



To, BSE Limited P J Towers, Dalal Street, Mumbai – 400 001 To, National Stock Exchange of India Limited Exchange Plaza, 5 Floor, Plot No C/1, G Block, Bandra – Kurla Complex, Bandra (East), Mumbai – 400 051

To, Central Depository Services India Limited Phiroze Jeejeebhoy Towers, 17th Floor, Dalal Street, Mumbai – 400 023

Dear Sir / Madam,

Sub: Declaration of Voting Results in respect of Resolutions passed at the 15th
Annual General Meeting of the Company held on 10th September, 2014 and
Postal Ballot conducted by the Company.

We would like to inform you that the 15th Annual General Meeting (AGM) of the Company was held on 10th September, 2014 at Maple Hall, Hotel Express Residency, 18/19, Alkapuri Society, Vadodara – 390 007 wherein the Company had conducted Poll on all the Resolutions from Item Nos. 1 to 8 and 10 to 13 of the Notice of AGM.

We would also like to inform you that the Company had also conducted Postal Ballot in respect of Item No. 9 of the Notice of AGM.

The Voting Results of the Poll conducted at the AGM and the E-voting opted by the Members on all the Resolutions from Item Nos. 1 to 8 and 10 to 13 as mentioned above, based on the report submitted by M/s Samdani Shah & Associates, Practicing Company Secretaries, Vadodara who were Scrutinizers, to the Chairman of the AGM, is enclosed as required under Clause 35A of the Listing Agreement.

The Voting Results in respect of the Postal Ballot conducted for Item No. 9 of the Notice of AGM, based on the report submitted by the M/s Samdani Shah & Associates, Practicing Company Secretaries, Vadodara who were Scrutinizers, to the Board of Directors of the Company, is also enclosed as required under Clause 35A of the Listing Agreement.

The Voting Results are also being placed on the website of the Company www.inoxmovies.com

Thanking you. Yours faithfully,

For Inox Leisure Limited

Miket Shashikant Bahuva Company Secretary & General Manager – Legal

Encl.: as above









Accordance Acc	Date of AGM								
Promoter Group Pro	Total No of Charles						10-Sep-14		
Promoter Group Prom	lotal No of Shareholders on record da	ate					33693		
Accordance Acc	No. of Shareholders present in the me	eeting either in pers	on or through pr	oxy*					1
Promoter Group Action A	(* Based on shareholders registering a	ttendance)							
According Accodding Accodding Acco									
Holders who attended the meeting through Video Conferencing: Ind Promoter Group Use 1 - Adoption of Financial Statements for the year ended 31st March, 2014 - Passed with requisite majority equired: Ordinary Resolution Wo. of shares No. of votes No. of shares No. of votes No. of shares No. of votes No. of shares No. of votes No. of shares No. of votes N	Promoters and Promoter Group						2		
No. of shares No. of votes No.	Public						46		
Holders who attended the meeting through Video Conferencing: Not.1 - Adoption of Financial Statements for the year ended 31st March, 2014 - Passed with requisite majority equired: Ordinary Resolution No. of shares No. of votes Sc of Votes Polled on a transmission of Financial Statements for the year ended 31st March, 2014 - Passed with requisite majority required: Ordinary Resolution No. of shares No. of votes Sc of Votes Polled on a transmission of Financial Statements for the year ended 31st March, 2014 - Passed with requisite majority wellic No. of shares No. of votes Sc of Votes Polled on a transmission of Promoter Group No. of votes No. of votes Polled on a transmission of Promoter Group Adoption of									
Not Applicable Not	No. of Shareholders who attended th	e meeting through V	ídeo Conferenci	ng:					
Not Applicable Not Adoption of Financial Statements for the year ended 31st March, 2014. Passed with requisite majority No. of statements for their sequired. Ordinray Resolution No. of votes No. of v	Promoters and Promoter Group								
Not Applicable Not Applicable Not Applicable Not Applicable	Public						Not Applicable		
No. of shares No. of shares No. of shares No. of votes N							Not Applicable		
Vo. 1 - Adoption of Financial Statements for the year ended 31st March, 2014 - Passed with requisite majority required: Ordinary Resolution No. of shares held No. of votes Polled or Voting (E-voting) No. of Votes - Mo. of Votes in favour against in favour against held No. of Votes polled or Outstanding shares held No. of Votes polled or Outstanding sha				Details	of Agenda				
Mode of Voting (E-voting) ublic No. of shares held No. of votes Solided outstanding shares held % of votes in favour against % of votes in favour spalled outstanding shares held No. of votes polled outstanding shares held % of votes in favour spalled on votes polled outstanding shares held % of votes in favour spalled on votes polled on votes polled outstanding shares held No. of votes polled outstanding shares held <t< td=""><td>Resolution No.: 1 - Adoption of Financ</td><td>ial Statements for th</td><td>e year ended 319</td><td>st March, 2014 - Passed</td><td>with requisite m</td><td>ajority</td><td></td><td></td><td></td></t<>	Resolution No.: 1 - Adoption of Financ	ial Statements for th	e year ended 319	st March, 2014 - Passed	with requisite m	ajority			
ublic No. of shares No. of votes % of votes polled outstanding shares held in tavour outstanding shares No. of votes polled outstanding shares in tavour against % of votes in favour against % of votes in favour outstanding shares in tavour against % of votes in favour against % of votes polled on votes polled or vo	Resolution required: Ordinray Resolut	ion							
vublic No. of shares No. of votes % of Votes Polled outstanding shares In favour against No. of Votes - No. of Votes in favour against % of Votes against (1) (2) (3)=[(2)/(1)]*100 (4) (5) (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100 Ind Promoter Group 46973928 100.00 2258484 0 100.00 0.00 Lutional Holders 2228484 100.00 22653721 128 100.00 0.00 Irs 11856261 100.00 71856133 128 100.00 0.00 Ind Promoter Group 0 0.00 71856133 128 100.00 0.00 Ind Promoter Group 0 0.00 0.00 0.00 0.00 0.00 Intitional Holders 157000 157000 100.00 2141407 0.00 0.00 0.00 Intitional Holders 22298407 2298407 100.00 2141407 0.00 0.00				Mode of Vot	ing (E-voting)				
Held Polled Outstanding shares In favour Against On votes polled Outstanding shares In favour Against Outstanding shares In favour Against Outstanding shares Infavour Against Outstand Ou	Prornoter/Public	No. of shares	No. of votes	% of Votes Polled on	No. of Votes -	No. of Votes -	% of Votes in favour	% of Votes against	
(1) (2) (4) (5) (5) (6)=[(4)/(2)]*100 (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*		peld	polled	outstanding shares (3)=[(2)/(1)]*100	in favour	against	on votes polled	on votes polled	
nd Promoter Group 46973928 46973928 100.00 46973928 0 100.00 0.00 Lutional Holders 2228484 2228484 100.00 2228484 0 100.00 0.00 srs 2263849 22653849 100.00 22653721 128 100.00 0.00 srs 71856261 71856261 100.00 7185633 128 100.00 0.00 nd Promoter Group 0 0 0 0 0 0.00 0.00 utional Holders 157000 157000 100.00 157000 0 0 0.00 0.00 trs 2141407 2141407 100.00 2141407 0 100.00 0.00 0.00 0.00 srs 2298407 2298407 100.00 74154540 128 100.00 0.00 0.00		<u> </u>	(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100	
Lutional Holders 2228484 2228484 100.00 2228484 0 100.00 0.00 Irs 22653849 22653849 100.00 22653721 128 100.00 0.00 Irs 71856261 71856261 100.00 71856133 128 100.00 0.00 Indicated Group 0	Promoters and Promoter Group	46973928	46973928	100.00	46973928	C	100.00	c c	
riss 22653849 22653849 100.00 22653721 128 100.00 0.00 nd Promoter Group 0 0 0.00 0 0 0 0.00 utional Holders 157000 157000 157000 157000 157000 157000 0 <th< td=""><td>Public - Institutional Holders</td><td>2228484</td><td>2228484</td><td>100.00</td><td>2228484</td><td>0</td><td>100.00</td><td>0.00</td><td></td></th<>	Public - Institutional Holders	2228484	2228484	100.00	2228484	0	100.00	0.00	
nd Promoter Group 0 0 0.00 0	Public - Others	22653849	22653849	100.00	22653721	128	100.00	000	
Mode of Voting (Poll) nd Promoter Group 0 0.00 0 0.00	Total (A)	71856261	71856261	100.00	71856133	128	100.00	0.00	
nd Promoter Group 0 0 0.00 0 0 0.00 <t< td=""><td></td><td></td><td></td><td>Mode of V</td><td>oting (Doll)</td><td></td><td></td><td></td><td></td></t<>				Mode of V	oting (Doll)				
Lutional Holders 157000 157000 157000 157000 0 0.00 173 2141407 2141407 100.00 2141407 0 100.00 0.00 173 2298407 2298407 100.00 2298407 0 100.00 0.00 17454668 74154668 100.00 74154540 128 100.00 0.00	Promoters and Promoter Group	0	0	0.00	0	C	000	000	
strs 2141407 2141407 100.00 2141407 0 100.00 0.00 2298407 2298407 100.00 2298407 0 100.00 0.00 74154668 74154668 74154668 100.00 74154540 128 100.00 0.00	Public - Institutional Holders	157000	157000	100.00	157000	0	100.00	00.00	
2298407 2298407 100.00 2298407 0 100.00 0.00 74154668 74154668 74154540 74154540 128 100.00 0.00	oublic - Others	2141407	2141407	100.00	2141407	0	100.00	0.00	L
74154668 74154668 100.00 74154540 128 100.00 0.00	otal (B)	2298407	2298407	100.00	2298407	0	100.00	0.00	IV
74154668 74154668 100.00 74154540 128 100.00	Security (A. D)								E
	result (A+b)	74154668	74154668	100.00	74154540	128	100.00	0.00	T

