

Date: 11/11/2024

<b>The General Manager, Listing Department, Bombay Stock Exchange Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.</b>	<b>The Vice President, Listing Department, National Stock Exchange of India Limited, 'Exchange Plaza', Bandra Kurla Complex, Bandra (East), Mumbai - 400 051.</b>
Scrip Code: 538268	Symbol: WONDERLA

Dear Sir/ Madam,

**Sub: Results of Postal Ballot.**

This has reference to our letter dated 10-10-2024 enclosing the postal ballot notice along with the explanatory statement seeking the consent of the members by way of special resolutions through electronic voting with respect to the following items of business:

1. To approve raising of funds in one or more tranches through further issue of equity shares and/or any other equity-based instrument(s) including through a qualified institutions placement for an amount not exceeding Rs. 800 crores.
2. To approve increase of authorised share capital of the Company and alteration of capital clause of Memorandum of Association of the Company.
3. To approve adoption of new Articles of Association.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Resolutions mentioned above have been passed by the members of the Company with requisite majority.

The approval is deemed to have been received on the last date of e-voting, i.e. November 9, 2024.

Please find enclosed the voting results and scrutinizer's report.

Yours faithfully,  
For Wonderla Holidays Limited

Srinivasulu Raju Y  
Company Secretary

**Parks & Resorts**

**Wonderla Kochi Park** : Palli kvara, 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

<b>Company Name</b>	WONDERLA HOLIDAYS LIMITED
<b>Date of the AGM/EGM</b>	09-11-2024
<b>Total number of shareholders on record date</b>	56234
<b>No. of shareholders present in the meeting either in person or</b>	
<b>Promoters and Promoter Group:</b>	-
<b>Public:</b>	-
<b>No. of Shareholders attended the meeting through Video</b>	
<b>Promoters and Promoter Group:</b>	-
<b>Public:</b>	-

Resolution required: (Ordinary/ Special)	SPECIAL - To approve raising of funds in one or more tranches through further issue of equity shares and/or any other equity-based instrument(s) including through a qualified institutions placement for an amount not exceeding Rs. 800 crores.							
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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	39479948	39479948	100.0000	39479948	0	100.0000	0.0000
	Poll	39479948	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	39479948	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	6025103	4911186	81.5121	4864217	46969	99.0436	0.9563
	Poll	6025103	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	6025103	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	11068268	27082	0.2447	23521	3561	86.8510	13.1489
	Poll	11068268	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	11068268	0	0.0000	00	0	0.0000	0.0000
<b>Total</b>		<b>56573319</b>	<b>44418216</b>	<b>78.5144</b>	<b>44367686</b>	<b>50530</b>	<b>99.8862</b>	<b>0.1138</b>

Resolution required: (Ordinary/ Special)	SPECIAL - To approve increase of authorised share capital of the Company and alteration of capital clause of Memorandum of Association of the Company.							
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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	39479948	39479948	100.0000	39479948	0	100.0000	0.0000
	Poll	39479948	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	39479948	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	6025103	4911186	81.5121	4911186	0	100.0000	0.0000
	Poll	6025103	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	6025103	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	11068268	27070	0.2446	24449	2621	90.3176	9.6823
	Poll	11068268	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	11068268	0	0.0000	00	0	0.0000	0.0000
Total		56573319	44418204	78.5144	44415583	2621	99.9941	0.0059

Resolution required: (Ordinary/ Special)	SPECIAL - To approve adoption of new Articles of Association.							
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 on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	39479948	39479948	100.0000	39479948	0	100.0000	0.0000
	Poll	39479948	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	39479948	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	6025103	4911186	81.5121	4222463	688723	85.9764	14.0235
	Poll	6025103	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	6025103	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	11068268	26170	0.2364	23768	2402	90.8215	9.1784
	Poll	11068268	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	11068268	0	0.0000	00	0	0.0000	0.0000
Total		56573319	44417304	78.5128	43726179	691125	98.4440	1.5560



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.

The Chairman,  
Wonderla Holidays Limited  
28th KM, Mysore Road,  
Bangalore - 562 109,  
Karnataka

Date: November 11, 2024

Dear Sir,

We are submitting herewith the Report of the Scrutinizer in respect of Postal Ballot conducted pursuant to Notice of Postal Ballot dated October 04, 2024. Original Reports (2 copies) are sent through Courier.

Thanking you

Yours sincerely

CS Somy Jacob

F6269; CP No. 6728





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.

## REPORT OF SCRUTINIZER

(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9)  
of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman,  
Wonderla Holidays Limited  
28th KM, Mysore Road,  
Bangalore - 562 109,  
Karnataka  
CIN: L55101KA2002PLC031224

Dear Sir,

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, Off Hosur Road, Koramangala 2nd Block, Bangalore 560068, appointed as Scrutinizer by the Board of Directors of Wonderla Holidays Limited (the Company) for the purpose of scrutinizing Postal Ballot process in a fair and transparent manner in respect of the resolutions stated in the Notice of the Postal Ballot dated October 04, 2024 proposed to be passed by the Equity Shareholders of the Company, submit my report as under:

1. In accordance with the Notice of the Postal Ballot dated October 04, 2024 dispatched to the shareholders by prescribed modes on October 10, 2024 and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 published on October 11, 2024, the e-voting commenced on October 11 2024 (at 9: 00 hours) and ended on November 9, 2024 (at 17:00 hours).

