

Date: 30th September, 2023

To,
The BSE Limited
Department of Corporate Services,
Floor 25, P J Tower, Dalal Street,
Mumbai- 400001.

Script Code: 507265

Subject: Declaration of Voting Result under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 of 89th Annual General Meeting of the Company held on September 28, 2023.

Dear Sir/Madam,

With reference to above, we would like to state that the 89th Annual General meeting of the Company held on Thursday September 28, 2023 through Video Conferencing ("VC")/Other audio-visual Means ("OAVM").

Please find enclosed herewith:

1. Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015;
2. Scrutinizer Report on E-Voting as per the provisions of Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014;

Please take the same on your record and acknowledge the receipt of the same.

Thanking You.
Yours Faithfully,

For Emerald Leisures Limited

Rajesh Loya
Director
DIN: 00252470

ENCL: As Above.

EMERALD LEISURES LIMITED

(CIN: L74900MH1948PLC006791)

Registered Office: Plot No.366/15, Club Emerald Swastik Park, Near Mangal Anand Hospital, Chembur, Mumbai, Maharashtra, 400071
Ph:-022-25277504; E-mail:- info@clubemerald.in, Website:- www.clubemerald.in

Date: 30-09-2023

Voting Results of Emerald Leisures Limited

28th September, 2023

2611

Date of AGM:

Total No. of Shareholders on record date:

No. of Shareholders present in the meeting either in person or through proxy:

Promoters & Promoter Group:

Public:

No. of Shareholders attending the meeting through Video Conferencing:

Promoters and Promoter Group:

Public:

Agenda - wise disclosure (to be disclosed separately for each agenda item)

ITEM NO. 1: ADOPTION OF FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

Resolution required:

Whether promoter/promoter group are interested in the agenda/resolution? :

No

Ordinary

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 Poll	3,457,770	878896	25.42	585932	292964	66.67	33.33
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total		878896	25.42	585932	292964	66.67	33.33
Public - Institutions	E-Voting Poll	0	0	0	0	0	0.00	0.00
	Postal Ballot (Not Applicable)	0	0	0	0	0	0.00	0.00
	Total	0	0	0	0	0	0.00	0.00
Public - Non Institutions	E-Voting Poll	1,548,430	528942	34.16	528942	9	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total		528942	34.16	528942	9	100.00	0.00
Total		5006200	1407838	28.12	1114874	292973	79.19	20.81



ITEM NO. 2: Re-appointment of Ms. Dhvani Mehta, (DIN: -07105522) as a Director, retiring by rotation

Resolution required :		Ordinary									
Category	Mode of Voting	No. of shares held (1)	Whether promoter/promoter group are interested in the agenda/resolution? :		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	
			No	Yes							
Promoter and Promoter Group	E-Voting Poll	3,457,770			878896	25.42	585932	292964	66.67	33.33	
	Postal Ballot (Not Applicable)				0	0.00	0	0	0.00	0.00	
	Total	3457770			878896	25.42	585932	292964	0.00	33.33	
Public - Institutions	E-Voting Poll	0			0	0.00	0	0	0.00	0.00	
	Postal Ballot (Not Applicable)				0	0.00	0	0	0.00	0.00	
	Total	0			0	0.00	0	0	0.00	0.00	
Public - Non Institutions	E-Voting Poll	1,548,430			528942	34.16	528942	0	100.00	0.00	
	Postal Ballot (Not Applicable)				0	0.00	0	0	0.00	0.00	
	Total	1,548,430			528942	33.79	528942	0	100.00	0.00	
Total		5006200			1407838	28.12	1114874	292964	79.19	20.81	



Item No.3: APPOINTMENT OF MR. NIKHIL MEHTA (DIN: 00252482) AS EXECUTIVE DIRECTOR OF THE COMPANY

Resolution required :

Ordinary

Category	Mode of Voting	Whether promoter/promoter group are interested in the agenda/ resolution? :		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
		Yes	No							
Promoter and Promoter Group	E-Voting Poll			3,457,770	585932	16.95	292968	292964	50.00	50.00
	Postal Ballot (Not Applicable)				0	0.00	0	0	0.00	0.00
	Total			3457770	585932	16.95	292968	292964	50.00	50.00
Public - Institutions	E-Voting Poll			0	0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)				0	0.00	0	0	0.00	0.00
	Total			0	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting Poll			1,548,430	528942	34.16	528942	0	100.00	0.00
	Postal Ballot (Not Applicable)				0	0.00	0	0	0.00	0.00
	Total			1548430	528942	34.16	528942	0	100.00	0.00
Total			5006200	1114874	22.27	821910	292964	73.72	26.28	