For INOX LEISURE LIMITED

And Answers Secretary & General Manager — Legal

Resolution No.: 2 - To appoint a Director in place of Mr. Pavan Jain (DIN: 00030098), who retires by rotation and being eligible, offers himself for re-appointment. - Passed with requisite majority Resolution required: Ordinray Resolution

against (5)				Mode of Voting (E-voting)	ing (E-voting)			
nd Promoter Group 46973928 4697328 4697328 4697328 4697328 4697328 4697328 4697328 4697328 4697328	Prornoter/Public	No. of shares held		% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100		Taranta and the same of the sa	% of Votes in favour on votes polled	% of Votes against on votes polled
tutional Holders 3348215 100.00 46973928 tutional Holders 3348215 3348215 100.00 2530953			(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
tutional Holders 3348215 3348215 100.00 2530953 ers 22653849 22653849 100.00 22653521 72975992 100.00 72158402	Promoters and Promoter Group	46973928	46973928	100.00	46973928	0	100.00	0.00
ers 22653849 22653849 100.00 22653521 res 72975992 72975992 100.00 72158402 nd Promoter Group 0 0 0.00 0 0 tutional Holders 157000 157000 157000 157000 157000 res 2141407 2141407 100.00 2141407 2298407 75274399 75274399 75274399 75274399 75274399	Public - Institutional Holders	3348215	3348215	100.00	2530953	817262	75.59	24.41
nd Promoter Group 0 0 0.00 157000 157000 157000 2141407 100.00 22298407 rs 75274399 75274399 100.00 74456809 74456809	Public - Others	22653849	22653849	100.00	22653521	328	100.00	0.00
nd Promoter Group 0 0 0.00 0 Lutional Holders 157000 157000 157000 157000 Irs 2141407 2141407 2141407 2141407 Irs 2298407 100.00 2298407 75274399 75274399 100.00 74456809	Total (A)	72975992	72975992	100.00	72158402	817590	98.88	1.12
Mode of Voting (Poll) Mode of Voting (Poll) nd Promoter Group 0 0 0.00 0 tutional Holders 157000 157000 157000 157000 ers 2141407 2141407 100.00 2141407 2298407 2298407 100.00 2298407								
Ind Promoter Group 0 0 0.00 0.00 0 0.00 tutional Holders 157000 157000 100.00 157000 157000 100.00 2141407 100.00 2141407 2298407 100.00 2298407 75274399 100.00 74456809				Mode of Vc	oting (Poll)			
tutional Holders 157000 157000 100.00 1570000 157000 157000 157000 157000 157000 157000 157000 157000 1570000 157000 157000 157000 157000 157000 157000 157000 157000 1570000 157	Promoters and Promoter Group	0	0	0.00	0	0	0.00	0.00
FIS 2141407 2141407 100.00 2141407 2298807 2298407 2298407 2298407 2298407 2298407 2298407 2298407 2298407 229	Public - Institutional Holders	157000	157000	100.00	157000	0	100.00	0.00
2298407 2298407 100.00 2298407	Public - Others	2141407	2141407	100.00	2141407	0	100.00	0.00
75274399 75274399 100.00 74456809	Total (B)	2298407	2298407	100.00	2298407	0	100.00	0.00
75274399 75274399 100.00 74456809								
	Result (A+B)	75274399	75274399	100.00	74456809	817590	98.91	1.09

