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August 4, 2018

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

**Sub: Voting results of the 9<sup>th</sup> 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 17, 2018.

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 17, 2018 of the 9<sup>th</sup> AGM held on August 03, 2018.

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 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: 9<sup>th</sup> 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](http://www.adlabsimagica.com) Email: [info@adlabsentertainment.com](mailto:info@adlabsentertainment.com)

## Adlabs Entertainment Limited

Date of Annual General Meeting	August 03, 2018
Total number of shareholders on record date (July 27, 2018)	24252
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public:	264
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not arranged
Public:	

Resolution Required : (Ordinary)		1 - To consider and adopt: a) the audited financial statements of the Company for the financial year ended March 31, 2018, the reports of the Board of Directors and Auditors' thereon; and b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2018, the report of the Auditors' thereon							
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	No. of votes Invalid
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100	[8]
Promoter and Promoter Group	E-Voting	44121239	44121239	100.0000	44121239	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>44121239</b>	<b>100.0000</b>	<b>44121239</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	6455001	3404356	52.7398	3404356	0	100.0000	0.0000	0
	Poll		2713000	42.0294	2713000	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>6117356</b>	<b>94.7692</b>	<b>6117356</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	37485883	14635	0.0390	13911	0	100.0000	0.0000	0
	Poll		2812538	7.5029	2812538	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>2827173</b>	<b>7.5419</b>	<b>2826449</b>	<b>0</b>	<b>99.9744</b>	<b>0.0000</b>	<b>0</b>
<b>Total</b>		<b>88062123</b>	<b>53065768</b>	<b>60.2595</b>	<b>53065044</b>	<b>0</b>	<b>99.9986</b>	<b>0.0000</b>	<b>0</b>

For ADLABS ENTERTAINMENT LIMITED

*Madhulika*  
Madhulika Rawat  
Company Secretary

<b>Adlabs Entertainment Limited</b>									
<b>Resolution Required : (Ordinary)</b>		<b>2 - To appoint a Director in place of Ms. Pooja Deora (DIN: 00013027), who retires by rotation and being eligible, offers herself for re-appointment.</b>							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		<b>Yes</b>							
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes -Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>	<b>No. of votes invalid</b>
		<b>[1]</b>	<b>[2]</b>	<b>[3]={{[2]/[1]}*100</b>	<b>[4]</b>	<b>[5]</b>	<b>[6]={{[4]/[2]}*100</b>	<b>[7]={{[5]/[2]}*100</b>	<b>[8]</b>
Promoter and Promoter Group	E-Voting	44121239	44121239	100.0000	44121239	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>44121239</b>	<b>100.0000</b>	<b>44121239</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	6455001	3404356	52.7398	3404356	0	100.0000	0.0000	0
	Poll		2713000	42.0294	2713000	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>6117356</b>	<b>94.7692</b>	<b>6117356</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	37485883	14635	0.0390	1379	12482	9.9488	90.0512	0
	Poll		2812538	7.5029	2812538	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>2827173</b>	<b>7.5419</b>	<b>2813917</b>	<b>12482</b>	<b>99.5311</b>	<b>0.4415</b>	<b>0</b>
<b>Total</b>		<b>88062123</b>	<b>53065768</b>	<b>60.2595</b>	<b>53052512</b>	<b>12482</b>	<b>99.9750</b>	<b>0.0235</b>	<b>0</b>

For ADLABS ENTERTAINMENT LIMITED

*Madhulika*  
**Madhulika Rawat**  
 Company Secretary

**Adlabs Entertainment Limited**

Resolution Required : (Special)

3 - To re-appoint Mr. Manmohan Shetty (DIN: 00013961) as a Chairman of the Company.

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	No. of votes Invalid
		[1]	[2]	[3]={{[2]/[1]}*100	[4]	[5]	[6]={{[4]/[2]}*100	[7]={{[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	44121239	44121239	100.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>44121239</b>	<b>100.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	6455001	3404356	52.7398	3404356	0	100.0000	0.0000	0
	Poll		2713000	42.0294	2713000	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>6117356</b>	<b>94.7692</b>	<b>6117356</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	37485883	14637	0.0390	13781	130	99.0655	0.9345	0
	Poll		2812538	7.5029	2812538	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>2827175</b>	<b>7.5419</b>	<b>2826319</b>	<b>130</b>	<b>99.9697</b>	<b>0.0046</b>	<b>0</b>
<b>Total</b>		<b>88062123</b>	<b>53065770</b>	<b>60.2595</b>	<b>8943675</b>	<b>130</b>	<b>16.8539</b>	<b>0.0002</b>	<b>0</b>

For ADLABS ENTERTAINMENT LIMITED

*Madhulika*

Madhulika Rawat  
Company Secretary

### Adlabs Entertainment Limited

Resolution Required : (Special)		4 - Sale of investments or shareholding of the Company in Walkwater Properties Private Limited, wholly owned subsidiary company and Surplus Land of approximately 65 acres 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	No. of votes Invalid
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100	[8]
Promoter and Promoter Group	E-Voting	44121239	44121239	100.0000	44121239	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>44121239</b>	<b>100.0000</b>	<b>44121239</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	6455001	3404356	52.7398	3404356	0	100.0000	0.0000	0
	Poll		2713000	42.0294	2713000	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>6117356</b>	<b>94.7692</b>	<b>6117356</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	37485883	14635	0.0390	1459	12402	10.5259	89.4741	0
	Poll		2812538	7.5029	2812538	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>2827173</b>	<b>7.5419</b>	<b>2813997</b>	<b>12402</b>	<b>99.5340</b>	<b>0.4387</b>	<b>0</b>
<b>Total</b>		<b>88062123</b>	<b>53065768</b>	<b>60.2595</b>	<b>53052592</b>	<b>12402</b>	<b>99.9752</b>	<b>0.0234</b>	<b>0</b>

