

# 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: 10<sup>th</sup> November, 2025

To,  
BSE Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

Ref.: Scrip Code - 507265; ISIN- INE044N01021

Subject: Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") – Details of voting results of Extra Ordinary General Meeting conducted through remote e-voting and Scrutinizer's Report.

Dear Sir/Madam,


In furtherance to our earlier intimation dated October 16, 2025 regarding the Notice of Extraordinary General Meeting and commencement of the remote E-voting thereon, for the purpose of the Special business enclosed the following:

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

  
Kapil Purohit  
Company Secretary  
ACS 65336



Encl: As Above.

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Voting results	
Record date	04-11-2025
Total number of shareholders on record date	2900
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	2
b) Public	26
<b>No. of resolution passed in the meeting</b>	<b>1</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve the Issue of Warrants Convertible into Equity Shares on Preferential basis to Promoters/ Promoter group and non-promoters for cash consideration.				
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	11077956	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		11077956	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	8550	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		8550	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3932094	2082382	52.9586	2082303	79	99.9962	0.0038
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		3932094	2082382	52.9586	2082303	79	99.9962
<b>Total</b>		15018600	2082382	13.8654	2082303	79	99.9962	0.0038
<b>Whether resolution is Pass or Not.</b>							Yes	
<b>Disclosure of notes on resolution</b>							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



# Zankhana Bhansali & Associates

## Practicing Company Secretaries

### Peer Reviewed

#### Report of Scrutinizer

<b>Name of the Company</b>	<b>Emerald Leisures Limited</b>
<b>Meeting</b>	<b>01/2025-26 Extra Ordinary General Meeting</b>
<b>Day, Date &amp; Time</b>	<b>Monday, 10<sup>th</sup> November 2025 at 11:30 a.m.</b>
<b>Deemed Venue</b>	<b>Club Emerald Sports Complex, Plot No. 366/15, Swastik Park, Near Mangal Anand Hospital, Chembur, Mumbai City, 400071</b>
<b>Mode</b>	<b>Video Conferencing (VC)/Other Audio Visual Means (OAVM)</b>

Dear Sir,

I, Zankhana Karan Bhansali, Proprietor of Zankhana Bhansali & Associates, Practicing Company Secretaries was appointed as Scrutinizer for the remote e-voting as well as venue e-voting by members for the 01/2025-26 Extra Ordinary General Meeting (EGM) of M/s. Emerald Leisures Limited (hereinafter referred to as the Company) scheduled on Monday, 10<sup>th</sup> November 2025 at 11:30 a.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM), our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and render Scrutinizer's Report on the voting on the resolutions based on the report generated from the electronic voting system.

The Company held the 01/2025-26 Extra Ordinary General Meeting on 10<sup>th</sup> November 2025 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) at 11:30 a. m. IST in accordance with the Section 108 of the Companies Act, 2013 (the Act) read with rules and the General Circular numbers 14/2020, 17/2020, 20/2020, 02/2021, 02/2022, 10/2022, 09/2023, 09/2024 & 03/2025 issued by the Ministry of Corporate Affairs (MCA) and As per regulation 44 of SEBI (LODR) Regulation 2015, Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11, SEBI/HO/CFD/ CMD2 /CIR/P/2022/62, SEBI/HO/CFD /PoD-2/P/CIR /2023/4 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 issued by the Securities and Exchange Board of India (SEBI). The Company hosted the notice of EGM on its website, website of the agency providing the platform for remote e-voting and venue E-voting during the EGM and also intimated the same to BSE Limited on 16<sup>th</sup> October, 2025 and Corrigendum of EGM on 29<sup>th</sup> October, 2025.

The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by M/s. Purva Sharegistry (India) Pvt. Ltd., the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of EGM to the Members who had already registered their E-mail IDs with the Company / Depositories and also to Members who registered their E-mail ID with the company pursuant to the advertisement(s) published by the Company in "Active Times" in English and in "Pratahkal" in Vernacular language Marathi.

Cut-off date of Voting rights were reckoned as on Tuesday, 04<sup>th</sup> November 2025, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and venue E-voting during the EGM.



# Zankhana Bhansali & Associates

## Practicing Company Secretaries

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The Company appointed National Securities Depository Limited (“NSDL”) as the agency for providing the platform for remote e-voting and venue voting during the EGM. Remote e-voting platform was open from Friday, 07<sup>th</sup> November 2025 at 09:00 A.M. till Sunday, 09<sup>th</sup> November, 2025 at 05:00 P.M. and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL.

As specified under Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted. Accordingly, NSDL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

On completion of e-voting during the EGM, we unblocked the results of the remote e-voting and e-voting by members during the EGM, on the NSDL e-voting platform and downloaded the results.

We give below the details of members’ casting vote in remote e-voting & in venue voting:

Remote E-voting		Venue E-voting	
Resolution No.	Members voted	Resolution No.	Members voted
1	54	1	6

Consolidated results with respect to each item on the agenda as set out in the Notice of the EGM dated 10<sup>th</sup> October 2025 are as under.

### Special Resolution

To approve the Issue of Warrants Convertible into Equity Shares on Preferential basis to Promoters/ Promoter group and non-promoters for cash consideration.

Particulars	Remote E-voting		Voting at the EGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	49	1875067	6	207236	55	2082303	99.996
Dissent	5	79	0	0	5	79	0.004
Total	54	1875146	6	207236	60	2082382	100

\* Note: While computing the total number of members, multiple portfolios held by a member was counted as one.



Zankhana Bhansali  
FCS, LL.B. B.Com

# Zankhana Bhansali & Associates

## Practicing Company Secretaries

### Peer Reviewed

Based on the aforesaid result we report that Special Resolutions as set out in item number 1 of the Notice of the 01/2025-26 EGM dated 10<sup>th</sup> October, 2025 have been passed with requisite majority.

Thanking you,

Yours faithfully,

**For Zankhana Bhansali & Associates**  
**Practicing Company Secretaries**

Zankhana Karan Bhansali  
Digitally signed by  
Zankhana Karan Bhansali  
Date: 2025.11.10 15:24:34  
+05'30'

**Zankhana Bhansali**  
**Proprietor**  
**CP No.: 10513 Membership No.: 9261**  
**Peer Review No.: 1625/2021**  
**UDIN: F009261G001815417**

**Place: Mumbai**  
**Date: 10.11.2025**

Countersigned by  
**For Emerald Leisures Limited**

**Jaydeep Vinod Mehta**  
**Chairman of the EGM**

**Place: Mumbai**  
**Date: 10.11.2025**