

Date: 06.09.2025

To,
BSE Limited
The Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001

Scrip Code: 507265; Scrip Symbol: - EMERALL

Subject: Outcome of Board Meeting held on Saturday, September 6, 2025

Dear Sir/Madam,

Pursuant to the Regulation 30 of Securities and Exchange Board of India (LODR) Regulations 2015, we are pleased to inform you that the Meeting of the Board of Directors of Emerald Leisures Limited held on today i.e. Saturday, September 6, 2025 at the registered office of the company at Plot No.366/15, Club Emerald Swastik Park, Near Mangal Anand Hospital, Chembur, Mumbai, Maharashtra, 400071. The Board transact the following items:

1. Approved and adopted the Directors Report along with all necessary annexures thereof, Management Discussion Analysis and Corporate Governance Report for the F. Y. 2024-25.
2. Approved and recommended to members for re-appointment of Mr. Jaydeep Vinod Mehta (DIN: 00252474) Director, who is retiring by rotation and being eligible offered himself for re-appointment.
3. Approved and recommended to members for re-appointment of Ms. Dhvani Mehta (DIN: 07105522) Director, who is retiring by rotation and being eligible offered herself for re-appointment.
4. Approved the re-appointment Mr. Rajesh Loya (DIN: 00252470), as the Whole-time Director of the company for a term of 5 years starting from 11th November, 2025 to 10th November, 2030.
5. Approved the appointment of Mr. Ramaswamy Vaidyanath (DIN: 01995478), Additional Non-Executive Independent Director of the Company. **(Annexure A)**.

6. Approved the appointment of Mr. Vaibhav A Agarwal (DIN: 11267514), Additional Non-Executive Independent Director of the Company. **(Annexure A).**
7. Approved the appointment of Mr. Anirudha Joshi (DIN: 02218347), Additional Non-Executive Independent Director of the Company. **(Annexure A).**
8. Approved the proposal of regularization of Mr. Ramaswamy Vaidyanath (DIN: 01995478), Non-Executive Independent Director of the Company for a period of 5 years, subject to the Shareholder's approval in the upcoming Shareholders Meeting.
9. Approved the proposal of regularization of Mr. Vaibhav A Agarwal (DIN: 11267514), Non-Executive Independent Director of the Company for a period of 5 years, subject to the Shareholder's approval in the upcoming Shareholders Meeting.
10. Approved the proposal of regularization of Mr. Anirudha Joshi (DIN: 02218347), Non-Executive Independent Director of the Company for a period of 5 years, subject to the Shareholders approval in the upcoming Shareholders Meeting.
11. Approved the Limit of Related Party Transaction upto Rs. 500.00 Crores subject to shareholder's consent and recommend the resolution to the shareholders obtain their approval in upcoming Annual General Meeting of the Company.
12. Pursuant to SEBI Listing Regulations 2015, SEBI circular no SEBI/LAD-NRO/GN/2024/218 dated 12th December 2024, and subject to approval of the shareholders of the Company at the ensuring annual general meeting of the Company, the Board of Directors, have appointed "M/s. Zankhana Bhansali & Associates", Company Secretaries (CP: 10513; Memb No. 9261) as Secretarial Auditor of the Company for one term of five (5) consecutive years commencing from FY 2025-26 to FY 2029-30.

Requisite details as per SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0 155 dated 11th November 2024 is enclosed as **Annexure B.**
13. Approved the date, day, time and mode of 91st Annual General Meeting of the company. 91st AGM of the company scheduled to be held on Tuesday, 30th September, 2025 at 11:30 A.M. through Video Conferencing (VC)/AOVM.
14. Fixed the date for Book closure (Register of Members and Transfer Books) for 91st AGM of the Company from 24th September, 2025 to 30th September, 2025.

15. Appointed M/s Zankhana Bhansali & Associates, Practicing Company Secretary (Ms. Zankhana Bhansali- Proprietor) Scrutinizer for 91st Annual General Meeting of the Company.
16. Took on records the CEO & CFO Certificate, Code of Conduct Certificate and Corporate Governance Certificate as on 31st March, 2025.
17. Approved the notice of 91st Annual General Meeting of the company and authorised to Whole Time Director/Company Secretary to issue notice of 91st AGM and Annual Report to the Members and Authorities.
18. Approved authorization to Mr. Kapil Purohit, Company Secretary and Mr. Rajesh Loya, Whole Time Director of the company to be responsible for conducting 91st AGM and entire e-voting process in AGM.
19. Approved and authorised to the Directors and authorised representatives of the Company to attend the AGM of Investee Companies.
20. Took note on status of Statutory Registers maintained under Companies Act, 2013.
21. Took on records the Secretarial Audit Report issued by M/s Zankhana Bhansali & Associates, Practicing Company Secretary for the F. Y. 2024-25 and given the Board comments on the same in Board Report.