For ADLABS ENTERTAINMENT LIMITED

  
 Madhulika Rawat  
 Company Secretary

<b>Adlabs Entertainment Limited</b>									
Resolution Required : (Special)			5 - Issue of securities to the Qualified Institutional Buyers.						
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	No. of votes Invalid
		[1]	[2]	[3]={{[2]/[1]}*100	[4]	[5]	[6]={{[4]/[2]}*100	[7]={{[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	44121239	44121239	100.0000	44121239	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>44121239</b>	<b>100.0000</b>	<b>44121239</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	6455001	3404356	52.7398	3404356	0	100.0000	0.0000	0
	Poll		2713000	42.0294	2713000	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>6117356</b>	<b>94.7692</b>	<b>6117356</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	37485883	14636	0.0390	1494	12417	10.7397	89.2603	0
	Poll		2812538	7.5029	2812538	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>2827174</b>	<b>7.5419</b>	<b>2814032</b>	<b>12417</b>	<b>99.5352</b>	<b>0.4392</b>	<b>0</b>
<b>Total</b>		<b>88062123</b>	<b>53065769</b>	<b>60.2595</b>	<b>53052627</b>	<b>12417</b>	<b>99.9752</b>	<b>0.0234</b>	<b>0</b>

For ADLABS ENTERTAINMENT LIMITED

*Madhulika*  
 Madhulika Rawat  
 Company Secretary



# SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

## COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Poinzur Bus Depot, Kandivali (West), Mumbai - 400 067.

☎ : 2807 3233 / 62363233 / 98700 31365 • E-mail : sanjayrd65@gmail.com

### SCRUTINIZER'S REPORT

To,  
The Chairman of  
09<sup>th</sup> Annual General Meeting (AGM) of the Members of  
**Adlabs Entertainment Limited**  
held on Friday, 03<sup>rd</sup> August 2018 at 11.30 a.m.  
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 17<sup>th</sup> May 2018, had 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 Link Intime India Private Limited (LIPL) for the Resolutions 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 Friday, 03<sup>rd</sup> August, 2018 at 11.30 a.m. 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 27<sup>th</sup> July 2018.





# SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

## COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Poincur Bus Depot, Kandivali (West), Mumbai - 400 067.

☎ : 2807 3233 / 62363233 / 98700 31365 • E-mail : sanjayrd65@gmail.com

- 4.6 I did not find any defaced or mutilated Ballot Papers.
- 4.7 The Remote e-Voting period had commenced on Tuesday, 31<sup>st</sup> July, 2018 at 9:00 a.m. and ended on Thursday, 02<sup>nd</sup> August, 2018 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 02<sup>nd</sup> August, 2018 from LIPL, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 03<sup>rd</sup> August, 2018 at 1.15p.m. (IST) in the presence of two witnesses, Mr. Akshay Shah and Mr. Chandan Jha, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Akshay Shah

Name: Chandan Jha

- 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 Resolutions 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: 04<sup>th</sup> August, 2018

Place: Mumbai



**Annexure 1**

**RESOLUTION 1- ADOPTION OF A) THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2018, THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS' THEREON; AND**

**B) THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2018, THE REPORT OF THE AUDITORS' THEREON (ORDINARY RESOLUTION).**

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 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	37	47539506	49	5525538	86	53065044	100
Against the Resolution	0	0	0	0	0	0	0
Invalid votes	0	0	0	0			

**RESOLUTION 2- TO APPOINT A DIRECTOR IN PLACE OF MS. POOJA DEORA (DIN: 00013027), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT (ORDINARY RESOLUTION).**

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 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	34	47526974	49	5525538	83	53052512	99.98
Against the Resolution	2	12482	0	0	2	12482	0.02
Invalid votes	0	0	0	0			



RESOLUTION 3- TO RE-APPOINT MR. MANMOHAN SHETTY (DIN: 00013961) AS ACHAIRMAN OF THE COMPANY (SPECIAL RESOLUTION).

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 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	30	3418137	49	5525538	79	8943675	100
Against the Resolution	2	130	0	0	2	130	0

Invalid votes	0	0	0	0
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RESOLUTION 4- SALE OF INVESTMENTS OR SHAREHOLDING OF THE COMPANY IN WALKWATER PROPERTIES PRIVATE LIMITED, WHOLLY OWNED SUBSIDIARY COMPANY AND SURPLUS LANDS OF APPROXIMATELY 65 ACRES OF THE COMPANY (SPECIAL RESOLUTION).

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 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	35	47527054	49	5525538	84	53052592	99.98
Against the Resolution	1	12402	0	0	1	12402	0.02

Invalid votes	0	0	0	0
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RESOLUTION 5- ISSUE OF SECURITIES TO THE QUALIFIED INSTITUTIONAL BUYERS (SPECIAL RESOLUTION).

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 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	35	47527089	49	5525538	83	53052627	99.98
Against the Resolution	2	12417	0	0	2	12417	0.02

Invalid votes	0	0	0	0
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