

EMERALD LEISURES LTD.

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"Where Dreams Come Alive"
CLUB EMERALD SPORTS COMPLEX

Date: 14th August, 2017

The Secretary,
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Scrip Code:- 507265

Subject: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Proceedings of 83rd Annual General Meeting of the Company.

Dear Sir/Madam,

With regard to the 83rd Annual General Meeting of the Company held today, we are enclosing herewith Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the above on record and acknowledge receipt.

Thanking You.

Yours faithfully,

For Emerald Leisures Limited
(Formerly known as "Apte Amalgamations Limited")



Nileshe P. Kelkar
Company Secretary & Compliance Officer
Membership No.: A48570



Regd. Off : Plot No. 366/15, Swastik Pa
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Proceedings of the 83rd Annual General Meeting of Emerald Leisures Limited (Formerly known as "Apte Amalgamations Limited" held on Monday, 14th August, 2017 at 9.30 a.m. at Manu Mansion, First Floor, Opp. Old Customs House, Shahid Bhagat Singh Marg, Horniman Circle, Fort, Mumbai - 400001.

Present in the Meeting:

Mr. Jashwant Mehta:	Chairman & Director
Mr. Chetan Mehta:	Director & CFO
Mr. Rajesh Loya: (myself):	Whole Time Director
Ms. Dhvani Mehta:	Women Director
Mr. Jaydeep Mehta:	Additional Director
Mr. Maneesh Taparia:	Independent Director
Mr. Gautam Shah:	Independent Director
Mr. Amit Shah:	Independent Director
Mr. Nilesh Kelkar:	Company Secretary & Compliance Officer
Mr. Mayur Mandlecha:	Scrutinizer (M/s. M. S. Mandlecha & Co., Chartered Accountants)

Members Attendance:

The meeting was attended by total 33 members in person which included 1 Authorised Representative.

There was also 2 proxy holder who attended on behalf of 5 members (holding a total of 3245 shares).

Since there was sufficient Quorum for commencing the proceedings of the meeting, as per the Articles of Association of the Company and Companies Act, 2013, the Chairman declared the meeting to be validly convened.



Mr. Jashwant Mehta was elected unanimously as the Chairman of the 83rd Annual General Meeting.

The Chairman then took the Chair and welcomed the members to the 83rd Annual General Meeting of the Company. He then introduced the Board on the dais.

The Statutory Register, Proxy Register and of Directors' and Key Managerial Personnel (KMP) and their shareholdings, the Register of Contracts or arrangements in which the Directors and KMPs are interested were available for inspection during the Meeting.

The Chairman introduced and acknowledged the attendance of the Statutory Auditors, M/s. P. G. Bhagwat, Chartered Accountants and informed the members that the Secretarial Auditor, Mr. H.B. Upasani was not able to attend the meeting.

Proceedings of the Meeting:

The Notice of the 83rd Annual General Meeting of the Company together with the Audited Financial Statements for the financial year ended 31st March, 2017 and Board's Report was taken as read.

The Chairman informed that the Auditor's Report for the year ended 31st March, 2017 did not have any qualifications, observations or comments on financial transactions or matters, which have an adverse effect on the functioning of the Company. Accordingly, with reference to Section 145 of the Companies Act, 2013, Audit Report was not required to be read out. With the consent of the members, the same was taken as read.

The Chairman thereafter proceeded with the Agenda as per the Notice of the 83rd Annual General Meeting.

The Chairman then proposed Item No. 1 and initiated the passing of resolutions:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2017, together with the Reports of the Board of Directors and Auditors thereon vide Ordinary Resolution.
2. To appoint a Director in place of Ms. Dhvani Jaydeep Mehta (DIN:-07105522), who retires by rotation and being eligible, offers herself for re-appointment vide Ordinary Resolution.
3. To appoint M/s. M. S. Mandlecha & Co., Chartered Accountants (Firm Registration No. 129037W) as Statutory Auditors of the Company and fix their remuneration vide Ordinary Resolution.
4. To Regularise appointment of an Additional Director, Mr. Jaydeep Vinod Mehta (DIN: 00252474) vide Ordinary Resolution.



5. To Re-classify the Authorised Share Capital of the Company, with consequential amendments in the Memorandum of Association vide Ordinary Resolution.
6. To Increase the Authorised Share Capital and Alteration of Capital Clause of Memorandum of Association vide Ordinary Resolution.
7. To Issue and Offer of Non-Convertible, Non-Cumulative, Non-Participating, Redeemable Preference Shares on a private placement basis vide Special Resolution.

Thereafter, he invited members who would like to ask questions or to make any comment or seek clarifications, if any on the Agenda as set out in the 83rd Annual General Meeting of the Company.

Subsequently, he requested all the members and proxy holders to participate in the Voting through Ballot Papers. He then declared the voting to commence and to continue till all the members and proxy holders present in the Annual General Meeting have completed casting their votes.

Mr. Mayur Mandlecha, Chartered Accountant who was appointed as the Scrutinizer for the 83rd Annual General Meeting, then started the procedure of voting through Ballot papers. After every member & proxy present in the meeting had casted their votes, he announced the Voting through Ballot Paper closed.

The Chairman stated that the results declared for each resolution, would indicate separately the votes through Ballot papers and E-voting, which would be intimated to the Bombay Stock Exchange. The results of the Voting would also be uploaded on the Company website www.apteindia.com within 3 days of completion of the Annual General Meeting.

The Chairman then concluded the meeting by vote of thanks to the Members for attending the Annual General Meeting for their Company.

For **Emerald Leisures Limited**
(Formerly known as "Apte Amalgamations Limited")

Nilesh P. Kelkar
Company Secretary & Compliance Officer
Membership No.: A48570

