

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.
t : +91 22 4956 5800
e : info@clubemerald.in
w : www.clubemerald.in
CIN: L74900MH1948PLC006791

Date: 09/12/2024

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

Scrip Code: 507265
Scrip ID: EMERALL

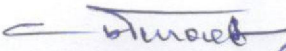
Subject: Proceedings of the 1/2024-25 Extra Ordinary General Meeting of Emerald Leisures Limited

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 the proceedings of the 1/2024-25 Extra Ordinary General Meeting of the Company held on Monday, 9th December, 2024 through Video Conferencing ("VC")/Other Audio-visual Means ("OAVM"). The meeting commenced at 11:30 AM and concluded at 11:58 A.M.

Kindly take the same on record and acknowledge the receipt.

Thanking You,
Yours faithfully,

For Emerald Leisures Limited


Kapil Purohit
Company Secretary



Encl: Copy as above

SUMMARY OF PROCEEDINGS OF THE 1ST/2024-25 EXTRAORDINARY GENERAL

MEETING (EGM)

The Extraordinary General Meeting (EGM) of the Members of Emerald Leisures Limited ('the Company') was held on Monday, December 09, 2024, at 11.30 a.m. (IST) through two-way Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM').

Board of Directors and KMPs Present:

1.	Mr. Jaydeep Vinod Mehta	Chairman, Executive Director
2.	Mr. Jashwant Bhaichand Mehta	Non-Executive Director
3.	Mr. Nikhil Vinod Mehta	Executive Director & CEO
4.	Mr. Rajesh Motilal Loya	Whole Time Director & CFO
5.	Ms. Dhvani Jaydeep Mehta	Non-Executive Director
6.	Mr. Maneesh Taparia	Independent Director
7.	Mr. Kapil M Purohit	Company Secretary

All the Directors of the Company attended the meeting except Mr. Gautam Chandrakumar Shah and Mr. Amit V Shah who had expressed their inability to attend the meeting due to pre-occupation.

Details of Invitees Present:

1. Mr. Vineet Pal, Practicing Company Secretary. M/s Vineet Pal & Associates - Scrutinizer.

Members Present:

The meeting was attended by 24 Members (including Shareholder Directors).

Proceedings:

The Company Secretary welcomed the Members & other attendees for the EGM and informed that this Extraordinary General Meeting is being held through VC/ OAVM in accordance with the applicable provisions of the Companies Act, 2013, and circulars & guidelines issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI). The registered office of the Company situated at Plot No.366/15, Club Emerald Swastik Park, Near Mangal Anand Hospital, Chembur, Mumbai, Maharashtra, 400071 was deemed venue for the EGM.

Mr. Jaydeep Vinod Mehta chaired the meeting and welcomed the Members & other attendees for the EGM.



The Chairman asked the Company Secretary to confirm the quorum of the meeting. The requisite quorum being present, the Chairman called the meeting to order.

The Company Secretary introduced the Board of Directors, Key Managerial Personnel and invitees present at the EGM through VC. The Company Secretary briefed on general instructions to the Members regarding participation in the EGM through VC/ OAVM.

The Company Secretary mentioned that in compliance with the MCA and SEBI Circulars, Notice of the EGM was circulated to all the Members whose e-mail addresses are registered with the Company/Depositories. Notice of the EGM has also been made available on the website of the Company and website of BSE.

The Company Secretary requested to Chairman to address the shareholders. Thereafter, the Chairman thanked all the investors for overwhelming response to the Rights Issue which was heavily oversubscribed and also briefed on future development plans of the Company.

With the permission of the Members present at the EGM, the Notice of EGM, were taken as read.

The Company Secretary informed that as per the Notice of EGM dated 14th November, 2024, five (05) proposals under Special Business (Ordinary Resolution & Special Resolutions) are proposed for approval of the Members as detailed hereunder in Table-A.

The following items of business, as per the Notice of EGM dated 14th November, 2024 were transacted at the EGM:

S.NO.	Description of Resolution	Nature of Resolution
Special Business:		
1.	Cancellation of unissued shares of one class and increase in shares of another class and consequent alteration in Memorandum of Association	Ordinary Resolution
2.	Approval for increase in overall Borrowing limits of the Company as per Section 180 (1) (c) of the Companies Act, 2013.	Special Resolution
3.	Approval for increase in limits under Section 180 (1) (a) of the Companies Act, 2013 for securitization/ direct assignment and creating charge on the assets of the company	Special Resolution
4.	To make investments, give loans, guarantees and security in excess of limits specified under Section 186 of the Companies Act, 2013	Special Resolution
5.	To approve raising of funds in one or more tranches, by issue and allotment of equity shares and/or eligible securities by way of Qualified Institutions Placement ("QIP") for an aggregate amount upto ₹ 300 crores	Special Resolution

[Handwritten signature]



The Company Secretary informed that considering the statutory requirements under the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, the Company followed a process that ensured larger participation and also provided equal opportunity to all Members in the voting process for the EGM. The Company has provided remote voting facility to the Members from 6th December, 2024 to 8th December, 2024 in proportion to their shareholding.

The Company Secretary thanked the shareholders, who have overwhelmingly participated in the remote E-voting process and having voted for the resolutions set out in the Notice of EGM.

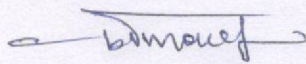
He further informed that the Board of Directors of Emerald Leisures Limited has appointed Mr. Vineet Pal, Practicing Company Secretaries, Mumbai as the Scrutinizer for e-voting. Based on the report of the Scrutinizer, the combined results of remote e-voting and the e-voting done at the EGM will be announced and displayed on the website of the Company, and will also be submitted to the Stock Exchange as per the requirement of the SEBI (LODR) Regulations, 2015.

The Company Secretary then requested the Members who had registered themselves as speaker shareholders for the EGM to ask questions/clarifications, if any. The Chairman replied to the queries raised by the Members and noted the constructive suggestions of the Members.

Since there was no further clarification sought or business to transact, the Company Secretary concluded the meeting with vote of thanks at 11:58. after being open for 15 minutes for e-voting to be completed.

Note: The above should not be construed to be the minutes of the proceedings of the Extraordinary General Meeting of the Company.

For Emerald Leisures Limited



Kapil Purohit
Company Secretary



Date: 9th December, 2024

Place: Mumbai