

23rd September, 2020

To,

BSE Limited

P J Towers

Dalal Street

Mumbai – 400 001

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No C/1

G Block, Bandra-Kurla Complex

Bandra (East), Mumbai – 400 051

Central Depository Services (India) Limited

Marathon Futurex, A-Wing,

25th floor, NM Joshi Marg,

Lower Parel, Mumbai 400013

Scrip Code: 532706

Symbol: INOXLEISUR

ISIN: INE312H01016

Dear Sir/Madam,

Sub: Declaration of Voting Result in respect of Resolutions passed at the 21st Annual General Meeting of the Company held on Wednesday, 23rd September, 2020 at 11:00 A. M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Ref: Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

We would like to inform you that the 21st Annual General Meeting (AGM) of the Company was held on Wednesday, 23rd September, 2020 at 11:00 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") facility in compliance with the applicable provisions of the Companies Act, 2013 read with Rules made thereunder, General Circular No. 20/2020 dated 5th May, 2020 issued by Ministry of Corporate Affairs ("MCA") and Listing Regulations.

In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, as amended and Regulation 44 of the Listing Regulations, as amended and aforesaid MCA Circular, the Company had provided facility of remote e-voting to its Members by using remote e-voting system as well as remote e-voting during the AGM in respect of the business to be transacted at the AGM.

Mr. Satyanarain Samdani (Membership No. F3677), Partner of M/s. Samdani Shah & Kabra, Practicing Company Secretaries ("the Scrutinizer") has scrutinized and reviewed the votes cast by the Members through remote e-voting prior to the date of AGM as well as through e-voting process during the AGM on the resolutions at Item Nos. 1 to 5 of the Notice of the AGM and submitted his report today i.e. 23rd September, 2020. The Scrutinizer's Report on the combined voting results is attached herewith.

The details of the combined voting results (i.e. result of remote e-voting together with that of the e-voting conducted at the AGM) are also enclosed in the format prescribed under Regulation 44(3) of the Listing Regulations.

The voting results are also being placed on the website of the company at www.inoxmovies.com.

You are requested to take the same on record.

Thanking you.

Yours faithfully,

For INOX Leisure Limited

Parthasarathy Iyengar
Company Secretary

Encl.: as above



Annexure A

Date of AGM	Wednesday, 23 rd September, 2020
Total number of shareholders on record date	1,28,716
No. of shareholders present	77
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group:	Not Applicable
No. of Shareholders attended the through Video Conferencing: Promoters and Promoter Group: Public	Promoter and Promoter group: 2 Public: 75

Details of Resolutions and results thereof:

Item No.	Brief Description	Type of Business & Resolution Required	Manner of voting	Results
1.	Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31 st March, 2020, the reports of the Board of Directors and Auditors thereon.	Ordinary Business requiring Ordinary Resolution	Remote e-voting prior & during AGM	Passed with requisite majority
2.	Reappointment of Mr. Siddharth Jain (DIN: 00030202) as a Director of the Company.	Ordinary Business requiring Ordinary Resolution	Remote e-voting prior & during AGM	Passed with requisite majority
3.	To consider and approve the appointment of Mr. Vishesh Chander Chandiok (DIN: 00016112) as Independent Director of the Company.	Special Business requiring Ordinary Resolution	Remote e-voting prior & during AGM	Passed with requisite majority
4.	To consider and approve shifting of Registered Office from the "State of Gujarat" to the "State of Maharashtra".	Special Business requiring Special Resolution	Remote e-voting prior & during AGM	Passed with requisite majority
5.	To consider and authorise issuance of Equity Shares / Other Securities up to Rs. 250 Crore.	Special Business requiring Special Resolution	Remote e-voting prior & during AGM	Passed with requisite majority

P.A.



Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To consider and adopt: a. the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2020, 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 31st March, 2020 and the report of the 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	53373928	53373928	100	53373928	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	53373928	53373928	100	53373928	0	100	0
Public- Institutions	E-Voting	33652281	27452421	81.5767	27452421	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	33652281	27452421	81.5767	27452421	0	100	0
Public- Non Institutions	E-Voting	15831545	2523823	15.9417	2523759	64	99.9975	0.0025
	Poll		103	0.0007	103	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15831545	2523926	15.9424	2523862	64	99.9975	0.0025
Total		102857754	83350275	81.0345	83350211	64	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Siddharth Jain (DIN: 00030202), who retires by rotation and being eligible, offers himself for reappointment.				
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	53373928	53373928	100	53373928	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	53373928	53373928	100	53373928	0	100	0
Public-Institutions	E-Voting	33652281	27456689	81.5894	27396056	60633	99.7792	0.2208
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	33652281	27456689	81.5894	27396056	60633	99.7792	0.2208
Public- Non Institutions	E-Voting	15831545	2523815	15.9417	2523701	114	99.9955	0.0045
	Poll		103	0.0007	103	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15831545	2523918	15.9423	2523804	114	99.9955	0.0045
Total		102857754	83354535	81.0386	83293788	60747	99.9271	0.0729
Whether resolution is Pass or Not.							Yes	



15.

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve the appointment of Mr. Vishesh Chander Chandiok (DIN: 00016112) as Independent Director 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	53373928	53373928	100	53373928	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	53373928	53373928	100	53373928	0	100	0
Public- Institutions	E-Voting	33652281	27456689	81.5894	26855617	601072	97.8108	2.1892
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	33652281	27456689	81.5894	26855617	601072	97.8108	2.1892
Public- Non Institutions	E-Voting	15831545	2523815	15.9417	2523701	114	99.9955	0.0045
	Poll		103	0.0007	103	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15831545	2523918	15.9423	2523804	114	99.9955	0.0045
Total		102857754	83354535	81.0386	82753349	601186	99.2788	0.7212
Whether resolution is Pass or Not.							Yes	



MT

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve shifting of Registered Office from the "State of Gujarat" to the "State of Maharashtra".				
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	53373928	53373928	100	53373928	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	53373928	53373928	100	53373928	0	100	0
Public-Institutions	E-Voting	33652281	27456689	81.5894	27456689	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	33652281	27456689	81.5894	27456689	0	100	0
Public- Non Institutions	E-Voting	15831545	2523823	15.9417	2523490	333	99.9868	0.0132
	Poll		103	0.0007	103	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15831545	2523926	15.9424	2523593	333	99.9868	0.0132
Total		102857754	83354543	81.0387	83354210	333	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	



1/K

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and authorise issuance of Equity Shares / Other Securities up to Rs. 250 Crore.				
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	53373928	53373928	100	53373928	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	53373928	53373928	100	53373928	0	100	0
Public-Institutions	E-Voting	33652281	27456689	81.5894	27456689	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	33652281	27456689	81.5894	27456689	0	100	0
Public- Non Institutions	E-Voting	15831545	2523823	15.9417	2523703	120	99.9952	0.0048
	Poll		103	0.0007	102	1	99.0291	0.9709
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15831545	2523926	15.9424	2523805	121	99.9952	0.0048
Total		102857754	83354543	81.0387	83354422	121	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	



1/5

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and as per MCA General Circular No. 14/2020 dated 08.04.2020, Circular No. 17/2020 dated 13.04.2020 and Circular No. 20/2020 dated 05.05.2020 ('MCA Circulars')]

The Chairman,

21st Annual General Meeting of the Equity Shareholders of

INOX Leisure Limited

held on Wednesday, September 23, 2020, at 11:00 A.M. (IST)

through Video Conferencing / Other Audio Visual Means ('VC / OAVM')

Dear Sir,

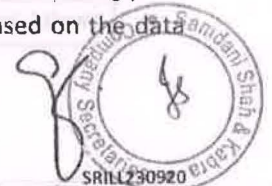
I, S. Samdani, Partner, Samdani Shah & Kabra, Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **INOX Leisure Limited (Company)**, for the purpose of scrutinizing the E-voting process conducted for transacting the business as mentioned in the Notice dated August 05, 2020, convening 21st Annual General Meeting (AGM) of the Equity Shareholders of the Company which was held on September 23, 2020, at 11:00 A.M. Indian Standard Time (IST) through Video Conferencing / Other Audio Visual Means ('VC / OAVM').

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard - 2 on General Meetings issued by the Institute of the Company Secretaries of India, if any, relating to remote E-voting prior to the date of AGM and E-voting process during the AGM.

My responsibility as a Scrutinizer is restricted to give a consolidated Report on votes cast by the members of the Company.

