

EMERALD LEISURES LTD.

**CLUB e
EMERALD**

Premier Leisure Club
"Where Dreams Come Alive"

CLUB EMERALD SPORTS COMPLEX

Regd. Off : Plot No. 366/15, Swastik Park,
Near Mangal Anand / Sushrut Hospital,
off E. Express Highway, Chembur,
Mumbai, 400 071. India.

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CIN: L74900MH1948PLC006791

October 15, 2020

To,
The Secretary,
Listing Department, BSE Limited,
P. J. Towers, Dalal Street,
Fort, Mumbai - 400 001.

Scrip Code: 507265

Sub: Scrutinizer's Report and Results of E-voting for 86th AGM of the Company held through Video Conferencing on 15th October, 2020.

Dear Sir,

Please find enclosed:

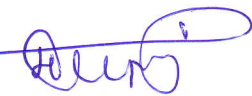
1. Consolidated Scrutinizer's Report dated October 15, 2020 on remote E-voting and e-voting.
2. Voting Results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further note that the resolutions as set out in the Notice convening the AGM are passed by the shareholders with requisite majority on the date of the AGM i.e 15th October, 2020.

The Voting Results along with the scrutinizer's report will also be made available on the Company's website at www.apteindia.com.

Kindly take the same on record.

Thanking You,
For **Emerald Leisures Limited**
(Formerly known as **Apte Amalgamations Limited**)



Manoj C. Patade
Company Secretary & Compliance Officer
Membership Number: A58964





M. S. Mandlecha & Co

Chartered Accountants

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Chairperson,
86th Annual General Meeting
Emerald Leisures Limited
(Formerly known as "Apte Amalgamations Limited")

Dear Sir,

1. Appointment as Scrutinizer

I, Mayur S. Mandlecha, Chartered Accountant in practice, having registered office at F-45, Mezzanine Level, Sej Plaza, 1st Floor, Marve Road, Malad (W), Mumbai 400064, have been appointed as the Scrutinizer by the Board of Directors of EMERALD LEISURES LIMITED (the "Company") for the purpose of scrutinizing the the remote e-voting and voting through electronic voting system during the 86th Annual General Meeting('AGM') carried out as per the provisions of Section 108 of the Companies Act, 2013 (the "act") read with rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of Securities and Exchange Board of India(Listing Obligation and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') on the businesses contained in the Notice of the 86thAGM of the Members of the Company, held on Thursday, October 15, 2020 at 11:00 a.m. (IST) through Video Conferencing facility/ Other Audio Visual Means ('VC/OAVM').

2. Our Responsibility:

The management of the Company is responsible to ensure the compliance with the requirements of the Act, Rules and notifications and SEBI Listing Regulations relating to voting through electronic means on the businesses set out in the Notice of the 86th AGM of the Members of the Company. Our responsibility as a Scrutinizer is restricted in submitting a Consolidated Scrutinizer's Report on the voting on the resolutions set out in the Notice, based on the report generated from the e-voting system of National Securities Depository Limited ('NSDL'), the authorized agency to provide remote e-Voting facilities before and during the AGM, engaged by the Company.





3. Dispatch of Notice convening AGM

- i) Pursuant to General Circulars No.14/2020, 17/2020, 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs advertisement was published on September 22, 2020 in Active Times (English) and in Mumbai Lakshdeep(Marathi) Newspapers. Both the newspapers having electronic editions specifying all the necessary information prescribed in the rules and circulars.
- ii) The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited.
- iii) The Company completed dispatch of Notice of AGM on September 23, 2020 by E-mail to Members who had registered their email addresses with the RTA/Company/Depositories.

4. Cut-off date

Voting rights were reckoned as on Thursday, 8th October, 2020, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.

5. E-voting process

- i) Agency: The Company had appointed National Securities Depository Limited ('NSDL') as the agency for providing the platform for remote e-voting and e-voting during the AGM.
- ii) Remote e-voting period: The Remote e-voting remained open from 9:00 a.m.(IST) on Monday, 12th October, 2020 to 5:00 p.m. (IST) on Wednesday, 14th October, 2020.

The vote cast were unblocked on Thursday, 15th October, 2020 after the conclusion of the AGM and was witnessed by the two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the same.

.....
Smita Borhade

.....
Akshada Jadhva

- iii) Voting at the AGM: 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.





