

Date: 1<sup>st</sup> October,2019

The Secretary,  
Listing Department,  
BSE Limited,  
PhirozeJeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001

Scrip Code: - 507265

Subject: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Details of Voting Results of the 85<sup>th</sup> Annual General Meeting of the Company.

Dear Sir/Madam,

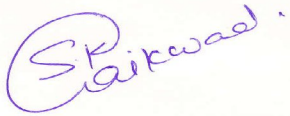

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Voting Results in respect of the business transacted at the 85<sup>th</sup>Annual General Meeting (AGM) of the Companyin the prescribed format, along with the Consolidated Report of the Scrutinizer on E-Voting and voting through Ballot Paper at the AGM.

Kindly take the above on record and acknowledge receipt.

Thanking You.

Yours faithfully,

For Emerald Leisures Limited  
(Formerly known as “Apte Amalgamations Limited”)

Sonali K. Gaikwad  
Company Secretary & Compliance Officer  
Membership No.: A31201

Details of Voting Results

Sr. No.	Particulars	Details
1	Date of AGM	30th September,2019
2	Total Number of Shareholders as on Record Date	As of Cut-off date i.e. 23rd September,2019 - 4,214 Shareholders
3	No. of Shareholders present in the meeting either in person or through proxy:  1. Promoters and Promoter group  2. Public	  4  29
4	No. of shareholders attended the meeting through video conferencing:  1. Promoters and Promoter group  2. Public	  Not Applicable

EMERALD LEISURES LIMITED

*S. Patilwadi*

COMPANY SECRETARY



**EMERALD LEISURES LIMITED**  
(Formerly known as "Apte Amalgamations Limited")

**ORDINARY RESOLUTION**

Resolution Required: (Ordinary/ Special) **NO**

Whether Promoter/ Promoter Group are interested in the agenda/resolution ? **NO**

Item No. 1 of Notice: To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2019, together with the Reports of the Board of Directors and Auditors thereon.

Sr. No.	Promoter/ Public	Mode of Voting	Total No. of shares held	No. of votes polled	% of Votes polled on outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes Against	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Invalid Votes	% of Votes invalid on votes polled (9)=[(8)/(2)]*100
1	Promoter	E-voting	1428885	1428885	100.0000	1428885	0	100.0000	0.0000	0	0.00
		Poll		0	0.0000	0	0	0.0000	0	0.00	
		Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0	0.00	
2	Public-Institutional Holders	Total	1428885	1428885	100.0000	1428885	0	100.0000	0.0000	0	0.00
		E-voting	0	0.0000	0	0	0.0000	0	0.0000	0	0.00
		Poll	0	0.0000	0	0	0.0000	0	0.0000	0	0.00
3	Public-Others	Postal Ballot (If applicable)	5105	0	0.0000	0	0	0.0000	0.0000	0	0.00
		Total	5105	0	0.0000	0	0	0.0000	0.0000	0	0.00
		E-voting	230394	29.9559	230304	90	99.9609	0.0391	0	0.00	
Total	Total	Poll	769110	4441	0.5774	4441	0	100.0000	0.0000	0	0.00
		Postal Ballot (If applicable)	769110	0	0.0000	0	0	0.0000	0.0000	0	0.00
		Total	2203100	234835	30.5333	234745	90	99.9617	0.0383	0	0.00
Total	Total	E-voting	2203100	1659279	75.3156	1659189	90	99.9946	0.0054	0	0.00
		Poll	2203100	4441	0.2016	4441	0	100.0000	0.0000	0	0.00
		Postal Ballot (If applicable)	2203100	0	0.0000	0	0	0.0000	0.0000	0	0.00
Total			2203100	1663720	75.5172	1663630	90	99.9946	0.0054	0	0.00



