

EMERALD LEISURES LTD.

**CLUB^e
EMERALD**
"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.
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m : +91 91678 88900.
e : info@clubemerald.in
w : www.clubemerald.in
CIN : L74900MH1948PLC006791

Date: 25th July, 2026

To,
BSE Limited
Department of Corporate Services,
Floor 25, P J Tower, Dalal Street,
Mumbai- 400001.

Script Code: 507265; Scrip ID: EMERALL

Subject: Declaration of Voting Result under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 of 92nd Annual General Meeting of the Company held on July 23, 2026.

Dear Sir/Madam,

With reference to above, we would like to state that the 92nd Annual General meeting of the Company held on Thursday, July 23, 2026 through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Please find enclosed herewith:

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 & Compliance Officer

Encl: As Above

General information about company	
Scrip code	507265
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE044N01021
Name of the company	Emerald Leisures Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	23-07-2026
Start time of the meeting	11:30 AM
End time of the meeting	12:00 PM

Scrutinizer Details	
Name of the Scrutinizer	Ms. Zankhana Bhansali
Firms Name	M/s Zankhana Bhansali & Associates
Qualification	CS
Membership Number	9261
Date of Board Meeting in which appointed	30-06-2026
Date of Issuance of Report to the company	25-07-2026

Voting results	
Record date	16-07-2026
Total number of shareholders on record date	2893
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	23
No. of resolution passed in the meeting	7
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended on March 31, 2026, together with the Reports of the Board of Directors and Auditors thereon.				
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	9349076	84.3935	9349076	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11077956	9349076	84.3935	9349076	0	100	0
Public-Institutions	E-Voting	8550	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8550	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3932094	1951035	49.6182	1950966	69	99.9965	0.0035
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3932094	1951035	49.6182	1950966	69	99.9965	0.0035
Total		15018600	11300111	75.2408	11300042	69	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended on March 31, 2026, together with the report of Auditors thereon.				
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	9349076	84.3935	9349076	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11077956	9349076	84.3935	9349076	0	100	0
Public-Institutions	E-Voting	8550	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8550	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3932094	1951035	49.6182	1950966	69	99.9965	0.0035
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3932094	1951035	49.6182	1950966	69	99.9965	0.0035
Total		15018600	11300111	75.2408	11300042	69	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a director in place of Mr. Nikhil Vinod Mehta (DIN:00252482), who retires by rotation, and being eligible, offers himself for re-appointment				
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	4674566	42.197	4674566	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11077956	4674566	42.197	4674566	0	100	0
Public- Institutions	E-Voting	8550	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8550	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3932094	1951035	49.6182	1950966	69	99.9965	0.0035
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3932094	1951035	49.6182	1950966	69	99.9965	0.0035
Total		15018600	6625601	44.116	6625532	69	99.999	0.001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	4674510
Public Insitutions	0
Public - Non Insitutions	0

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a director in place of Mr. Jashwant Bhaichand Mehta (DIN: 00235845), who retires by rotation, and being eligible, offers himself for re-appointment.				
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	9349076	84.3935	9349076	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11077956	9349076	84.3935	9349076	0	100	0
Public-Institutions	E-Voting	8550	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8550	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3932094	1951035	49.6182	1950966	69	99.9965	0.0035
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3932094	1951035	49.6182	1950966	69	99.9965	0.0035
Total		15018600	11300111	75.2408	11300042	69	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions upto Rs. 100 Crores				
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	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11077956	0	0	0	0	0	0
Public- Institutions	E-Voting	8550	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8550	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3932094	677723	17.2357	677654	69	99.9898	0.0102
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3932094	677723	17.2357	677654	69	99.9898	0.0102
Total		15018600	677723	4.5126	677654	69	99.9898	0.0102
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Issue of Secured/Unsecured Redeemable Non-Convertible Debentures on Private Placement Basis.				
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	9349076	84.3935	9349076	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11077956	9349076	84.3935	9349076	0	100	0
Public- Institutions	E-Voting	8550	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8550	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3932094	1951035	49.6182	1950966	69	99.9965	0.0035
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3932094	1951035	49.6182	1950966	69	99.9965	0.0035
Total		15018600	11300111	75.2408	11300042	69	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of Articles of Association of the Company				
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	9349076	84.3935	9349076	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11077956	9349076	84.3935	9349076	0	100	0
Public- Institutions	E-Voting	8550	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	8550	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3932094	1951035	49.6182	1950966	69	99.9965	0.0035
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3932094	1951035	49.6182	1950966	69	99.9965	0.0035
Total		15018600	11300111	75.2408	11300042	69	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Name of the Company	Emerald Leisures Limited
Meeting	92nd Annual General Meeting
Day, Date & Time	Thursday, July 23, 2026 at 11:30 a.m.
Deemed Venue	Club Emerald Sports Complex, Plot No. 366/15, Swastik Park, Near Mangal Anand Hospital, Chembur, Mumbai City, 400071
Mode	Video Conferencing (VC)/Other Audio Visual Means (OAVM)

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 92nd Annual General Meeting (AGM) of M/s. Emerald Leisures Limited (hereinafter referred to as the Company) scheduled on Thursday, 23rd July, 2026 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 92nd AGM on 23rd July, 2026 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 and 03/2025 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, May 5, 2022, December 28, 2022, September 23, 2023, September 19, 2024 and September 22, 2025 respectively issued by the Ministry of Corporate Affairs (MCA) and as per Regulation 44 of SEBI (LODR) Regulations, 2015, and 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 AGM on its website, website of the agency providing the platform for remote e-voting and venue E-voting during the AGM and also intimated the same to BSE Limited on 1st July, 2026.

