

Date: 25/08/2023

<p><b>The General Manager, Listing Department, Bombay Stock Exchange Limited, P.J. Tower, Dalal Street, Mumbai - 400 001.</b></p> <p>Fax: 022 - 2272 3121/ 1278/ 1557 E-Mail: <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a></p> <p>Scrip ID: WONDERLA Scrip Code: 538268</p>	<p><b>The Vice President, Listing Department, National Stock Exchange of India Limited, 'Exchange Plaza', Bandra Kurla Complex, Bandra (East), Mumbai - 400 051.</b></p> <p>Fax: 022 – 26598237/38 E-Mail: <a href="mailto:cmlist@nse.co.in">cmlist@nse.co.in</a></p> <p>Symbol: WONDERLA</p>
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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 21<sup>st</sup> Annual General Meeting of the Company held on 24<sup>th</sup> August, 2023 and the Scrutinizer's Report.

Thanking You,

Yours faithfully,

For Wonderla Holidays Limited

Srinivasulu Raju Y  
Company Secretary

**Parks & Resorts**

**Wonderla Kochi Park** : Palli kkarra, Kumarapuram P.O., Kochi-683 565, Ph: 0484 2684001 | Email: mail.cok@wonderla.com  
**Wonderla Bengaluru Park** : 28<sup>th</sup> KM, Mysore Road, Bengaluru-562 109, Ph: 080 37230300 | Email: mail.blr@wonderla.com  
**Wonderla Hyderabad Park** : ORR Exit No. 13, Ravirala Post, Hyderabad-501 510, Ph: 040 23490300 | Email: mail.hyd@wonderla.com  
**Wonderla Bengaluru Resort**: 28<sup>th</sup> KM, Mysore Road, Bengaluru-562 109, Ph: 080 35073965 | Email: resort.blr@wonderla.com



CS SOMY JACOB BSC FCS  
CS JACOB. T. OOMMEN BSC FCS

## Somy Jacob & Associates Practising Company Secretaries

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

**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

21<sup>st</sup> Annual General Meeting of the Equity Shareholders of M/s. Wonderla Holidays Limited  
Held on Thursday, the 24<sup>th</sup> 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 21<sup>st</sup> Annual General Meeting of the Equity Shareholders of  
M/s. Wonderla Holidays Limited Held on Thursday, the 24<sup>th</sup> August 2023 at 11.00 AM through  
Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), submit our report as  
under:

1. 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.
3. The votes casted at Venue voting, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. 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**





CS SOMY JACOB BSC FCS  
CS JACOB. T. OOMMEN BSC FCS

## Somy Jacob & Associates Practising Company Secretaries

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

To,

**Chairman**

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 24<sup>th</sup> 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 through evoting	ASSENT /IN FAVOUR OF			DISSENT/AGAINS T	
			No of votes in favour on evoting	% of votes in favour on evoting	% of paidup Capital	No	%
<b>Ordinary Business – Ordinary Resolution</b>							
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	4,36,05,402	4,34,83,004	100	76.86	1914	0
2.	Declaration of Final Dividend of Rs. 2.50 (25%) per equity share of Rs. 10 each for the year ended 31st March 2023	4,36,05,402	4,36,04,451	99.9	77.08	951	0.1
<b>Special Business- Special Resolution</b>							
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



CS SOMY JACOB BSC FCS  
CS JACOB. T. OOMMEN BSC FCS

## Somy Jacob & Associates Practising Company Secretaries

3/6-6 , 3<sup>rd</sup> Floor, Sheik Ali Complex, 3<sup>rd</sup> Cross  
Koramangala 2<sup>nd</sup> 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

21<sup>st</sup> Annual General Meeting of the Equity Shareholders of M/s. Wonderla Holidays Limited Held on Thursday, the 24<sup>th</sup> 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 24<sup>th</sup> 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 24<sup>th</sup> 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 25<sup>th</sup> 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 Business	Votes in favour of the resolution		Votes against resolution	
			No	%	No	%
<b>Ordinary Business- Ordinary Resolution</b>						
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	E-voting	4,34,83,004	100	1,914	0
		Venue voting	451	100	0	0
		<b>Total</b>	<b>4,34,83,455</b>	<b>100</b>	<b>1,914</b>	<b>0</b>
2.	Declaration of Final Dividend of Rs. 2.50 (25%) per equity share of Rs. 10 each for the year ended 31st March 2023	E-voting	4,36,04,451	100	951	0
		Venue voting	451	100	0	0
		<b>Total</b>	<b>4,36,04,902</b>	<b>100</b>	<b>951</b>	<b>0</b>
<b>Special Business- Special Resolution</b>						
	Appointment of Mr. Madan Padaki as the Independent Director for a tenure of five years		4,36,04,425	100	76	0
			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.



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: Foo6269E000861662**

WONDERLA HOLIDAYS LIMITED	
Date of the AGM/EGM	24-08-2023
Total number of shareholders on record date	37292
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	2
Promoters and Promoter Group:	2
Public:	47

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - 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.									
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 polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	3,94,44,948	3,94,44,948	100.0000	3,94,44,948	0	100.0000	0.0000	0	0
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Total	3,94,44,948	3,94,44,948	100.0000	3,94,44,948	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	40,02,010	40,02,010	86.7932	40,02,010	0	100.0000	0.0000	0	0
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	1,20,484
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Total	40,02,010	40,02,010	86.7932	40,02,010	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	37,960	37,960	0.3033	36,046	1,914	94.9578	5.0421	0	0
	Poll	451	451	0.0036	451	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Total	38,411	38,411	0.3069	36,497	1,914	95.0171	4.9829	0	0
	Total	5,65,73,319	4,34,85,369	76.8655	4,34,83,455	1,914	99.9956	0.0044	0	1,20,484