Kapil Purohit

Kapil Purohit
Company Secretary
ACS: 65336

"CONSOLIDATED SCRUTINIZER REPORT"
REMOTE E-VOTING AND ELECTRONIC VOTING AT ANNUAL GENERAL MEETING

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
Emerald Leisures Limited,
CIN: L74900MH1948PLC006791
Club Emerald Sports Complex,
Plot No. 366/15, Swastik Park,
Near Mangal Anand Hospital,
Chembur, Mumbai- 400 071

Dear Sir,

1. I, Veenit Pal, Practising Company Secretary, have been appointed as Scrutinizer by the Board of Directors of **Emerald Leisures Limited**, (the "Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 4th September, 2023 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020, 20/2020, 2/2021, 19/2021, 21/2021, 2/2022 and 10/2022 dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021, 8 December 2021, 14 December 2021, 5 May 2022 and 28 December, 2022 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the 89th Annual General Meeting of its Equity Shareholders ("the Meeting" /"AGM") through VC / OAVM. The AGM was convened on Thursday, 28th September 2022 at 11.30 a.m. IST through VC / OAVM.
2. In compliance with the MCA Circulars and SEBI Circular dated 13 May 2022, the Notice along with the Integrated Annual Report 2022-23 was sent on 5th September, 2023 through electronic mode to equity shareholders whose email address is registered with the Company/ Registrar & Transfer Agent of the Company, Purva Sharegistry (India) Pvt. Ltd., Unit No. 9, Shiv Shakti Indl Estt., J. R. Boricha Marg, Lower Parel (East), Mumbai-400 011/ National Securities Depository Limited (NSDL) / Depository Participants;

The said Notice and Integrated Annual Report 2022-23 was also placed on the website of the Company at: <https://www.clubemerald.in/> and on the website of the Stock Exchanges, i.e., BSE Limited at www.bseindia.com.

In compliance with the relevant MCA Circular(s), a newspaper Advertisement was published on 6th September, 2023 in 'Active Times' (English newspapers) and pratakhal (Marathi newspapers) specifying the day, date and time of the AGM. Notice of the AGM and Integrated Annual Report was also made available on the website of the Company and the Stock Exchanges.

3. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules").



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4. As a scrutinizer, I've to scrutinize:

- i. process of remote e-voting before AGM using an electronic voting system on the dates referred to in the Notice calling the AGM ("**remote e-voting**"); and
- ii. process of e-voting at the AGM through electronic voting system ("**e-voting**").

Managements Responsibility

5. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer Responsibility

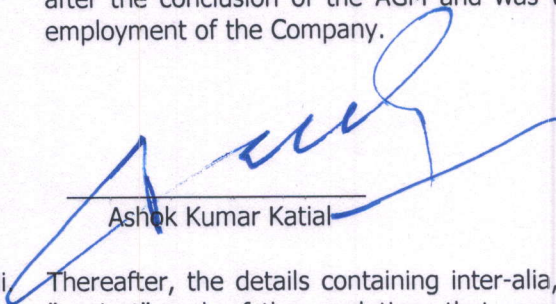
6. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by M/s. National Securities Depository Limited ("NSDL"), the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or NSDL for my verification.


Cut-off Date

7. The Equity Shareholders of the Company as on the "cut-off" date, i.e., Friday, 22nd September, 2023 were entitled to vote on the resolutions (item no. 1 to 3 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

8. Remote E-Voting process

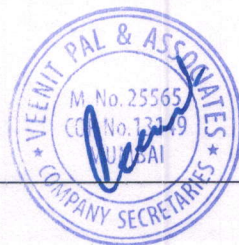
- i. The remote e-voting period remained open from 25th day, September, 2023 (9.00 A.M.IST) to 27th day, September, 2023 (5.00 P.M.IST).
- ii. The votes cast through remote e-voting were unblocked on 28th September, 2023, Thursday after the conclusion of the AGM and was witnessed by two witnesses who are not in the employment of the Company.