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 AGM 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 Thursday, July 16, 2026, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and venue E-voting during the AGM.



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The Company appointed NSDL as the agency for providing the platform for remote e-voting and venue voting during the AGM. Remote e-voting platform was open from 9:00 a.m. (IST) on Monday, July 20, 2026 till 5:00 p.m. (IST) on Wednesday, July 22, 2026 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 AGM, 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 AGM, we unblocked the results of the remote e-voting and e-voting by members during the AGM, on the NSDL 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	53	1	2
2	53	2	2
3	52	3	2
4	53	4	2
5	49	5	2
6	53	6	2
7	53	7	2

*** Note: While computing the total number of members, multiple portfolios held by some members were counted as one.**

Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 30th June 2026 are as under.

Item No. 1: Ordinary Resolution

To receive, consider and adopt the Audited standalone financial statements of the Company for the financial year ended on March 31, 2026, together with the Reports of the Board of Directors and Auditors thereon.



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Particulars	Remote E-Voting*		Voting at the AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	48	11300038	2	4	50	11300042	100
Dissent	5	69	0	0	5	69	0
Total	53	11300107	2	4	55	11300111	100

***Note: While computing the total number of members, multiple portfolios held by some members were counted as one.**

Item No. 2: Ordinary Resolution

To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended on March 31, 2026, together with the report of Auditors thereon.

Particulars	Remote E-Voting*		Voting at the AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	48	11300038	2	4	50	11300042	100
Dissent	5	69	0	0	5	69	0
Total	53	11300107	2	4	55	11300111	100

***Note: While computing the total number of members, multiple portfolios held by some members were counted as one.**

Item No. 3: Ordinary Resolution

To appoint a director in place of Mr. Nikhil Vinod Mehta (DIN:00252482), who retires by rotation, and being eligible, offers himself for re-appointment.

Particulars	Remote E-Voting*		Voting at the AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	47	6625528	2	4	49	6625532	100
Dissent	5	69	0	0	5	69	0
Total	52	6625597	2	4	54	6625601	100

*** The Vote casted by 1 (One) Member holding 46,74,510 Equity Shares, have been disregarded for the purpose of determining the voting results of Resolution No. 3, on account of being related party and interested.**



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*** Note: While computing the total number of members, multiple portfolios held by some members were counted as one.**

Item No. 4: Ordinary Resolution

To appoint a director in place of Mr. Jashwant Bhaichand Mehta (DIN: 00235845), who retires by rotation, and being eligible, offers himself for re-appointment.

Particulars	Remote E-Voting*		Voting at the AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	48	11300038	2	4	50	11300042	100
Dissent	5	69	0	0	5	69	0
Total	53	11300107	2	4	55	11300111	100

*** Note: While computing the total number of members, multiple portfolios held by some members were counted as one.**

Item No. 5: Ordinary Resolution

Approval of Material Related Party Transactions upto Rs. 100 Crores

Particulars	Remote E-Voting*		Voting at the AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	44	677650	2	4	46	677654	100
Dissent	5	69	0	0	5	69	0
Total	49	677719	2	4	51	677723	100

***4 (Four) Members holding an aggregate of 1,00,62,388 equity shares across 7 (Seven) Multiple folios, being related parties and interested in Resolution No. 5, abstained from voting on the said resolution.**

*** Note: While computing the total number of members, multiple portfolios held by some members were counted as one**

Item No. 6: Special Resolution

Issue of Secured/Unsecured Redeemable Non-Convertible Debentures on Private Placement Basis.

Particulars	Remote E-Voting*		Voting at the AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	



Zankhana Bhansali & Associates

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Assent	48	11300038	2	4	50	11300042	100
Dissent	5	69	0	0	5	69	0
Total	53	11300107	2	4	55	11300111	100

* Note: While computing the total number of members, multiple portfolios held by some members were counted as one.

Item No. 7: Special Resolution

Alteration of Articles of Association of the Company.

Particulars	Remote E-Voting*		Voting at the AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	48	11300038	2	4	50	11300042	100
Dissent	5	69	0	0	5	69	0
Total	53	11300107	2	4	55	11300111	100

* Note: While computing the total number of members, multiple portfolios held by some members were counted as one.

Based on the aforesaid result we report that Ordinary and Special Resolutions as set out in item number 1 to 7 of the Notice of the 92nd AGM dated 30th June, 2026 have been passed with requisite majority.

Thanking you,

Yours faithfully,

For Zankhana Bhansali & Associates
Practicing Company Secretaries

Zankhan
a Karan
Bhansali

Zankhana Bhansali

Proprietor

CP No.: 10513 Membership No.: 9261

Peer Review No.: 1625/2021

UDIN: F009261H000931743

Place: Mumbai

Date: 24-07-2026

Countersigned by
For Emerald Leisures Limited

Jaydeep Vinod Mehta
Chairman of the 92nd AGM

Place: Mumbai

Date: 25-07-2026