EMERALD LEISURES LIMITED

*Spajwood*

COMPANY SECRETARY

**EMERALD LEISURES LIMITED**  
(Formerly known as "Apte Amalgamations Limited")

ORDINARY RESOLUTION												
Resolution Required: (Ordinary/ Special)												
Whether Promoter/ Promoter Group are interested in the agenda/resolution ?												
YES												
Item No. 2 of Notice: To appoint a Director in place of Ms. Dhvani Jaydeo Mehta (DIN:- 07105522), who retires by rotation and being eligible, offers herself for re-appointment.												
Sr. No.	Promoter/ Public	Mode of Voting	Total No. of shares held	No. of votes polled	% of Votes polled on outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes Against	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Invalid Votes	% of Votes invalid on votes polled (9)=[(8)/(2)]*100	
1	Promoter	E-voting	1428885	1071660	74.9997	1071660	0	100.0000	0.0000	0	0.00	
		Poll		0	0.0000	0	0	0.0000	0.0000	0	0.00	
		Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000	0.0000	0	0.00
		Total		1071660	74.9997	1071660	0	100.0000	0.0000	0.0000	0	0.00
2	Public-Institutional Holders	E-voting	5105	0	0.0000	0	0	0.0000	0.0000	0	0.00	
		Poll		0	0.0000	0	0	0.0000	0.0000	0	0.00	
		Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000	0.0000	0	0.00
		Total		0	0.0000	0	0	0.0000	0.0000	0.0000	0	0.00
3	Public- Others	E-voting	769110	230394	29.9559	230304	90	99.9609	0.0391	0	0.00	
		Poll		4441	0.5774	4441	0	100.0000	0.0000	0.0000	0	0.00
		Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000	0.0000	0	0.00
		Total		234835	30.5333	234745	90	99.9617	0.0383	0.0000	0.0000	0
Total	Total	E-voting	2203100	1302054	59.1010	1301964	90	99.9931	0.0069	0	0.00	
		Poll		4441	0.2016	4441	0	100.0000	0.0000	0.0000	0	0.00
		Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000	0.0000	0	0.00
		Total		1306495	59.3026	1306405	90	99.9931	0.0069	0.0000	0.0000	0



EMERALD LEISURES LIMITED  
*S.Kairwood.*  
COMPANY SECRETARY

**EMERALD LEISURES LIMITED**  
(Formerly known as "Apte Amalgamations Limited")

Resolution Required: (Ordinary/ Special)

**SPECIAL RESOLUTION**

Whether Promoter/ Promoter Group are interested in the agenda/resolution ?

**YES**

Item No. 3 of Notice: Re-Appointment of Mr. Jashwant B.Mehta as Non-Executive Director of the Company

Sr. No.	Promoter/ Public	Mode of Voting	Total No. of shares held	No. of votes polled	% of Votes polled on outstanding Shares (3)=[(2)/(1)]*	No. of Votes in favor	No. of Votes Against	% of Votes in favor on votes polled (6)=[(4)/(2)* 100]	% of Votes against on votes polled (7)=[(5)/(2)* 100]	Invalid Votes	% of Votes invalid on votes polled (9)=[(8)/(2)* 100]	
1	Promoter	E-voting	142885	714445	50.0002	714445	0	100.0000	0.0000	0.00	0.00	
		Poll		0	0.0000	0	0	0.0000	0.0000	0.00	0.00	
		Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000	0.0000	0.00	0.00
		Total		714445	50.0002	714445	0	100.0000	0.0000	0.0000	0.00	0.00
2	Public- Institutional Holders	E-voting	5105	0	0.0000	0	0	0.0000	0.0000	0	0.00	
		Poll		0	0.0000	0	0	0.0000	0.0000	0	0.00	
		Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000	0.0000	0	0.00
		Total		0	0.0000	0	0	0.0000	0.0000	0.0000	0	0.00
3	Public- Others	E-voting	769110	230394	29.9559	230304	90	99.9609	0.0391	0	0.00	
		Poll		4441	0.5774	4441	0	100.0000	0.0000	0.0000	0	0.00
		Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000	0.0000	0	0.00
		Total		234835	30.5333	234745	90	99.9617	0.0383	0.0000	0.0000	0
Total	Total	E-voting	2203100	944839	42.8868	944749	90	99.9905	0.0095	0	0.00	
		Poll		4441	0.2016	4441	0	100.0000	0.0000	0.0000	0	0.00
		Postal Ballot (If applicable)		0	0.0000	0	0	0.0000	0.0000	0.0000	0	0.00
		Total		949280	43.0884	949190	90	99.9905	0.0095	0.0000	0.0000	0



EMERALD LEISURES LIMITED

*Spainwood*

COMPANY SECRETARY



M. S. Mandlecha & Co  
Chartered Accountants

To,  
The Chairman,  
**Emerald Leisures Limited**  
(Formerly known as "Apte Amalgamations Limited")  
Club Emerald Sports Complex,  
Plot No. 366/15, Swastik Park,  
Near Mangal Anand Hospital,  
Chembur, Mumbai- 400071

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through electronic voting system at the 85<sup>th</sup> Annual General Meeting of Emerald Leisures Limited held at Manu Mansion, First Floor, Opp. Old Custom house, Shahid Bhagat Singh Marg, Horniman Circle, Fort, Mumbai- 400001 on Monday, September 30, 2019 at 9.30 a.m.**

I, Mayur S. Mandlecha, Chartered Accountant in practice, have been appointed as a Scrutinizer by the Board of Directors of **Emerald Leisures Limited** (Formerly known as "Apte Amalgamations Limited") by the Board on Wednesday, 14<sup>th</sup> August, 2019, for the 85<sup>th</sup> Annual General Meeting of the Company, for the purpose of:

1. Scrutinizing the remote e-voting Process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.
2. Scrutinizing the physical ballot (poll) voting process under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014,

conducted for the passing of the resolutions as stated in the Notice convening the 85<sup>th</sup> Annual General Meeting held on Monday, 30<sup>th</sup> September, 2019 at 9.30 a.m. at Manu Mansion, First Floor, Opp. Old Customs house, Shahid Bhagat Singh Marg, Horniman Circle, Fort, Mumbai- 400001.