Ashok Kumar Katial


Swapnil Zarekar

- iii. Thereafter, the details containing inter-alia, list of Equity Shareholders, who voted "for" or "against" each of the resolutions that were put to vote, were generated from the e-voting website provided by NSDL. The report generated by NSDL were relied by me and data regarding the remote e-voting was scrutinised on test check basis.

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9. **E-Voting at the AGM Process**

- i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL under my instructions.
- ii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / NSDL and the authorizations lodged with the Company/ NSDL on test check basis.
- iii. The e-votes cast were unblocked on Thursday, 28th September, 2023 after the conclusion of the AGM.

10. I submit herewith the Consolidated Scrutinizer's Report on the results on the resolutions of the remote e-voting and e-voting based on the reports generated from the e-voting website of NSDL, scrutinised on test check basis and relied upon by us as under:

Ordinary Business

Ordinary Resolution No.1:

Adoption of Audited Balance Sheet, Profit & Loss account and the report of the Directors and Auditors thereon

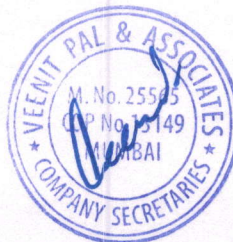
Item No of Notice	Resolution Type (Ordinary/ Special)	Voting Method	Total Votes	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	Resolution Passed / Resolution Not Passed
				Nos	% of total No. of votes Cast	Nos	% of total No. of votes Cast		
1	Ordinary	Remote Voting E-	1,407,638.00	1,114,674.00	79.19	292,964.00	20.81	-	Resolution Passed
		E-Voting	200.00	200.00	100.00	-	-	-	
		Total	1,407,838.00	1,114,874.00	79.19	292,964.00	20.81	-	

Ordinary Resolution No. 2:

APPOINTMENT OF DIRECTOR IN PLACE OF RETIRING DIRECTOR BY ROTATION.

To recommend to members for re-appointment of Ms. Dhvani Mehta, (DIN: - 00235845) Director, who is retiring by rotation and being eligible offered herself for re-appointment.

Item No of Notice	Resolution Type (Ordinary/ Special)	Voting Method	Total Votes	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	Resolution Passed / Resolution Not Passed
				Nos	% of total No. of votes Cast	Nos	% of total No. of votes Cast		
2	Ordinary	Remote Voting E-	1,407,638.00	1,114,674.00	79.19	292,964.00	20.81	-	Resolution Passed
		E-Voting	200.00	200.00	100.00	-	-	-	
		Total	1,407,838.00	1,114,874.00	79.19	292,964.00	20.81	-	



Ordinary Resolution No.3:

To regularize the appointment of Mr. Nikhil Mehta (DIN: 00252482) as executive director of the company.

Item No of Notice	Resolution Type (Ordinary/Special)	Voting Method	Total Votes	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	Resolution Passed / Resolution Not Passed
				Nos	% of total No. of votes Cast	Nos	% of total No. of votes Cast		
3	Ordinary	Remote Voting E-	1,114,674.00	821,710.00	73.72	292,964.00	26.28	-	Resolution Passed
		E-Voting	200.00	200.00	100.00	-	-	-	
		Total	1,114,874.00	821,910.00	73.72	292,964.00	26.28	-	

11. I further report that as per the Notice and Board Resolution dated 28th September, 2023, the chairman will declare and confirm the above results of remote e-voting and e-voting together in respect of the resolutions referred herein. The results of the remote e-voting and e-voting together with the Scrutinizer's Report will be displayed on company's website within 2 Working days of the passing of the resolution at the AGM and shall send the same to the stock exchanges, if required.
12. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary of the Company for preserving safely after the Chairman considers, approves, and signs the minutes of the AGM.
13. This report is issued in accordance with the terms of the engagement letter.

Restriction on Use

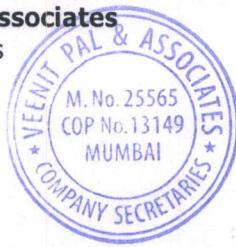
14. This report has been issued at the request of the Company for (i) submission to Stock Exchange(s) and(ii) to be placed on website of the Company. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

For Veenit Pal & Associates

Company Secretaries

Veenit Pal
(Proprietor)

Membership No.: 25565
Certificate of Practice No. 13149



Date: 29.09.2023

Place: Mumbai

UDIN: A025565E001131769