASS BANGALORE

Thanking you,

Yours faithfully,

For Somy Jacob & Associates Practising Company Secretaries





Somy Jacob BSC., FCS. Partner, FCS 6269., CP No. 6728

Place: Bangalore Date : 25.08.2023 **UDIN: F006269E000861662**

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Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Decl	ORDINARY - Declaration of Final Dividend of Rs 2 50 (25%) ner en introduction of B- 10 0004 feath	dend of Rs 2 50 (25	Tok) ner equity char	a of Dc 10 coop for	-				
Whether promoter/ promoter group are				Val per equity stial	E OI NS. TU EACH TO	r the year ended a	1st March 2023			
interested in the agenda/resolution?	No									
		No. of shares	No. of votes	% of Votes Polled on outstanding shares	No. of Votes – in	- of Votes	% of Votes in favour on votes	% of Votes against on votes		
Category	Mode of Voting	held (1)		(3)=[(2)/(1)]* 100	_	against (5)	(6)=[(4)/(2)]*100	polied (7)=[(5)/(2)]*100	Votes Invalid	Votes Ahstained
	E-Voting	-	3,94,44,948	1(3,94,44,94	0			0	
Promoter and Promoter Ground	Postal Ballot (if	3,94,44,948					0.0000	0.0000		
	Total		0 3 94 44 448	0.0000	0					
	E-Voting		41.22.494							0
	Poll	CE0 01 34					100.0000			
Public- Institutions	Postal Ballot (if applicable)	46,1U,9/3							0	0
	Total		41.22.494	89.4062	0 0 00 00 17		0.000			0
	E-Voting		37,960			56		0.000		
	Poll	1 75 17 398								
Public- Non Institutions	Postal Ballot (if applicable)	0001/17/07/4	0							
	Total		38,411		37.46	K	00000		0	
	Total	5,65,73,319	4,36,		4,36		8/56'66 1+20'75	2:4/39		0
Resolution No.	3									
Resolution required: (Ordinary/ Special)	SPECIAL - Appoint	SPECIAL - Appointment of Mr. Madan P	Padaki as the Inde	adaki as the Independent Director for a tenure of five verse	or a tenure of five	aars				
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
	-									
		lares		% of Votes Polled on outstanding shares	No. of Votes - in	No. of Votes –	% of Votes in favour on votes	% of Votes against on votes		
Category	Mode of Voting		-	/(1)]* 100			/(2)]*100	/7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	E-Voting Poll		3,94,44,948	100.0000	1,44,948		100.000	0.0000	0	
	Postal Ballot (if	3,94,44,948		0000	>	0	0.0000	0.0000	0	0
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.000	0.0000	0	C
	I OTAI		3,94,44,948	100.0000	3,94,44,948	0	100.0000	0.0000	0	
			41,22,494	89.4062	41,22,494	0	100.0000	0.0000	0	0
	Postal Ballot (if	46,10,973	0	0.0000	0	0	0.0000	0.0000	0	0
Public-Institutions	applicable)		0	0.0000	0	0	0.000	0.0000	0	0
	F-Mating		41,22,494	89.4062	41,22,494	0	100.000	0.0000	0	0
	Poll	-	37,059	0.2961	36,983	76	99.7949	0.2050	0	901
Public- Non Institutions	Postal Ballot (if applicable)	1,25,17,398		00000	451	0 0	100.0000	0.0000	0	0
	Total		37 510	100000	0 100 100		0.0000	0.0000	0	0
	Total	5,65,73,319	4,36,04,952	77.0769	4,36,04,876	76	99.998	0.2026	0	901 901