			Mode of Voti	Mode of Voting (E-voting)			4	Т
Prornoter/Public	No. of shares	No. of votes	% of Votes Polled on	No. of Votes -	No. of Votes -	% of Votes in favour	% of Votes against	T
	held	polled	outstanding shares (3)=[(2)/(1)]*100	in favour	against	on votes polled	on votes polled	
	(1)	(2)	Ē	(4)			(7)=[(5)/(2)]*100	
Table 11 to 10 to					(5)	(6)=[(4)/(2)]*100		
Promoters and Promoter Group	46973928	46973928	100.00	46973928	0	100.00	0.00	Γ
Public - Institutional Holders	3348215	3348215	100.00	2530953	817262	75.59	24.41	Т
Public - Others	22653849	22653849	100.00	22653621	228	100.00	00.0	T
Total (A)	72975992	72975992	100.00	72158502	817490	98.88	1.12	
			Mode of Voting (Poll)	oting (Poll)				
Promoters and Promoter Group	0	0	0.00	0	0	0.00	000	V
Public - Institutional Holders	157000	157000	100.00	157000	0	100.00	000	
Public - Others	2141407	2141407	100.00	2141407	0	100.00	000	
Total-(B), DE	2298407	2298407	100.00	2298407	0	100:00		IE.
VICE CIMILIED								
Result (A+B)	75274399	75274399	100.00	74456909	817490	98.91	1.09	
								X
Shashikant Bahuva								E
pany Secretary &								A
Manager								
c - regai								

Miket Shashikant Bahuva General Manager — Legal Company Secretary & For INOX

Resolution No.: 4 - To appoint Auditors to I old office from the conclusion of this Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration. - Passed with Resolution required: Ordinray Resolution requisite majority

			Mode of Voting (E-voting)	ng (E-voting)			
Prornoter/Public	No. of shares	No. of votes	% of Votes Polled on	No. of Votes -	No. of Votes -	% of Votes in favour	% of Votes against
	held	polled	outstanding shares (3)=[(2)/(1)]*100	in favour	against	on votes polled	on votes polled
	Ð	(2)		(4)	ij	001*(101/101/101	(7)=[(5)/(2)]*100
Promoters and Promoter Group	46973928	46973928	100.00	46973928	0	100.00	00.0
Public - Institutional Holders	2228484	2228484	100.00	2228484	0	100.00	0.00
Public - Others	22653849	22653849	100.00	22653721	128	100.00	000
Total (A)	71856261	71856261	100.00	71856133	128	100.00	0.00
		Miles San Street	Mode of Voting (Poll)	ting (Poll)			
Promoters and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public - Institutional Holders	157000	157000	100.00	157000	0	100.00	0.00
Public - Others	2141407	2141407	100.00	2141407	0	100.00	0.00
Total (B)	2298407	2298407	100.00	2298407	0	100.00	0.00
Result (A+B)	74154668	74154668	100.00	74154540	128	100.00	0.00
							2010

			Mode of Voting (E-voting)	ng (E-voting)			
Prornoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
Promoters and Promoter Group	46973928	46973928	100.00	46973928	0	100.00	0:00
Public - Institutional Holders	2228484	2228484	100.00	1411222	817262	63.33	36.67
Public - Others	22653849	22653849	100.00	22653471	378	100.00	0.00
Total (A)	71856261	71856261	100.00	71038621	817640	98.86	1.14
			Mode of Voting (Poll)	ting (Poll)			
Promoters and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public - Institutional Holders	157000	157000	100.00	0	157000	0.00	100.00
Public - Others	2141407	2141407	100.00	2141407	0	100.00	0.00
For INOX (EISURE LIMITED	2298407	2298407	100.00	2141407	157000	93.17	6.83
Result (A+B)	74154668	74154668	100.00	73180028	974640	69.86	1.31

General Manager - Legal Miket Shashikant Bahuva Company Secretary &

Resolution No.: 6 - To appoint Mr. Amit Jatia (DIN: 00016871) as an Independent Director of the Company - Decod with possibility	Jatia (DIN: 0001687	71) as an Indener	Ident Director of the Con	- Doceon	with roomicito majorita			Γ
Resolution required: Ordinray Resolution	n			nace	with equipmental majority			Т
			Mode of Voting (E-voting)	ng (E-voting)				Т
Prornoter/Public	No. of shares	No. of votes	% of Votes Polled on	No. of Votes - No. of Votes -	No. of Votes -	% of Votes in favour	% of Votes against	Г
	held	polled	outstanding shares (3)=[(2)/(1)]*100	in favour	against	on votes polled	on votes polled	
	(T)	(2)		(4)			(7)=[(5)/(2)]*100	- 55
					(5)	(6)=[(4)/(2)]*100		
Promoters and Promoter Group	46973928	46973928	100.00	46973928	0	100.00	0.00	Ι
Public - Institutional Holders	3348215	3348215	100.00	2530953	817262	75.59	24.41	1
Public - Others	22653849	22653849	100.00	22653471	378	100.00	0.00	Т
Total (A)	72975992	72975992	100.00	72158352	817640	98.88	1.12	Γ
								Т
			Mode of Voting (Poll)	oting (Poll)				Ī
Promoters and Promoter Group	0	0	0.00	0	0	00.0	00.0	Т
Public - Institutional Holders	157000	157000	100.00	157000	0	100.00	00.0	Т
Public - Others	2141407	2141407	100.00	2141407	0	100.00	000	Τ
Total (B)	2298407	2298407	100.00	2298407	0	100.00	0.00	
								T
Result (A+B)	75274399	75274399	100%	74456759	817640	98.91	1.00	T
				The state of the s		10:00	70.7	-

Resolution No.: 7 - To appoint Mr. Kishore Biyani (DIN: 00005740) as an Independent Director of the Company Passed with requisite mainrity	ore Biyani (DIN: 000	05740) as an Ind	ependent Director of the	Company Pass	sed with requisite majori	1		Γ
Resolution required: Ordinray Resolution	on		100					
			Mode of Voting (E-voting)	ng (E-voting)				T
Prornoter/Public	No. of shares	No. of votes	% of Votes Polled on	No. of Votes -	No. of Votes -	% of Votes in favour	% of Votes against	Τ
	held	polled	outstanding shares (3)=[(2)/(1)]*100	in favour	against	on votes polled	on votes polled	
	(1)	(2)		(4)			(7)=[(5)/(2)]*100	
10 (10 (10 (10 (10 (10 (10 (10 (10 (10 ((5)	(6)=[(4)/(2)]*100		
Promoters and Promoter Group	46973928	46973928	100.00	46973928	0	100.00	0.00	
Public - Institutional Holders	3348215	3348215	100.00	3348215	0	100.00	00:0	T
Public - Others	22653849	22653849	100.00	22653471	378	100.00	000	T
Total (A)	72975992	72975992	100.00	72975614	378	100.00	0.00	T
								T
			Mode of Voting (Poll)	oting (Poll)				Τ
Promoters and Promoter Group	0	0	0.00	0	0	0.00	000	Τ
Public - Institutional Holders	157000	157000	100.00	157000	0	100.00	0.00	L
Public - Others	2141407	2141407	100.00	2141407	0	100.00	0.00	V
Total (B)	2298407	2298407	100.00	2298407	0	100.00	0.00	E
	N. ORANGE PROPERTY.							TI
Wester (A+B)	75274399	75274399	100.00	75274021	378	100.00	0.00	IE