The e-votes cast were unblocked on Thursday, 15th October, 2020 after the conclusion of the AGM

I hereby submit the Consolidated Scrutinizer's Report based on the results of remote e-voting and e-voting during the AGM based on the reports downloaded from the e-voting website of NSDL and relied upon by me as under:

CONSOLIDATED RESULTS

Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020, together with the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

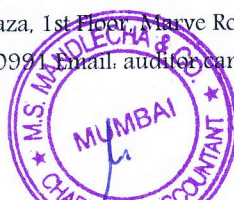
Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Remote e-voting	41	1703581	99.99
Voting at the AGM	4	6	0.01
Total	45	1703587	100

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting at the AGM	0	0	0
Total	0	0	0

(iii) Invalid votes:

Type of Voting	Number of members voted	Number of Invalid Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting at the AGM	0	0	0
Total	0	0	0





Resolution No. 2: Special Resolution

Re-appointment of Mr. Jashwant B. Mehta (DIN:00235845) As Non-Executive Director of the Company.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Remote e-voting	39	1346361	99.99
Voting at the AGM	4	6	0.01
Total	43	1346367	100

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting at the AGM	0	0	0
Total	0	0	0

(iii) Invalid votes:

Type of Voting	Number of members voted	Number of Invalid Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting at the AGM	0	0	0
Total	0	0	0

Resolution No. 3: Special Resolution

Re-Appointment of Mr. Amit Shah (DIN: 07306728) As an Independent Director.

(i) Voted in favour of the resolution:





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Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Remote e-voting	38	1701176	99.99
Voting at the AGM	4	6	0.01
Total	42	1701182	100

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting at the AGM	0	0	0
Total	0	0	0

(iii) Invalid votes:

Type of Voting	Number of members voted	Number of Invalid Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting at the AGM	0	0	0
Total	0	0	0

Resolution No. 4:Special Resolution

Re-Appointment of Mr. Gautam Shah (DIN: 00271794) As an Independent Director.

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Remote e-voting	41	1703581	99.99
Voting at the AGM	4	6	0.01
Total	45	1703587	100





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(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting at the AGM	0	0	0
Total	0	0	0

(iii) Invalid votes:

Type of Voting	Number of members voted	Number of Invalid Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting at the AGM	0	0	0
Total	0	0	0

Resolution No. 5:Special Resolution

Re-Appointment of Mr. Maneesh Taparia (DIN: 00267558) As an Independent Director.

(i)Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Remote e-voting	41	1703581	99.99
Voting at the AGM	4	6	0.01
Total	45	1703587	100

(ii)Voted against the resolution:

Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting at the AGM	0	0	0
Total	0	0	0

F-45, Mezzanine Level, Sej Plaza, 1st Floor, Aharve Road, Malad (W), Mumbai 400064.

Cell: 97300 20991 Email: auditor.camayur@gmail.com





M. S. Mandlecha & Co

Chartered Accountants

(iii)Invalid votes:

Type of Voting	Number of members voted	Number of Invalid Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting at the AGM	0	0	0
Total	0	0	0

Resolution No. 6:Special Resolution

For Increasing the Borrowing Power of the Company.

(i)Voted in favour of the resolution:

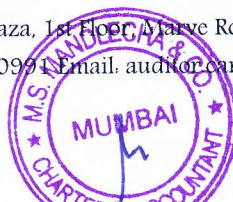
Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Remote e-voting	41	1703581	99.99
Voting at the AGM	4	6	0.01
Total	45	1703587	100

(ii)Voted against the resolution:

Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting at the AGM	0	0	0
Total	0	0	0

(iii)Invalid votes:

Type of Voting	Number of members voted	Number of Invalid Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting at the AGM	0	0	0
Total	0	0	0





Resolution No. 7:Special Resolution

For Creation of Charge/Security on the Assets and/ or Properties of the Company.

(i)Voted in favour of the resolution:

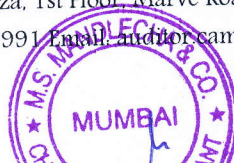
Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Remote e-voting	41	1703581	99.99
Voting at the AGM	4	6	0.01
Total	45	1703587	100

(ii)Voted against the resolution:

Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting at the AGM	0	0	0
Total	0	0	0

(iii)Invalid votes:

Type of Voting	Number of members voted	Number of Invalid Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting at the AGM	0	0	0
Total	0	0	0





M. S. Mandlecha & Co

Chartered Accountants

RESULTS:

The Electronic Records containing details of the Members, who voted "IN FAVOUR", or "AGAINST" for each resolution under remote e-voting and e-voting at the AGM has been handed over to the Company Secretary for safe custody.

The above mentioned resolutions are deemed to be passed with requisite majority as on the date of the 86th AGM of the Company i.e Thursday, October 15, 2020.