The Postal Ballot Notice was sent by e-mail to all its Members who have registered their e-mail addresses with the Company, their Registrars and Transfer Agents or Depository/Depository Participants and the communication of assent/ dissent of the Members took place only through the E-voting system. The Postal Ballot was accordingly initiated in compliance with the MCA Circulars. In accordance with the requirements of the MCA Circulars, hard copy of the Postal Ballot Notice along with the Postal Ballot forms and pre-paid business envelope was not sent to the Members for the Postal Ballot. The Company has extended only the E-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the postal ballot form.



The e-voting facility was provided by KFin Technologies Limited (KFin). The votes were unblocked at around 17:15 hours on November 09, 2024 and the e-voting summary statement was downloaded from e-voting website of KFin Technologies Limited (<https://evoting.kfintech.com>) on November 11, 2024 .

2. The Equity Shareholders holding shares as on October 04, 2024, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the Postal Ballot
3. The Register of Ballots entered and prepared in electronic mode showing equity shareholders who have voted "For" and "Against" and e-voting results downloaded from the e-voting website of the KFin Technologies Limited (<https://evoting.kfintech.com>) are being handed over to the Chairman of the Company.
4. The ballot process was scrutinized. The votes received through e-voting were reconciled with the records maintained by the Company's R&TA and the authorizations/ Power of attorney etc., lodged with the Company.

For processing Postal Ballots, necessary technical support was provided by KFin Technologies Limited, Hyderabad, the Registrar & Share Transfer Agent of the Company.

5. The result of the voting is as under:

#### **Resolution-1: Special Resolution**

**To approve raising of funds in one or more tranches through further issue of equity shares and/or any other equity-based instrument(s) including through a qualified institutions placement for an amount not exceeding Rs. 800 crores.**

#### **i. Voted in favour of the resolution**

Number of Members		Number of vote cast in favour of resolution	% of total number of valid votes cast
a) Voted by physical ballot	0	0	
b) Voted by electronic mode	253	4,43,67,686	
Total	253	4,43,67,686	99.886



**ii. Voted against the resolution:**

Number of Members		Number of votes cast against the resolution	% of total number of valid votes cast
a) Voted by physical ballot	0	0	
b) Voted by electronic mode	15	50,530	
Total	15	50,530	0.1138

**iii. Invalid votes:**

Total number of members whose votes declared invalid	Total number of votes cast by them
0	0

**iv. Abstained votes:**

Total number of members whose votes declared abstained	Total number of votes cast by them
2	14

**Resolution-2: Special Resolution**

To approve increase of authorised share capital of the Company and alteration of capital clause of Memorandum of Association of the Company.

**i. Voted in favour of the resolution**

Number of Members		Number of vote cast in favour of resolution	% of total number of valid votes cast
c) Voted by physical ballot	0	0	



d) Voted by electronic mode	258	4,44,15,583	
Total	258	4,44,15,583	99.994

**ii. Voted against the resolution:**

	Number of Members	Number of votes cast against the resolution	% of total number of valid votes cast
c) Voted by physical ballot	0	0	
d) Voted by electronic mode	10	2,621	
Total	10	2,621	0.006

**iii. Invalid votes:**

Total number of members whose votes declared invalid	Total number of votes cast by them
0	0

**iv. Abstained votes:**

Total number of members whose votes declared abstained	Total number of votes cast by them
3	26

**Resolution-3: Special Resolution**

**To approve adoption of new Articles of Association.**

**i. Voted in favour of the resolution**





Number of Members		Number of vote cast in favour of resolution	% of total number of valid votes cast
e) Voted by physical ballot	0	0	
f) Voted by electronic mode	254	4,37,26,179	
Total	254	4,37,26,179	98.4419

**ii. Voted against the resolution:**

Number of Members		Number of votes cast against the resolution	% of total number of valid votes cast
e) Voted by physical ballot	0	0	
f) Voted by electronic mode	12	6,91,125	
Total	12	6,91,125	1.5559

**iii. Invalid votes:**

Total number of members whose votes declared invalid	Total number of votes cast by them
0	0

**iv. Abstained votes:**

Total number of members whose votes declared abstained	Total number of votes cast by them
4	926

6. Register of postal ballot and all other relevant records of voting process given/provided/maintained in electronic mode will remain in our custody until the



Chairman considers, approves and signs the minutes of the postal ballot and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,  
Yours faithfully,



Somy Jacob  
FCS 6269, CP No. 6728  
Scrutinizer  
UDIN: F006269F002032249



Place: Bangalore  
Dated: November 11, 2024