For INOX LENGTHE LIMITED

General Manager - Legal Miket Shashikant Bahuva Company Secretary &

Resolution No.: 8 - To approve borrowing of money in excess of Paid-Up Capital and Free Reserves of the Company as permitted under Section 180 (1) (c) of the Companies Act, 2013. - Passed with requisite majority
Resolution required: Special Resolution

8 (5) 0 (5) 0 (5) 0 (7) 266 0 (9) 0				Mode of Voting (E-voting)	ng (E-voting)			
Ind Promoter Group 46973928 46973928 46973928 46973928 100.00 46973928 0 Intional Holders 3348215 3348215 100.00 3348215 0 Instance Group 73598533 73598533 100.00 73598267 266 Ind Promoter Group 0 0 0.00 0 0 Intional Holders 157000 157000 100.00 157000 0 Instance Group 0 0 0.00 0 0 0 Intional Holders 2141407 2141407 100.00 2141407 0 0 Instance Group 75896940 75896940 100.00 2298407 0 0	rornoter/Public	No. of shares held		% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	i,	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
nd Promoter Group 46973928 46973928 100.00 46973928 0 tutional Holders 3348215 3348215 100.00 3348215 0 irs 23276390 23276390 100.00 23276124 266 irs 73598533 73598533 100.00 73598267 266 nd Promoter Group 0 0 0.00 0 0 tutional Holders 157000 157000 100.00 157000 0 irs 2141407 2141407 100.00 2141407 0 irs 2298407 2298407 0 0 75896940 75896940 100.00 75896674 266		(1)	(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Lutional Holders 3348215 3348215 3348215 3348215 3348215 0 Irs 23276390 23276390 100.00 23276124 266 266 Irs 73598533 73598533 100.00 73598267 266 266 Ind Promoter Group 0 0 0.00 0 0 0 Intional Holders 157000 157000 160.00 157000 0 0 Irs 2141407 2141407 100.00 2141407 0 0 Irs 2298407 2298407 100.00 2298407 0 0 Irs 75896940 75896674 2598674 266 6 6	romoters and Promoter Group	46973928	46973928	100.00	46973928	0	100.00	0.00
ris 23276390 23276390 100.00 23276124 266 266 23276124 266 </td <td>ublic - Institutional Holders</td> <td>3348215</td> <td>3348215</td> <td>100.00</td> <td>3348215</td> <td>0</td> <td>100.00</td> <td>0.00</td>	ublic - Institutional Holders	3348215	3348215	100.00	3348215	0	100.00	0.00
nd Promoter Group 0 0 0.00 0	ublic - Others	23276390	23276390	100.00	23276124	266	100.00	0.00
Mode of Voting (Poll) Mode of Voting (Poll) nd Promoter Group 0 0.00 0 0 Lutional Holders 157000 157000 157000 0 0 rs 2141407 2141407 100.00 2141407 0 rs 2298407 2298407 100.00 2298407 0 75896940 75896940 100.00 75896674 266	otal (A)	73598533	73598533	100.00	73598267	266	100.00	0.00
Mode of Voting (Poll) Mode of Voting (Poll) nd Promoter Group 0 0 0.00 0 tutional Holders 157000 157000 157000 0 0 rs 2141407 2141407 100.00 2141407 0 rs 2298407 2298407 100.00 2298407 0 75896940 75896940 100.00 75896674 266								
nd Promoter Group 0 0 0.00 0 0 tutional Holders 157000 157000 157000 0 0 srs 2141407 2141407 100.00 2141407 0 srs 2298407 2298407 100.00 2298407 0 75896940 75896940 100.00 75896674 266				Mode of Vo	oting (Poll)			
tutional Holders 157000 157000 100.00 157000 0 0	omoters and Promoter Group	0	0	0.00	0	0	00'0	000
ITS 2141407 2141407 100.00 2141407 0 2298407 2298407 100.00 2298407 0 75896940 75896940 100.00 75896674 266	ublic - Institutional Holders	157000	157000	100.00	157000	0	100.00	0.00
2298407 2298407 100.00 2298407 0 75896940 75896940 100.00 75896674 266	iblic - Others	2141407	2141407	100.00	2141407	0	100.00	0:00
75896940 75896940 100.00 75896674 266	otal (B)	2298407	2298407	100.00	2298407	0	100.00	0.00
75896674 75896674 266	(A+D)	Caccocar						
	esuit (A+B)	75896940	75896940	100.00	75896674	266	100.00	0.00

			Mode of Voting (E-voting)	ng (E-voting)				T
Prornoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled	
	(1)	(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100	
Promoters and Promoter Group	46973928	46973928	100.00	46973928	0	100.00	0.00	Γ
Public - Institutional Holders	2748215	2748215	100.00	2748215	0	100.00	0.00	T
Public - Others	23299183	23299183	100.00	23296389	2794	66.66	0.01	
Total (A)	73021326	73021326	100.00	73018532	2794	100.00	0.00	П
								L
			Mode of Voting (Postal Ballot)	(Postal Ballot)				11
Promoters and Promoter Group	0	0	0.00	0	0	0.00	00.0	E
Public - Institutional Holders	0	0	0.00	0	0	0.00	0.00	T
Public - Others	296087	296087	100.00	295809	278	99.91	60.0	H
Total (B)	296087	296087	100.00	295809	278	99.91	60.0	
LEISURE LIMITED								M
(A+B)	73317413	73317413	100.00	73314341	3072	100.00	0.00	φ
4							2000	Y

General Manager — Legal Company Secretary &

Result (A+B)
Proved
Miket Shashikant Bahuva

Resolution No.: 10 - To confirm appointment of M/s. Y. S. Thakar, as Cost Auditor of the Company for the Financial Year 2014-15 and to fix their remuneration. - Passed with requisite majority Resolution

Prornoter/Public h	No. of shares held	No. of votes	% of Votes Polled on No of Votes			- 1 - 1 1 - 1 - 7 · 0	
D		polled		No. of Votes - in favour	No. of Votes - against	% or votes in tavour on votes polled	% of Votes against on votes polled
	(1)	(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
Promoters and Promoter Group	46973928	46973928	100.00	46973928	0	100.00	0.00
Public - Institutional Holders	3348215	3348215	100.00	3348215	0	100.00	0.00
Public - Others	22653849	22653849	100.00	22653621	228	100.00	00.0
Total (A)	72975992	72975992	100.00	72975764	228	100.00	0.00
			Mode of Voting (Poll)	ting (Poll)			
Promoters and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public - Institutional Holders	157000	157000	100.00	157000	0	100.00	0.00
Public - Others	2141407	2141407	100.00	2141407	0	100.00	00:0
Total (B)	2298407	2298407	100.00	2298407	0	100.00	0.00
Docult (A+D)	COCATOR	0000					
court (ATD)	152/4399	152/4399	100.00	75274171	228	100.00	0.00