The aforesaid Board Meeting commenced at 11:00 A.M. and concluded at 02:10 P.M

You are requested to take this on your record.

Thanking You,

Yours Faithfully

For **Emerald Leisures Limited**

Kapil M Purohit
Company Secretary & Compliance Officer
ACS 65336

Encl.: Annexures

Annexure A
Details of the Appointee Directors
(Pursuant to section Para 7 of Part A of Schedule III of SEBI (LODR) Regulation, 2015

Name of Director	Mr. Rajesh Loya Whole Time Director	Mr. Ramaswamy Vaidyanath (Additional Director)	Mr. Vaibhav A Agarwal (Additional Director)	Mr. Anirudha Joshi (Additional Director)
DIN	00252470	01995478	11267514	02218347
Nationality	Indian	Indian	Indian	Indian
Date of Appointment	11.11.2025	06.09.2025	06.09.2025	06.09.2025
Expertise in Specific Functional Area	Accounts & Finance, Tax and Investments	Having 37 years of Experience in Financial consulting services	23 years of experience in Strategy, Business Development, Credit Administration, Risk Management, Client Servicing & Recovery	20 years of experience in Chemical industry and also joined as partner with B K Khare & Co. since 2007.
Qualifications	Bachelor of Commerce & Chartered Accountant	Master in Financial Management and Member of ICWAI.	Bachelor of Commerce & Chartered Accountant	Bachelor of Commerce & Chartered Accountant
Listed Companies (Other than Emerald Leisures Limited) in which he holds directorship and the Board Committee membership/chairpersonship	NIL	NIL	NIL	NIL
Number of shares held in the company	1082	NIL	NIL	NIL
Disclosure of relationships between directors inter-se	NA	NA	NA	NA

Annexure B

The Details of the Appointment of Secretarial Auditor as per SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0 155 dated 11th November 2024

Sr. No.	Particular's	Details
1.	Reason for change viz. Appointment.	Appointment of Zankhana Bhansali & Associates, Peer Reviewed Firm of Company Secretary in Practice (Mem. No. 9261; COP No. 10513), as Secretarial Auditors of the Company.
2.	Date of appointment & term of appointment	<p>Appointment w.e.f. 01.04.2025</p> <p>The Board at its meeting held on 6th September, 2025 approved the appointment of M/s. Zankhana Bhansali & Associates as Secretarial Auditor, for period of five consecutive years commencing from FY 2025-26 till FY 2029-2030.</p> <p>Further, the Board at its meeting held on 6th September, 2025 superseded the previous appointment for 3 years to 5 years i.e. M/s Zankhana Bhansali & Associates (Secretarial Auditor) appointed for five consecutive years commencing from FY 2025-26 till FY 2029-2030.subject to approval of the Members at the ensuing AGM.</p>
3.	Brief profile (in case of appointment)	<p>Name of the Auditor: Ms. Zankhana Bhansali (Mem. 9261; COP: 10513)</p> <p>Office Address: B/302, Kusum Bharati, TATA S.S.L., Dattapada Road, Boriwali (E), Mumbai -400 071</p> <p>Email: Zankhana.bhansali@gmail.com</p> <p>Field of Experience: A Fellow Member of the Institute of Company Secretaries of India backed with a decade of enriched experience in Corporate Secretarial field, specialized in Corporate Law and conducting Due Diligence.</p> <p>Terms of Appointment: conduct Secretarial Audit for the Financial Years 2025-26 to 2029-30.</p> <p>About the Auditor: At present as a Practicing Company Secretary & running its own proprietorship firm under the name and style of M/s Zankhana Bhansali & Associates and it's associated with number of business houses as Corporate Consultants rendering exclusive qualitative professional services to the clients to cater their need and demand of changing corporate world through unique modernized infrastructural set-up. It is a Peer Reviewed Firm.</p>
4.	Disclosure of relationships between Directors (in case of appointment of a director).	Not Applicable