Thanking You,

Yours faithfully,

For M/s M. S. Mandlecha & Co.
Chartered Accountants



Mayur Suresh Mandlecha
Proprietor
Membership No.:124248
UDIN: 20124248AAAADL2898

Date: 15th October, 2020
Place: Mumbai

Countersigned by
EMERALD LEISURES LIMITED

COMPANY SECRETARY

General information about company	
Scrip code	507265
NSE Symbol	
MSEI Symbol	
ISIN	INE044N01013
Name of the company	EMERALD LEISURES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	15-10-2020
Start time of the meeting	11:00 AM
End time of the meeting	11:26 AM



Scrutinizer Details	
Name of the Scrutinizer	MAYUR SURESH MANDLECHA
Firms Name	M/S. M. S. MANDLECHA & CO.
Qualification	CA
Membership Number	124248
Date of Board Meeting in which appointed	15-09-2020
Date of Issuance of Report to the company	15-10-2020



Voting results	
Record date	08-10-2020
Total number of shareholders on record date	4205
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	3
b) Public	26
No. of resolution passed in the meeting	7
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Item No 1- To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31st March, 2020 together with the Reports of the Board of Directors and Auditors thereon					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes <input type="checkbox"/> in favour	No. of votes <input type="checkbox"/> against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1728885	1428885	82.6478	1428885	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1728885	1428885	82.6478	1428885	0	100
Public-Institutions	E-Voting	5105	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5105	0	0	0	0	0
Public- Non Institutions	E-Voting	769110	274696	35.7161	274696	0	100	0
	Poll		6	0.0008	6	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		769110	274702	35.7169	274702	0	100
Total		2503100	1703587	68.0591	1703587	0	100	0
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								



Resolution(2)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Item No-2 : Re-Appointment of Mr. Ashwani B. Mehta as Non-Executive Director of the Company					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes <input type="checkbox"/> in favour	No. of votes <input type="checkbox"/> against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1728885	1071665	61.9859	1071665	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1728885	1071665	61.9859	1071665	0	100
Public- Institutions	E-Voting	5105	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5105	0	0	0	0	0
Public- Non Institutions	E-Voting	769110	274696	35.7161	274696	0	100	0
	Poll		6	0.0008	6	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		769110	274702	35.7169	274702	0	100
Total		2503100	1346367	53.788	1346367	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Item No-3: Re-Appointment of Mr. Amit Shah (DIN: 07306728) As an Independent Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes <input type="checkbox"/> in favour	No. of votes <input type="checkbox"/> against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1728885	1428885	82.6478	1428885	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1728885	1428885	82.6478	1428885	0	100
Public-Institutions	E-Voting	5105	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5105	0	0	0	0	0
Public- Non Institutions	E-Voting	769110	272291	35.4034	272291	0	100	0
	Poll		6	0.0008	6	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		769110	272297	35.4042	272297	0	100
Total		2503100	1701182	67.963	1701182	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Item No-4: Re-Appointment of Mr. Gautam Shah(DIN: 00271794) as an Independent Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes <input type="checkbox"/> in favour	No. of votes <input type="checkbox"/> against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1728885	1428885	82.6478	1428885	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1728885	1428885	82.6478	1428885	0	100
Public-Institutions	E-Voting	5105	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5105	0	0	0	0	0
Public- Non Institutions	E-Voting	769110	274696	35.7161	274696	0	100	0
	Poll		6	0.0008	6	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		769110	274702	35.7169	274702	0	100
Total		2503100	1703587	68.0591	1703587	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Item No-5: Re-Appointment of Mr. Maneesh Taparia(DIN: 00267558) as an Independent Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes <input type="checkbox"/> in favour	No. of votes <input type="checkbox"/> against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1728885	1428885	82.6478	1428885	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1728885	1428885	82.6478	1428885	0	100
Public-Institutions	E-Voting	5105	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5105	0	0	0	0	0
Public- Non Institutions	E-Voting	769110	274696	35.7161	274696	0	100	0
	Poll		6	0.0008	6	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		769110	274702	35.7169	274702	0	100
Total		2503100	1703587	68.0591	1703587	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Item No-6: For Increasing the Borrowing Power of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes <input type="checkbox"/> in favour	No. of votes <input type="checkbox"/> against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1728885	1428885	82.6478	1428885	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1728885	1428885	82.6478	1428885	0	100
Public-Institutions	E-Voting	5105	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5105	0	0	0	0	0
Public- Non Institutions	E-Voting	769110	274696	35.7161	274696	0	100	0
	Poll		6	0.0008	6	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		769110	274702	35.7169	274702	0	100
Total		2503100	1703587	68.0591	1703587	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(□)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Item No-7: Creation of Charge/Security on the assets and/ or properties of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes □ in favour	No. of votes □ against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1728885	1428885	82.6478	1428885	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1728885	1428885	82.6478	1428885	0	100
Public-Institutions	E-Voting	5105	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5105	0	0	0	0	0
Public- Non Institutions	E-Voting	769110	274696	35.7161	274696	0	100	0
	Poll		6	0.0008	6	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		769110	274702	35.7169	274702	0	100
Total		2503100	1703587	68.0591	1703587	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