Resolution No.: 11 - To approve existing transaction with Related Party and also to renew the same from time to time at any time in future, under Section 188 of the Companies Act, 2013. - Passed

Mode of Voting (E-voting) with requisite majority
Resolution required: Special Resolution

				Mode of Vot	Mode of Voting (E-voting)				
Pr	Prornoter/Public	No. of shares	No. of votes	% of Votes Polled on	No. of Votes -	No. of Votes -	% of Votes in favour	% of Votes against	Т
		held	polled	outstanding shares	in favour	against	on votes polled	on votes nolled	
		9		(3)=[(2)/(1)]*100					
		(1)	(2)		(4)			(7)=[(5)/(2)]*100	-10
		000000000000000000000000000000000000000				(5)	(6)=[(4)/(2)]*100		
JA STA	Promoters and Promoter Group	46973928	46973928	100.00	46973928	0	0.00	0.00	Г
3	Public - Institutional Holders	2228484	2228484	100.00	1411222	817262	63.33	36.67	T
Pul	Public - Others	22653849	22653849	100.00	22653613	236	100.00	0.00	T
To.	rotal (A)	71856261	71856261	100.00	71038763	817498	98.86	1.14	Ť
									Т
				Mode of Voting (Poll)	oting (Poll)				T
잂	Promoters and Promoter Group	0	0	00:00	0	0	0.00	000	
Put	Public - Institutional Holders	157000	157000	100.00	157000	0	100.00	000	
	Public - Others	2141407	2141407	100.00	2141407	0	100.00	00.0	V
For INOX LE	For INOX LEPSIUME LIMITED	2298407	2298407	100.00	2298407	0	100.00	000	
8								200	THE REAL PROPERTY.
Res	Result (A+B)	74154668	74154668	100.00	73337170	817498	98.90	1.10	7
2									p.
Miket Shash	ikant Bahuva								
Company	Company Secretary 2								F
Character Man	Control Manager								4
Octicial Wall	ayer — Legal								N. I.
									CONTRACTOR OF THE PARTY OF THE

Resolution No.: 12 - To er ter into the fresh transactions and to renew the transactions from time to time in future, with the Related Parties, under Section 188 of the Companies Act, 2013. - Passed with requisite majority
Resolution required: Special Resolution

			Mode of Voting (E-voting)	ng (E-voting)			
Prornoter/Public	No. of shares No. of vote held polled	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
Promoters and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public - Institutional Holders	3348215	3348215	100.00	2530953	817262	75.59	24.41
Public - Others	220140	220140	100.00	219904	236	68.86	0.11
Total (A)	3568355	3568355	100.00	2750857	817498	77.09	22.91
			Mode of Voting (Poll)	ting (Poll)			
Promoters and Promoter Group	0	0	0.00	0	0	000	000
Public - Institutional Holders	157000	157000	100.00	157000	0	100.00	00.0
Public - Others	1816876	1816876	100.00	1816876	0	100.00	000
Total (B)	1973876	1973876	100.00	1973876	0	100.00	0.00
Docult (AAB)	***************************************						
result (Atb)	5542231	5542231	100.00	4724733	817498	85.25	22.91

urities Passed with requisite majority	
Resolution No.: 13 - Private Placement of Non-convertible Debentures and/or other Debt	Resolution required: Special Resolution

			Mode of Voting (E-voting)	ing (E-voting)				_
Prornoter/Public	No. of shares No. of votes	No. of votes	% of Votes Polled on	No. of Votes -	No. of Votes -	% of Votes in favour	% of Votes against	1
	held	polled	outstanding shares	in favour	against	on votes polled	on votes polled	
			(3)=[(2)/(1)]*100					
	(1)	(2)		(<u>4</u>)	(6)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100	
Promoters and Promoter Group	46973928	46973928	100.00	46973928	0	100 00		_
Public - Institutional Holders	3348215	3348215	100.00	3348215	0	100.00	000	_
Public - Others	22653849	22653849	100.00	22653583	266	100.00	00.0	_
Total (A)	72975992	72975992	100.00	72975726	266	100.00	0.00	-
			Mode of Voting (Poll)	oting (Poll)				
Promoters and Promoter Group	0	0	0.00	0	U	000	000	
Public - Institutional Holders	157000	157000	100.00	157000	0	100.00	00.0	J
Public - Others	2141407	2141407	100.00	2141407	0	100.00	00.0	
Cor INCV Total (B)	2298407	2298407	100.00	2298407	0	100 001	0000	
NOV LEISONE LIMITED						20000	0000	-
Result (A+B)	75274399	75274399	100.00	75274133	266	100.00	000	4
Miket Sheehilvent Dohmon								
Company Secretary &							16	
General Manager — Legal							•	A
								MAN

103, Tanishq, Opp. SBI Urmi Branch, Productivity Road, Vadodara - 390 020.

Ph.: +91 265 3054015, 2330583, 2321494, (M) 94234 62962 Email: samdanics@gmail.com, cssamdani@gmail.com

Web: www.samdanishah.com

Scrutinizers' Report

[Pursuant to section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

The Chairman

15th Annual General Meeting of the Equity Shareholders of Inox Leisure Limited,
to be held on 10th day of September, 2014 at 11.00 am,
At Maple Hall, Hotel Express Residency,
18/19 Alkapuri Society,
Vadodara- 390007

Dear Sir,

- I, S. Samdani, Partner of M/s. Samdani Shah & Associates, Company Secretaries, having office at 103 Tanishq Complex, Opp. SBI Urmi Branch, Productivity Road, Vadodara-390020, have been appointed as Scrutinizer of Inox Leisure Limited ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the 15th Annual General Meeting of the Equity Shareholders of Inox Leisure Limited, to be held on 10th Day of September, 2014 at 11:00 am at Maple Hall, Hotel Express Residency, 18/19 Alkapuri Society, Vadodara-390007. I submit the report as under:
- 1. The e-voting period remained open from 3rd September, 2014, 9.00 a.m. to 5th September, 2014, 6.00 p.m.
- 2. The shareholders holding shares as on the "cut off" date i.e. 25th July, 2014 were entitled to vote on the proposed resolutions (Item No. 1 to 13 except item no. 9 as set out in the Notice of the 15th AGM of the Inox Leisure Limited).
- 3. The votes were unblocked on 5th September, 2014 around 6:30 p.m. in the presence of two witnesses Ms. Ankita Parmar and Mr. Keval Thakkar who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Ms. Ankita Parmar

Name: Mr. Keval Thakkar

4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e voting website of Central Depository Systems Limited (http://evotingindia.co.in): - Annexure - A

- 5. The results of the e-voting for Resolutions passed are as under:
 - 1. Adoption of Financial Statement for the year ended on 31st March, 2014.
 - (i) Voted in favour of the resolution:

Number	of members	voted	Number of votes cast in	% of total number	of
through	electronic	voting	favour of resolution	valid votes cast	
system					
	62		7,18,56,133	100%	

(ii) Voted against the resolution:

Number	of members	voted	Number	of	votes	cast	%	of	total	number	of
through	electronic	voting	against th	ne re	solution	1	va	lid v	otes c	ast	
system							y p				
	2			12	8				0.0	0%	

(iii) Invalid Votes(IV)/ Not Voted(NV):

Total number of members whose votes were IV/NV	Total number of votes
6(NV)	17,42,272

- 2. Re-appointment of Mr. Pavan Jain, as director, who retires by rotation.
 - (i) Voted in favour of the resolution:

1		Number of votes cast in favour of resolution	% of total number valid votes cast	of
	63	7,21,58,402	98.88%	

(ii) Voted against the resolution:

Number	of members	voted	Number	of	votes	cast	%	of	total	number	of
through	electronic	voting	against th	ne re	solution	1	va	lid v	otes c	ast	
system			1			- Leven and	in the		COCC. VILLER	No seed in	
	6			8,17	.590				1.1	.2%	

Total number of members whose votes were IV/NV	Total number of votes
1(NV)	6,22,541



3. Re-appointment of Mr. Vivak Jain, as a director, who retires by rotation.

(i) Voted in favour of the resolution:

Number	of members	voted	Number of votes cast in	% of total number	of
through	electronic	voting	favour of resolution	valid votes cast	
system					
	63		7,21,58,502	98.88%	

(ii) Voted against the resolution:

Number	of members	voted	Number	of	votes	cast	%	of	total	numbe	r of
through	electronic	voting	against th	ne re	solution	1	va	lid v	otes c	ast	
system											
	6			8,17,	490				1.1	2%	

(iii) Invalid Votes (IV)/ Not Voted(NV):

Total number of members whose votes were IV/NV	Total number of votes	
1(NV)	6,22,541	

4. Appointment of Independent Auditors and fixing their remuneration.

(i) Voted in favour of the resolution:

Number through		Number of votes cast in favour of resolution	% of total number valid votes cast	of
system				
	62	7,18,56,133	100%	

(ii) Voted against the resolution:

Number	of members	voted	Number	of	votes	cast	%	of	total	number	of	
through	electronic	voting	against the resolution					valid votes cast				
system												
	128					0.00%						

Total number of members whose votes were IV/NV		Total number of votes	
6(NV)		17,42,272	



5. Appointment of Mr. Haigreve Khaitan as an Independent Director for a term of 5 years.

(i) Voted in favour of the resolution:

Number	of members	voted	Number of votes cast in	% of total numbe	of
through	electronic	voting	favour of resolution	valid votes cast	
system					
	57		7,10,38,621	98.86%	

(ii) Voted against the resolution:

Number	of members	voted	Number	of	votes	cast	%	of	total	number	of	
through	electronic	voting	against the resolution					valid votes cast				
system												
		640			1.1	4%						

(iii) Invalid Votes (IV)/ Not Voted (NV):

Total number of members	Total number of votes	
whose votes were IV/NV		
6(NV)	17,42,272	

6. Appointment of Mr. Amit Jatia as an Independent Director for a term of 5 years.

(i) Voted in favour of the resolution:

Number	of members	voted	Number of votes cast in	% of total number	of
through	electronic	voting	favour of resolution	valid votes cast	
system					
	62		7,21,58,352	98.88%	

(ii) Voted against the resolution:

Number	of members	voted	Number	of	votes	cast	%	of	total	number	of
through	electronic	voting	against the resolution				va				
system		3.0					100		-	I The second second	
19	7			8,17,	640	A SALE			1.1	2%	

6,22,541



7. Appointment of Mr. Kishore Biyani as an Independent Director for a term of 5 years.

(i) Voted in favour of the resolution:

Number	of members	voted	Number of votes cast in	% of total number	of		
through system	electronic	voting	favour of resolution	valid votes cast			
64			7,29,75,614	100%			

(ii) Voted against the resolution:

Number	of members	voted	Number	of	votes	cast	%	of	total	number	of
through	electronic	voting					valid votes cast				
system											
		8			0.0	0%					

(iii) Invalid Votes (IV)/ Not Voted (NV):

Total number of members whose votes were IV/NV	Total number of votes	
1(NV)	6,22,541	

8. To reconfirm authority to Board of Directors for borrowings up to Rs 1000 Crore.

(i) Voted in favour of the resolution:

Number	of members	voted	Number of votes cast in	% of total number	of
through	electronic	voting	favour of resolution	valid votes cast	
system			I I	A distribution of the same	
	64		7,35,98,267	100%	

(ii) Voted against the resolution:

1	of members electronic			1		I	of
	6		266		0.0	00%	

Total number of members	Total number of votes
whose votes were IV/NV	



9. Postal Ballot Resolution

10. To approve remuneration to be paid to M/s Y. S. Thakar, Cost Auditor of the Company

(i) Voted in favour of the resolution:

Number through	of members electronic	voted voting	Number of votes cast in favour of resolution	% of total number valid votes cast	of
System	65		7,29,75,764	100%	

(ii) Vote d against the resolution:

Number	of members	voted	Number	of	votes	cast	%	of	total	number	of
through	electronic	voting	against the resolution				valid votes cast				
system					45		C21.528		il.		
	228					0.00%					

(iii) Invalid Votes(IV)/ Not Voted(NV):

Total number of members	Total number of votes
whose votes were IV/NV	
1(NV)	6,22,541
2(111)	

11. To authorize the Board of Directors to continue with existing and also to renew transaction with the Related Party.

(i) Voted in favour of the resolution:

Number through system		Number of votes cast in favour of resolution	% of total number valid votes cast	of
	57	7,10,38,763	98.86%	7

(ii) Voted against the resolution:

Number	of	members	voted	Number	of	votes	cast	%	of	total	number	of
through system	e	ectronic	voting	against th	ne re	solution	า	valid votes cast				
A District	- 1111	7			8,17	498				1.1	4%	-

Total number of members whose votes were IV/NV	Total number of votes
6(NV)	17,42,272



- 12. To authorize the Board of Directors to enter into fresh transaction and renewal of existing related party transactions.
 - (i) Voted in favour of the resolution:

Number	of members	voted	Number of votes cast in	% of total number	of
through	electronic	voting	favour of resolution	valid votes cast	
system					
	50		27,50,857	77.09%	

(ii) Voted against the resolution:

Number	of members	voted	Number	of	votes	cast	%	of	total	number	of	
through	electronic	voting	against the resolution					valid votes cast				
system												
	8,17,498					22.91%						

(iii) Invalid Votes(IV)/ Not Voted(NV):

Total number of members	Total number of votes	
whose votes were IV/NV		
13(NV)	7,00,30,178	

- 13. To authorize the Board of Directors to make an offer(s) or invitation(s) for subscription of Non-Convertible Debentures including but not limited to Subordinated Debentures, bonds, and/or other debt securities, etc on Private Placement basis.
 - (i) Voted in favour of the resolution:

through		Number of votes cast in favour of resolution	% of total numbe valid votes cast	r of
system				
	63	7,29,75,726	100%	

(ii) Voted against the resolution:

Number	of members	voted	Number	of	votes	cast	%	of	total	number	of
through	electronic	voting	against th	ne re	solution	1	va	lid v	otes c	ast	
system											
	6			26	6				0.0	0%	

Total number of members whose votes were IV/NV	Total number of votes	
1(NV)	6,22,541	SHAH & A.O.





6. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

S. Samdani Partner Samdani Shah & Asso. Company Secretaries COP # 2863 Membership # 3677

Place: Vadodara Dated: 08.09.2014

9/8/14



CDSL eVoting System



- Home
- About Us
- Group Sites
 CDSL
 - o CVL
 - Registration
- Help
- · Contact Us
- · Terms of Use

+	A	000	M	

Manage Users

You will be redirected to a new page after 1800 seconds of inactivity. Welcome admin Loqout

Affocate Functional Users

Ballot Details

EVSN

EVSN Inquiry Voting Result as of today.

Entry	
Cital	EVSN
Upload	ISIN
Al	Nominal Value
Check File Status	Voting Rights
Ballot Details	Total Folios Vol

	140728001 for INOX LEISURE LIMITED
	INE312H01016:INOX LEISURE LIMITED
	10
	1
ed	70

Ballot Details	Total Folios Voted		70	
Finalise Yoting	Res No.	9		Total
Report	1	71856133 (74.49%)	128 (0.00%)	71856261
Vote Verification	2	72158402 (74.81%)	817590 (0.85%)	72975992
Ct D	3	72158502 (74.81%)	817490 (0.85%)	72975992
Change Password	4	71856133 (74.49%)	128 (0.00%)	71856261
	5	71038621 (73.65%)	817640 (0.85%)	71856261
	6	72158352 (74.81%)	817640 (0.85%)	72975992
	7	72975614 (75.66%)	378 (0.00%)	72975992
	8	73598267 (76.30%)	266 (0.00%)	73598533
	10	72975764 (75.66%)	228 (0.00%)	72975992
	11	71038763 (73,65%)	817498 (0.85%)	71856261
	12	2750857 (2.85%)	817498 (0.85%)	3568355
	13	72975726 (75,66%)	266 (0.00%)	72975992

© Copyright 2013, All rights reserved with Central Depository Services (India) Limited, India Best view ad in IE-6.0 & above, Resolution 1024 x 768 pixels or higher.

Home | About Us | COSL | CVL | Help | Contact us | Terms of Use Site Last Updated on: September 39, 2011 | 11-55



103, Tanishq, Opp. SBI Urmi Branch, Productivity Road, Vadodara - 390 020.

Ph.: +91 265 3054015, 2330583, 2321494, (M) 94234 62962 Email: samdanics@gmail.com, cssamdani@gmail.com Web www.samdanishah.com

Form No. MGT- 13

Scrutinizers' Report

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

The Chairman 15thAnnual General Meeting of the Equity Shareholders of Inox Leisure Limited. held on 10th day of September, 2014 at 11.00 am, At Maple Hall, Hotel Express Residency, 18/19 Alkapuri Society, Vadodara- 390007

Dear Sir,

- I, Ankita Parmar, Partner of M/s Samdani Shah & Associates, Company Secretaries, having office at 103 Tanishq Complex, Opp. SBI Urmi Branch, Productivity Road, Vadodara - 390020, appointed as a Scrutinizer of Inox Leisure Limited, ("the Company") for the purpose of poll taken on the below mentioned resolution(s), at the 15th Annual General Meeting of the Equity Shareholders of Inox Leisure Limited, held on 10th day of September, 2014 at 11.00 a.m. at Maple Hall, Hotel Express Residency, 18/19 Alkapuri Society, Vadodara- 390007. I submit the report as under:
- 1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
- 2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
- 3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 4. The result of the poll is as under:
 - 1. Adoption of Financial Statements for the year ended on 31st March, 2014.
 - (i) Voted in favour of the resolution:

Number of members present	Number of votes cast by	% of total number of
and voting (in person or by	them	valid votes cast



ргоху)		
42	2298407	100%

(ii) Voted against the resolution:

Number of members present	Number of votes cast by	% of total number of
and voting (in person or by	them	valid votes cast
proxy)		

(iii) Invalid votes:

Total number of members	Total number of votes cast by them
whose votes were declared invalid	
1	15

2. Re-appointment of Mr. Pavan Jain, who retires by rotation.

(i) Voted in favour of the resolution:

Number of members present	Number of votes cast by	% of total number of
and voting (in person or by	them	valid votes cast
proxy)		
42	2298407	100%

(ii) Voted against the resolution:

Number of members present	Number of votes cast by	% of total number of
and voting (in person or by	them	valid votes cast
proxy)		
		}
<u></u>	<u> </u>	<u>. </u>

(iii) Invalid Votes:

Total number of members	Total number of votes cast by them
whose votes were declared invalid	
1	15



3. Re-appointment of Mr. Vivak Jain, who retires by rotation.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
42	2298407	100%

(ii) Voted against the resolution:

Number of members present	Number of votes cast by	% of total number of
and voting (in person or by	them	valid votes cast
ргоху)		

(iii) Invalid Votes:

Total number of members	Total number of votes cast by them
whose votes were declared invalid	
1	15

4. Appointment of Independent Auditors and fixing their remuneration.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
42	2298407	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by	% of total number of valid votes cast
proxy)	



(iii) Invalid Votes:

Total number of members	Total number of votes cast by them
whose votes were declared invalid	·
1	15

5. Appointment of Mr. Halgreve Khaitan as an Independent Director for a term of 5 years.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	•	% of total number of valid votes cast
41	2141407	93.17%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	•	% of total number of valid votes cast
1	157000	6.83%

(lii) invalid Votes:

Total number of members	Total number of votes cast by them
whose votes were declared invalid	
1	15

6. Appointment of Mr. Amit Jatia as an independent Director for a term of 5 years.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
42	2298407	100%



(ii) Voted against the resolution:

Number of members present	Number of votes cast by	% of total number of
and voting (in person or by	them	valid votes cast
ргоху)		
	**	

(iii) Invalid Votes:

Total number of members	Total number of votes cast by them
whose votes were declared invalid	!
1	15

7. Appointment of Mr. Kishore Biyani as an Independent Director for a term of 5 years.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by	i i	% of total number of valid votes cast
ргоху)	, ;	
42	2298407	100%

(ii) Voted against the resolution:

Number of members present		% of total number of valid votes cast
and voting (in person or by proxy)	nem	Valid Votes cast

(iii) Invalid Votes:

Total number of members	Total number of votes cast by them
whose votes were declared invalid	
	45
1	15 (
	



8. To authorize Board of Directors for borrowings upto Rs 1000 Crore.

(i) Voted in favour of the resolution:

Number of members present	Number of votes cast by	% of total number of
and voting (in person or by	them	valid votes cast
ргоху)] 	
42	2298407	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by	-	% of total number of valid votes cast
ргоху)	}	
-	~~	

(iii) Invalid Votes:

Total number of members	Total number of votes cast by them
whose votes were declared invalid	
1	15

9. Postal Ballot resolution

10. To approve remuneration to be paid to M/s Y. S. Thakar, Cost Auditor of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by		% of total number of valid votes cast
42	2298407	100%

(ii) Voted against the resolution:

Number of members present	Number of votes cast by	% of total number of
and voting (in person or by	them	valid votes cast
proxy)		
		



(iii) Invalid Votes:

Total number of members	Total number of votes cast by them
whose votes were declared invalid	
1	15

- 11. To authorize the Board of Directors to continue with existing and to renew transaction with the Related Party.
 - (i) Voted in favour of the resolution:

Number of members present and voting (in person or by		% of total number of valid votes cast
proxy)		
42	2298407	100%

(ii) Voted against the resolution:

Number of members present	Number of votes cast by	% of total number of
and voting (in person or by	them	valid votes cast
proxy)		

(iii) Invalid Votes:

Total number of members	Total number of votes cast by them
whose votes were declared invalid	
1	15

- 12. To authorize the Board of Directors to enter into fresh transaction and renewal of existing related party transactions.
 - (i) Voted in favour of the resolution:

Number of members present and voting (in person or by	}	% of total number of valid votes cast
proxy)	i	
38	1973876	100%



(ii) Voted against the resolution:

Number of members present and voting (in person or by	ſ	% of total number of valid votes cast
proxy)		Vanu Votes Cast

(iii) Invalid/Not Voted:

Total number of members	Total number of votes cast by them	
whose votes were declared invalid		
5	324546	

- 13. To authorize the Board of Directors to make an offer(s) or invitation(s) for subscription of Non-Convertible Debentures including but not limited to Subordinated Debentures, bonds, and/or other debt securities, etc on Private Placement basis.
 - (i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	· ·	% of total number of valid votes cast
42	2298407	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	% of total number of valid votes cast

(iii) Invalid Votes:

Total number of members	Total number of votes cast by them
whose votes were declared invalid	
1	15



- 5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

WAH & AS

Thanking You,

Ankita Parmar

Partner

Samdani Shah & Asso.

Company Secretaries

COP # 10740

Membership # A26777

Place: Vadodara

Dated: 11.09.2014

Samdani Shah & Asso.

103, Tanishq, Opp. SBI Urmi Branch, Productivity Road, Vadodara - 390 020.

Ph.: +91 265 3054015, 2330583, 2321494, (M) 94234 62962 Email: samdanics@gmail.com. cssamdani@gmail com. Web: www.samdanishah.com

The Board of Directors
INOX LEISURE LIMITED
ABS Towers, Old Padra Road,
Vadodara – 390007
Gujarat

Dear Sirs,

Sub: Scrutinizer Report

- 1. The Board of Directors of the Company, by passing a Board Resolution on 28th July, 2014, has appointed us as the Scrutinizer to receive, process and scrutinize the Postal Ballot voting process conducted through postal ballot papers as well as e-voting facilities in terms of Section 110 of the Companies Act, 2013 read with Rules 22 of The Companies (Management and Administration) Rules, 2014 and pursuant to SEBI guidelines, in respect of the Special Resolution, item no. 9 as circulated in Notice to the Annual Report for FY 2013-14 for the following purpose;
 - (a) Creation of charges/mortgages/hypothecations on the assets of the Company in accordance with provisions of Section 180(1)(a) of the Companies Act, 2013.
- 2. I submit my report as under:
 - 2.1 The Company has completed the dispatch of Notice along with the Postal Ballot Forms along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members as on 25th July, 2014.
 - 2.2 Particulars of all the postal ballot forms received from members and the votes casted by electronic mode have been entered in a register separately maintained for the purpose in electronic mode.
 - 2.3 The sealed Postal Ballot Forms received from the shareholders were kept under the safe custody of the Company and were sent to us for scrutiny from time to time.
 - 2.4 The results of the evoting were downloaded on 9th September, 2014, from the website of the CDSL (www.evotingindia.com) after the end of the prescribed period of evoting i.e. 8th September, 2014 (6.00 p.m.).
 - 2.5 Envelopes containing Postal Ballot Forms received after 8th September, 2014 (6.00 p.m.) were not considered for my scrutiny.
 - 2.6 The Postal Ballot envelopes were opened from time to time and the last lot was opened on 9th September, 2014 after 11.00 a.m. in my presence and scrutinized by me and the shareholding was matched/confirmed with Register of Members of the Company as on 25th July. 2014.

that to add to it.

- 2.7 Envelopes containing Postal Ballot Forms which were returned undelivered were also not opened.
- 2.8 I have not found any defaced/mutilated Postal Ballot Form.
- 3. A summary of the results of the Postal Ballot forms is as below:

Resolution No. 9 of Notice of Annual Return for FY 2013-14

3.1 Details of Postal Ballot Forms received:

Particulars	No. of physical	No. of Equity
	Postal ballot	Shares of the
	Forms received	Nominal Value of
* ~~.		Rs. 10/- each
**3		(Votes)
Total Number of Postal Ballot Forms	19	20227667
received		
<u>Less</u> : Total Number of Invalid Postal Ballot	02	19931580
Forms		
Total No. of Valid Ballots	17	296087

3.2 Details of Voting by Electronic Mode, as received from the CDSL is as follows:

Particulars		No. of Equity
	cast	Shares of the Nominal Value of Rs. 10/- each (Votes)
Total Votes received by electronic mode	103	73021326
<u>Less:</u> Total Number of Invalid Votes	0	0
Total No. of Valid Votes	103	73021326

3.3 Details of Voting:

Particulars	Ballot Forms & Electronic	No. of Equity shares of Rs. 10/- each. (Votes)	
Total Valid Postal Ballots/Votes received	voting 120	73317413	100%
Assented to Resolution	102	73314341	100%
<u>Dissented to Resolution</u>	18	3072	0.00%



- 4. I have handed over the postal ballot forms and other related papers/ registers and records for safe custody to Mr. Miket Shashikant Bahuva, Company Secretary & General Manager Legal who was authorized by the Board to supervise the postal ballot process.
- 5. I report that the aforesaid resolution is carried with requisite majority.
- 6. You may accordingly declare the result of the voting by Postal Ball

Thanking you,

Yours truly

Ankita Parmar

Partner

Samdani Shah & Asso.

Company Secretaries

Vadodara

Membership # A26777

COP # 10740

Date: 11.09.2014 Place: Vadodara