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.
**t** : +91 22 2527 7504.
**m**: +91 91678 88900.
**e** : info@clubemerald.in
**w** : www.clubemerald.in
**CIN**: L74900MH1948PLC006791


**Date: 23/07/2026**

**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 92nd Annual 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 proceedings of the 92nd Annual General Meeting of the Company held on Thursday, 23rd July, 2026 through Video Conferencing ("VC")/Other Audio-visual Means ("OAVM"). The meeting commenced at 11:30 AM and concluded at 12:00 PM.

Kindly take the same on record and acknowledge the receipt.

Thanking You,
Yours faithfully,

**For Emerald Leisures Limited**
Kapil M Purohit
Digitally signed by Kapil M Purohit
Date: 2026.07.23 14:31:58 +05'30'
**Kapil Purohit**
**Company Secretary**

Encl: AGM Proceedings

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## SUMMARY OF PROCEEDINGS OF THE 92ND ANNUAL GENERAL MEETING

The 92nd AGM of the Members of Emerald Leisures Limited ('the **Company'**) was held on Thursday, July 23, 2026, at 11.30 a.m. (IST) through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM').

Mr. Kapil Purohit, Company Secretary, welcomed the Members to the Meeting and briefed them on details relating to their participation at the Meeting through audio-visual means.

He introduced the Directors & KMP present. The Statutory Auditor and Secretarial Auditors Cum Scrutinizer for the e-voting process were also present during the Meeting.

He also informed them that the Meeting was held in compliance with the applicable provisions of the Companies Act, 2013 read with the Rules made thereunder and Circulars issued by MCA and SEBI. He also informed them that the Company had taken all efforts feasible under the prevailing circumstances to enable Members to participate in the Meeting and vote at the resolutions being considered thereat.

Mr. Jaydeep Vinod Mehta, chaired the Meeting. He welcomed all the Members present at the Meeting and made his opening remarks and briefed the shareholders with respect to the key trends in the Hotel Industry, proposal of Real Estate business and the Company's performance during FY 2025-26. He also briefed the shareholders on the growth plans and simplification journey of the Company.

**MEMBERS' PRESENT**: Total 24 Members holding 48,20,009 equity shares were present at the meeting through video conferencing or other audio-visual means (including Directors & KMP holding shares).

**DIRECTORS/KMPS/INVITEES PRESENT THROUGH VC/OAVM:**

**Directors & KMPs**

| Sr.no. | Name of Director | Designation |
|---|---|---|
| 1. | Mr. Jaydeep Vinod Mehta | Executive Director, Chairman |
| 2. | Mrs. Dhwani Mehta | Non-Executive Women Director |
| 3. | Mr. Rajesh Motilal Loya | Whole Time Director & CFO |
| 4. | Mr. Aniruddha Joshi | Non-Executive Independent Director |
| 5. | Mr. Vaibhav Agarwal | Non-Executive Independent Director |
| 6. | Mr. Kapil M Purohit | Company Secretary |

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**By Invitation**

| Sr. No. | Name | Designation |
|---|---|---|
| 1. | Mr. Devdatta Mainkar, Chartered Accountant (M/s PG Bhagwat LLP), Statutory Auditor of the company. | Statutory Auditor |
| 2. | Ms. Zankhana Bhansali (M/s Zankhana Bhansali & Associates) | Secretarial Auditor cum Scrutinizer |

The Company Secretary further informed the Members that, the proceedings of the Meeting were also being webcast and could be viewed live by Members by logging on to the website of the National Securities Depository Limited (NSDL).

With the consent of the Members present, the Notice convening the AGM and the Auditor's Report for the financial year ended March 31, 2026 was taken as read. There were no qualifications, observations or adverse remarks in the reports of the Statutory Auditor and Secretarial Auditor.

In terms of the Notice dated July 1, 2026 convening the 92nd AGM of the Company, the following business was transacted at the Meeting through remote e-voting.

| S.NO. | Description of Resolution | Nature of Resolution | Mode of Voting |
|---|---|---|---|
| **ORDINARY BUSINESS** | | | |
| 1. | 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. | Ordinary Resolution | E-voting |
| 2. | 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. | Ordinary Resolution | E-voting |
| 3. | 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. | Ordinary Resolution | E-voting |
| 4. | 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. | Ordinary Resolution | E-voting |

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| **SPECIAL BUSINESS** | | | |
|---|---|---|---|
| 5. | Approval of Material Related Party Transactions upto Rs. 100 Crores. | Ordinary Resolution | E-voting |
| **6.** | Issue of Secured/Unsecured Redeemable Non-Convertible Debentures on Private Placement Basis. | Special Resolution | E-voting |
| **7.** | Alteration of Articles of Association of the Company. | Special Resolution | E-voting |

Members who attended the Meeting were given an opportunity to ask questions and seek clarification(s). The Chairman appropriately responded to the questions raised by them.

Thereafter, the Chairman authorized Mr. Kapil Purohit, Company Secretary to carry out the e-voting process and conclude the Meeting. The Company Secretary further informed the Members that the consolidated voting results will be disseminated to the Stock Exchange on which the Company's shares are listed and will also be made available on the website of the Company at www.clubemerald.in and NSDL at www.evoting@nsdl.com within 2 working days from the conclusion of the Meeting.

The Company Secretary then thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting virtually.

The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. Upon completion of the e-voting process, Mr. Kapil Purohit, Company Secretary declared the Meeting concluded.

We request you to kindly take the above information on record in terms of the compliance requirements of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015.

Thanking you,
Yours faithfully,

**For Emerald Leisures Limited**
Kapil M Purohit
Digitally signed by Kapil M Purohit
Date: 2026.07.23 14:34:33 +05'30'
**Kapil Purohit**
**Company Secretary & Compliance Officer**
**Mem. No. 65336**