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July 27, 2017

The Manager DCS - CRD BSE Limited Phiroze Jeejeeboy Towers Dalal Street, Fort, Mumbai- 400 001 Fax No.: 22722037/39/41/61/3121/3719 <u>BSE Scrip Code: 539056</u>	The Manager Listing Department National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot no. C/1, G Block, Bandra Kurla Complex, Bandra (E) Mumbai- 400 051 Fax No.: 26598237/38 <u>NSE Scrip Symbol: ADLABS</u>
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Dear Sirs,

Sub: Voting results of the 8th Annual General Meeting along with the Scrutinizer's Report

We wish to inform you that, the Members of the Company have approved all the resolutions mentioned in the Notice of the AGM dated May 25, 2017.

Further, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the voting results in the prescribed format, in respect of remote e-voting and voting through physical ballot form on all the resolutions mentioned in the Notice dated May 25, 2017 of the 8th AGM held on July 26, 2017.

Also please find enclosed herewith the Scrutinizer's' Report on remote e-voting and voting through physical ballot form.

You are requested to take the same on record.

Thanking you,

Yours faithfully,
For Adlabs Entertainment Limited

Madhulika



Madhulika Rawat
Company Secretary
(Membership No. : F8765)

Adlabs Entertainment Ltd.

Regd. Office: 30/31, Sangdewadi, Khopoli-Pali Road, Taluka Khalapur, District Raigad-410 203. T: +91-2192-669 900 F: +91-22-4068 0088
Corporate Office: 9th Floor, Lotus Business Park, New Link Road, Andheri West, Mumbai-400 053. T: +91-22-4068 0000 F: +91-22-4068 0088
Corporate Identity Number (CIN): L92490MH2010PLC199925 Website: www.adlabsimagica.com Email: info@adlabsentertainment.com

Adlabs Entertainment Limited

Date of Annual General Meeting	July 26, 2017
Total number of shareholders on record date (July 19, 2017)	24110
No. of shareholders present in the meeting either in person or through proxy:	227
Promoters and Promoter Group:	5
Public:	222
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not arranged
Public:	

Resolution Required : (Ordinary)

1 - To consider and adopt:

Whether promoter/ promoter group are interested in the agenda/resolution? **NO**
a) the audited financial statements of the Company for the financial year ended March 31, 2017, the reports of the Board of

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
Promoter and Promoter Group	E-Voting		44121239	100.0000	44121239	0	100.0000	0.0000
	Poll	44121239	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		44121239	100.0000	44121239	0	100.0000	0.0000
Public Institutions	E-Voting		5970505	96.2754	5970505	0	100.0000	0.0000
	Poll	6201483	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5970505	96.2754	5970505	0	100.0000	0.0000
Public Non Institutions	E-Voting		14092515	45.7196	14092185	330	99.9977	0.0023
	Poll	30823772	8460	0.0274	8460	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14100975	45.7470	14100645	330	99.9977	0.0023
Total		81146494	64192719	79.1072	64192389	330	99.9995	0.0005

Madhukar



Adlabs Entertainment Limited

Resolution Required : (Ordinary) 2 - To appoint a Director in place of Mr. Manmohan Shetty (DIN: 00013961), who retires by rotation and being eligible, offers himself for re-appointment.

Whether promoter/ promoter group are interested in the agenda/resolution?	YES							
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		44121239	100.0000	44121239	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		44121239	100.0000	44121239	0	100.0000	0.0000
Public Institutions	E-Voting		5970505	96.2754	5970505	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5970505	96.2754	5970505	0	100.0000	0.0000
Public Non Institutions	E-Voting		14092575	45.7198	14081758	10817	99.9232	0.0768
	Poll		8460	0.0274	8460	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		14101035	45.7472	14090218	10817	99.9233	0.0767
Total		81146494	64192779	79.1073	64181962	10817	99.9831	0.0169

Madhusika



Adlabs Entertainment Limited

Resolution Required : (Ordinary)

3 - To appoint Auditors and to fix their remuneration.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

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		44121239	100.0000	44121239	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	44121239	0	0.0000	0	0	0.0000	0.0000
	Total		44121239	100.0000	44121239	0	100.0000	0.0000
Public Institutions	E-Voting		5970505	96.2754	5970505	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	6201483	0	0.0000	0	0	0.0000	0.0000
	Total		5970505	96.2754	5970505	0	100.0000	0.0000
Public Non Institutions	E-Voting		14092305	45.7190	14092145	160	99.9989	0.0011
	Poll		8460	0.0274	8460	0	100.0000	0.0000
	Postal Ballot	30823772	0	0.0000	0	0	0.0000	0.0000
	Total		14100765	45.7464	14100605	160	99.9989	0.0011
Total		81146494	64192509	79.1069	64192349	160	99.9998	0.0002

Madhukar



Adlabs Entertainment Limited

Resolution Required : (Ordinary)

4 - To re-appoint Mr. Kapil Bagla (DIN: 00387814) as a Whole Time Director of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