The Notice convening the Annual General Meeting along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to shareholders in respect of the below mentioned resolutions to be passed at the Annual General Meeting of the Company.

The Company had availed the remote e-voting facility offered by NSDL for facilitating remote e-voting to the Shareholders of the Company. The Company also provided voting by physical ballot papers at the venue of the AGM to those members who attended the AGM and who had not voted electronically.



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

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



M. S. Mandlecha & Co

Chartered Accountants

The Shareholders of the Company holding shares of the Company as on the "cut-off" date i.e. Monday, 23<sup>rd</sup> September, 2019 were entitled to vote on the resolutions as contained in the Notice of the AGM of the Company.

The period for remote e-voting commenced from Friday, 27<sup>th</sup> September, 2019 at 9.00 a.m. to Sunday, 29<sup>th</sup> September, 2019 till 5.00 p.m.

After the end of the remote e-voting period, I was provided access to details of the members who had opted for e-voting. The details such as the name of the member, folio number and number of shares held by the members could be seen to ensure that these members do not vote again at the AGM. However, the manner in which the votes were casted by the members were not available.

Further, the Chairman announced the poll at the AGM for the Shareholders who attended the meeting and had not casted their vote earlier through remote e-voting. After the time fixed for closing of the poll by the Chairman, one (1) ballot box kept for polling was locked in our presence was placed by me.

The locked ballot box was subsequently opened in the presence of following two witness:

- 1) Smita Borhade, residing at Kandivali West, Mumbai and
- 2) Akshada Jadhva, residing at Kandivali West, Mumbai

who are not in employment of the Company. They have signed below in confirmation of the ballot box being openend in their presence.

  
\_\_\_\_\_  
( Smita Borhade )

  
\_\_\_\_\_  
( Akshada Jadhva )

The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Sharex Dynamic (India) Pvt. Ltd., Registrar and Transfer Agents of the Company and the authorozation/proxies lodges with the Company.

The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept seperately.

The votes casted throught remote evoting were unblocked after the AGM in presence of above mentioned witnesses, who are not in employment of the Company.

I have scrutinized and reviewed theremote e-voting and votes tendered therein based on the data downloaded from the e-voting website of NSDL and also the ballot forms received during the poll process at the AGM.

The Consolidated Report on the result of the remote e-voting and voting at the meeting through poll (Ballot papers) in respect of the said Resolutions is as under:

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

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





**Resolution No. 1: Ordinary Resolution**

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2019, 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	11	1659189	99.73%
Physical Ballot	28	4441	0.27%
<b>Total</b>	<b>39</b>	<b>1663630</b>	<b>100%</b>

(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	1	90	100%
Physical Ballot	0	0	0
<b>Total</b>	<b>1</b>	<b>90</b>	<b>100%</b>

(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
Physical Ballot	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

**Resolution No. 2: Ordinary Resolution**

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.

(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	10	1301964	99.66%
Physical Ballot	28	4441	0.34%
<b>Total</b>	<b>38</b>	<b>1306405</b>	<b>100%</b>







(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	1	90	100%
Physical Ballot	0	0	0
<b>Total</b>	<b>1</b>	<b>90</b>	<b>100%</b>

(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
Physical Ballot	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

**Resolution No. 3: Special Resolution**

**Re-Appointment of Mr. Jashwant B Mehta as Non-Executive Director of The Company vide Special Resolution.**

(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	9	944749	99.53%
Physical Ballot	28	4441	0.47%
<b>Total</b>	<b>37</b>	<b>949190</b>	<b>100%</b>

(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	1	90	100%
Physical Ballot	0	0	0
<b>Total</b>	<b>1</b>	<b>90</b>	<b>100%</b>

(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
Physical Ballot	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>





M. S. Mandlecha & Co

Chartered Accountants

The Statutory Register, all other papers and relevant records relating to remote e-voting/ physical ballot forms and voting at the meeting shall remain in our safe custody until the Chairperson considers, approves and signs the minutes of the aforesaid Annual General Meeting, after which the same will be handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

For M/s M. S. Mandlecha & Co  
Chartered Accountants  
Firm Reg. No 129037W



Mayur Suresh Mandlecha  
Proprietor  
Membership No.:124248  
UDIN: 19124248AAAADU9758

Date: 1<sup>st</sup> October, 2019

Place: Mumbai