

**Date: 28/09/2023**

**To,**  
**The BSE Limited,**  
Corporate Relations Department,  
Phiroze Jeejeebhoy Towers, Dalal  
Street, Fort, Mumbai-400001

**Scrip Code: 507265**

**Scrip ID: EMERALL**

**Subject: Proceedings of the 89<sup>th</sup> Annual General Meeting of Emerald Leisures Limited**

Pursuant to Regulation 30 read with Para A of Schedule III of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Please to enclosed herewith proceedings of the 89<sup>th</sup> Annual General Meeting of the Company held on today, Thursday, 28<sup>th</sup> September, 2023 through Video Conferencing ("VC")/Other Audio-visual Means ("OAVM"). The meeting commenced at 11:30 AM and concluded at 11:39 A.M.

Kindly take the same on record and acknowledge the receipt.

Thanking You,  
Yours faithfully,

**For Emerald Leisures Limited**

**Mr. Rajesh Loya**  
**Director**  
**DIN: 00252470**  
Encl: Copy as above

### SUMMARY OF PROCEEDINGS OF THE 89<sup>TH</sup> ANNUAL GENERAL MEETING

The 89th AGM of the Members of Emerald Leisures Limited ('the Company') was held on Thursday, September 28, 2023, at 11.30 a.m. (IST) through two-way Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM').

Mr. Kapil Purohit, Company Secretary, welcomed the Members to the Meeting and briefed them on details relating to their participation at the Meeting through audio-visual means.

Mr. Jaydeep Vinod Mehta, Chairman of the Board, chaired the Meeting. The Chairman welcomed the Shareholders to the Meeting and on requisite quorum being present, called the Meeting to order.

**MEMBERS' PRESENT:** 23 Members were present at the meeting through video conferencing or other audio-visual means (excluding Directors, KMP and Invitees).

#### **DIRECTORS/KMPS/INVITEES PRESENT THROUGH VC/OAVM:**

##### **Directors & KMPS**

Sr. no.	Name of Director	Designation
1.	Mr. Jaydeep Vinod Mehta	Chairman, Executive Director
	Mr. Jashwant Bhaichand Mehta	Non-Executive Director
2.	Mr. Nikhil Vinod Mehta	Additional Director & CEO
3.	Mr. Rajesh Motilal Loya	Whole Time Director & CFO
4.	Ms. Dhvani Jaydeep Mehta	Non-Executive Director
5.	Mr. Maneesh Taparia	Independent Director
6.	Mr. Amit Vardhman Shah	Independent Director
7.	Mr. Kapil M Purohit	Company Secretary

##### **By Invitation**

Sr. No.	Name	Designation
1.	Mr. Shriniwas Shriram Gadgil, Chartered Accountant (M/s PG Bhagwat LLP), Statutory Auditor of the company.	Statutory Auditor
2.	Mr. Vineet Pal, Practicing Company Secretary (Vineet Pal & Associates).	Scrutinizer.
3.	Ms. Nidhi Ganatra	Internal Auditor
4.	Ms. Zankhana Bhansali (Zankhana Bhansali & Associates)	Secretarial Auditor

The Company Secretary further informed the Members that, the proceedings of the Meeting were also being webcast and could be viewed live by Members by logging on to the website of the National Securities Depository Limited (NSDL). The Company had taken the requisite steps to enable Members to participate and vote on the items being considered at the AGM.

There was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI; Members were informed that the requirement of appointing proxies was not

applicable. Further, the Registers as required under the Companies Act, 2013 were available for inspection in electronic mode, should any Member request for the same.

The Chairman then made his opening remarks and briefed the shareholders with respect to the, the key trends in the Hotel Industry and the Company's performance during FY2022-23. He also briefed the shareholders on the growth plans and simplification journey of the Company.

With the consent of the Members present, the Notice convening the AGM and the Auditor's Report for the financial year ended March 31, 2023 was taken as read. There were no qualifications, observations or adverse remarks in the reports of the Statutory Auditor and Secretarial Auditor. In terms of the Notice dated September 5, 2023 convening the 89th AGM of the Company, the following business was transacted at the Meeting through remote e-voting.

S.NO.	Description of Resolution	Nature of Resolution	Mode of Voting
<b>ORDINARY BUSINESS</b>			
1.	<b><u>Adoption of Financial Statement:</u></b> To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023 together with the reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	E-voting
2.	<b><u>Appointment of Director in Place of Retiring Director by Rotation:</u></b> To appoint a Director in place of Ms. Dhvani Jaydeep Shah (DIN: 07105522) who retires by rotation and being eligible offer herself for re -appointment.	Ordinary Resolution	E-voting
<b>SPECIAL BUSINESS</b>			
3.	<b><u>To Regularize the Appointment of Mr. Nikhil Vinod Mehta (DIN:00252482) as Executive Director of the Company</u></b> To consider and if thought fit, to pass with or without modification, if any, the following resolution as a Ordinary Resolution:	Ordinary Resolution	E-Voting

Members who attended the Meeting were given an opportunity to ask questions and seek clarification(s). The Chairman appropriately responded to the questions raised by them.

Post the question-and-answer session, the Chairman authorized Mr. Kapil Purohit, Company Secretary to carry out the e-voting process and conclude the Meeting. The Chairman further informed the Members that the consolidated voting results will be disseminated to the Stock Exchanges on which the Company's shares are listed and will also be made available on the website of the Company at [www.clubemerald.in](http://www.clubemerald.in) and NSDL at [www.evoting@nsdl.com](mailto:www.evoting@nsdl.com) within 2 working days from the conclusion of the Meeting.

## EMERALD LEISURES LTD.

**CLUB  
EMERALD**  
"Where Dreams Come Alive"  
CLUB EMERALD SPORTS COMPLEX

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**CIN :** L74900MH1948PLC006791

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting virtually.

The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. Upon completion of the e-voting process, Mr. Kapil Purohit declared the Meeting closed.

We request you to kindly take the above information on record in terms of the compliance requirements of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015.

Thanking you,  
Yours faithfully,

**For Emerald Leisures Limited**

**Mr. Rajesh Loya**  
Director  
DIN: 00252470