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		44121239	100.0000	44121239	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	44121239	0	0.0000	0	0	0.0000	0.0000
	Total		44121239	100.0000	44121239	0	100.0000	0.0000
Public Institutions	E-Voting		5970505	96.2754	5970505	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	6201483	0	0.0000	0	0	0.0000	0.0000
	Total		5970505	96.2754	5970505	0	100.0000	0.0000
Public Non Institutions	E-Voting		14091955	45.7178	14090936	1019	99.9928	0.0072
	Poll		8460	0.0274	8460	0	100.0000	0.0000
	Postal Ballot	30823772	0	0.0000	0	0	0.0000	0.0000
	Total		14100415	45.7452	14099396	1019	99.9928	0.0072
Total		81146494	64192159	79.1065	64191140	1019	99.9984	0.0016

Madhulika





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SCRUTINIZER'S REPORT

To,
The Chairperson of
Eighth Annual General Meeting (AGM) of the Members of
Adlabs Entertainment Limited
held on Wednesday, 26th July 2017 at 12.00 noon
At Imagica Theme Park, Imagica Capital, 30/31, Sangdewadi, Khopoli-Pali Road,
Taluka Khalapur, District Raigad 410 203

Dear Sir,

1. The Board of Directors of the Company at its meeting held on 25th May 2017, has appointed me as the Scrutinizer for the purpose of scrutinizing the Remote e-Voting process and polling process conducted at the AGM, for all the Resolutions as set out in the Notice of the AGM.
2. In compliance with the provisions of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company had provided its Members the Remote e-voting facility as provided by National Securities Depository Limited (NSDL) for the Resolution as set out in the Notice of the said AGM.
3. Further, the facility for voting through Ballot Paper was also made available at the AGM for those Members / proxy holders who attended the AGM and have not cast their vote by Remote e-voting.
4. I submit my report as under:
 - 4.1 The Company has given the Ballot Paper to the Members who were present at the AGM held on Wednesday, 26th July, 2017 at 12.00 noon at Imagica Theme Park, Imagica Capital, 30/31, Sangdewadi, Khopoli-Pali Road, Taluka Khalapur, District Raigad 410 203
 - 4.2 Particulars of all the Ballot Papers received from the Members and the votes cast by electronic mode have been entered in register maintained for the purpose.
 - 4.3 The Ballot Papers were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such Ballot Papers.
 - 4.4 The ballot box was opened in my presence.
 - 4.5 The ballot forms were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company as on 19th July 2017





SANJAY DHOLAKIA & ASSOCIATES

COMPANY SECRETARIES

B.COM. LL.B. F.C.S.

213, Gr. Floor, Raghuleela Mall,
Behind Poinsur Bus Depot,
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- 4.6 I did not find any defaced or mutilated Ballot Papers.
- 4.7 The Remote e-Voting period had commenced on Sunday, 23rd July, 2017 at 9:00 a.m. and ends on Tuesday, 25th July, 2017 at 5:00 p.m.
- 4.8 I have also received a complete record of votes cast through electronic mode, upto 5:00 p.m. on 25th July, 2017 from NSDL, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 26th July, 2017 at 1.36 p.m. (IST) in the presence of two witnesses, Mr. Jay Sanghvi and Mr. Akshay Shah who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Jay Sanghvi

Name: Akshay Shah

- 4.9 The e-voting data was scrutinized by me for verification of votes cast in favour and against the Resolution, as set in the Notice of the AGM.
5. A summary of the combined voting results of the votes cast through Ballot Papers received and Remote e-voting is given as Annexure 1.
6. I have handed over the Ballot Papers and other related papers/ registers and records for the safe custody to the Chairperson who has been authorized by the Board to supervise the Ballot process.
7. On the basis of the scrutiny of the votes cast by Ballot Papers and through Remote e-voting, the Resolution as set out in the Notice of the AGM have been passed by the Shareholders of the Company with the requisite majority.
8. You may accordingly declare the aforesaid voting result of votes cast through Ballot Papers and Remote e-voting.

Thanking you,

For Sanjay Dholakia & Associates

Sanjay Dholakia
Practising Company Secretary
Proprietor
Membership No. 2655 CP No. 1798



Date: 27th July, 2017

Place: Mumbai

Annexure 1

RESOLUTION 1- ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2017 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON (STANDALONE & CONSOLIDATION)

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. Members voted	No. of valid votes cast	No. Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	94	64183929	45	8460	139	64192389	99.9995
Against the Resolution	3	330	0	0	3	330	0.0005
Invalid votes	0	0	0	0			

RESOLUTION 2- TO APPOINT A DIRECTOR IN PLACE OF MR. MANMOHAN SHETTY (DIN: 00013961), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. Members voted	No. of valid votes cast	No. Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	88	64173502	45	8460	133	64181962	99.9831
Against the Resolution	10	10817	0	0	10	10817	0.0169
Invalid votes	0	0	0	0			



RESOLUTION 3- TO APPOINT AUDITORS AND TO FIX THEIR REMUNERATION.

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	95	64183889	45	8460	140	64192349	99.9998
Against the Resolution	2	160	0	0	2	160	0.0002

Invalid votes	0	0	0	0
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RESOLUTION 4- TO RE-APPOINT MR. KAPIL BAGLA (DIN: 00387814) AS A WHOLE TIME DIRECTOR OF THE COMPANY.

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	85	64182680	45	8460	130	64191140	99.9984
Against the Resolution	11	1019	0	0	11	1019	0.0016

Invalid votes	0	0	0	0
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