I submit my report as under:

1. The Company had availed the E-voting facility offered by Central Depository Services (India) Limited (CDSL) for providing remote E-voting facility to the Members of the Company prior to AGM as well as during the AGM.
2. Prior to the date of AGM, the remote E-voting facility remained open for 3 days from September 20, 2020, 9:00 A.M. (IST) to September 22, 2020, 5:00 P.M. (IST) and was disabled for voting thereafter.
3. Further, the Company had also provided E-voting facility to the members who attended the AGM through VC / OAVM and had not voted on resolutions through remote E-voting, to cast their vote during the AGM.
4. After the completion of the E-voting process at the AGM, the votes cast through remote E-voting prior to the date of AGM as well as during the AGM were unblocked and downloaded from the E-voting website of CDSL (www.evotingindia.com) at about 11:52 A.M. in the presence of two witnesses – Ms. Iram Shaikh and Ms. Komal Soni, who are not in the employment of the Company.
5. I have scrutinized and reviewed the votes cast by the members through remote E-voting prior to the date of AGM as well as through E-voting process during the AGM, based on the data downloaded from the CDSL website.



702, Ocean, Sarabhai Compound, Near Centre Square Mall, Dr. Vikram Sarabhai Road, Vadodara-390023.

Ph: +91 265 2988933-2311933, 9723462962. E-mail: cssamdani@gmail.com

The consolidated result of the remote E-voting prior to the date of AGM and during the AGM is as under:

Ordinary Resolution No. 1:

To consider and adopt:

- the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2020, the reports of the Board of Directors and Auditors thereon; and
- the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2020 and the report of the Auditors thereon.

Voting Description	No. of Members	No. of valid votes cast by them	Percentage of total number of valid votes cast
Voted in Favour	224	83350211	100.00
Voted Against	7	64	0.00
Total	231	83350275	100.00
Invalid Votes	0	0	0.00

Ordinary Resolution No. 2:

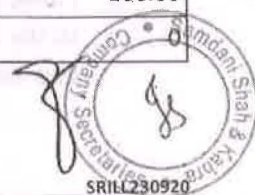
To appoint a Director in place of Mr. Siddharth Jain (DIN: 00030202), who retires by rotation and being eligible, offers himself for reappointment.

Voting Description	No. of Members	No. of valid votes cast by them	Percentage of total number of valid votes cast
Voted in Favour	218	83293788	99.93
Voted Against	13	60747	0.07
Total	231	83354535	100.00
Invalid Votes	0	0	0.00

Ordinary Resolution No. 3:

To consider and approve the appointment of Mr. Vishesh Chander Chandiok (DIN: 00016112) as Independent Director of the Company.

Voting Description	No. of Members	No. of valid votes cast by them	Percentage of total number of valid votes cast
Voted in Favour	221	82753349	99.28
Voted Against	10	601186	0.72
Total	231	83354535	100.00
Invalid Votes	0	0	0.00



702, Ocean, Sarabhai Compound, Near Centre Square Mall, Dr. Vikram Sarabhai Road, Vadodara-390023.

Ph: +91 265 2988933-2311933, 9723462962. E-mail: cssamdani@gmail.com

Special Resolution No. 4:

To consider and approve shifting of Registered Office from the "State of Gujarat" to the "State of Maharashtra".

Voting Description	No. of Members	No. of valid votes cast by them	Percentage of total number of valid votes cast
Voted in Favour	220	83354210	100.00
Voted Against	12	333	0.00
Total	232	83354543	100.00
Invalid Votes	0	0	0

Special Resolution No. 5:

To consider and authorise issuance of Equity Shares / Other Securities up to Rs. 250 Crore.

Voting Description	No. of Members	No. of valid votes cast by them	Percentage of total number of valid votes cast
Voted in Favour	221	83354422	100.00
Voted Against	11	121	0.00
Total	232	83354543	100.00
Invalid Votes	0	0	0.00

Notes:

1. All the figures shown in percentage have been rounded off nearest to two decimal points.
2. All the resolutions were passed with requisite majority.

Thanking you,
Yours Faithfully,

S. Samdani
Partner
Samdani Shah & Kabra
Company Secretaries
CP No. 2863
UDIN: F003677B000754671
Vadodara, September 23, 2020



For INOX Leisure Limited

Parthasarathy Iyengar
Company Secretary

SRILL230920