

October 21, 2026

BSE Limited Phiroze Jeejeeboy Towers Dalal Street, Fort, Mumbai- 400 001 BSE Scrip Code: 539056	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 NSE Scrip Symbol: IMAGICAA
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Dear Sir/Madam,

Sub: Notice of Postal Ballot

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Notice of Postal Ballot dated October 16, 2026, wherein approval of the Members of the Company is being sought on the following Resolution:

Sr. No.	Description of the Resolutions	Type of Resolution
1	Approval for sale/disposal of Hotel Novotel Imagicaa under section 180(1)(a) of the Companies Act, 2013 and Regulation 37A of the Securities And Exchange Board Of India ("SEBI") (Listing Obligations And Disclosure Requirements) Regulations, 2015 on slump sale basis.	Special Resolution

In compliance with the relevant circulars issued by the Ministry of Corporate Affairs from time to time, this Notice of Postal Ballot is sent only through electronic mode to all the Members, whose names appear in the Register of Members / list of Beneficial Owners as received from Depositories and whose email IDs are registered with the Company / Registrar and Transfer Agent ('RTA')/ Depositories as on Friday, October 16, 2026 ("Cut-off date"). Members are required to communicate their assent or dissent through the remote e-voting system only.

The Company has engaged the services of National Securities Depository Limited ("NSDL") to provide the remote e-voting facility to its Members. The remote e-voting period commences on Thursday, October 22, 2026 at 9:00 A.M. (IST) and ends on Friday, November 20, 2026 at 5:00 P.M. (IST). The remote e-Voting module will be disabled by NSDL thereafter. The instructions for remote e-Voting are provided in the 'Notes' section of the enclosed Notice.

The Notice of Postal Ballot is also available on the Company's website www.imagicaaworld.com.

You are requested to take the same on records.

Thanking you,
Yours faithfully,

For Imagicaaworld Entertainment Limited

SHWETA
SHIVDHARI SINGH
Digitally signed by SHWETA
SHIVDHARI SINGH
Date: 2026.10.21 12:13:01
+05'30'

Shweta Singh
Company Secretary & Compliance Officer
Membership No.: A44973
Encl.: As above



Imagicaaworld Entertainment Limited

Regd. Office: 30/31, Sangdewadi, Khopoli-Pali Road, Taluka Khalapur, District Raigad- 410 203. T: +91-2192-279 900
Corporate Office: A-301, 3rd Floor, VIP Plaza, Veera Desai Industrial Estate, Off New Link Road, Andheri (West), Mumbai - 400053. T: +91-22-6984 0000
Corporate Identity Number (CIN): L92490MH2010PLC199925 - Website: www.imagicaaworld.com - Email: contactus@imagicaaworld.com



IMAGICAAWORLD ENTERTAINMENT LIMITED

CIN: L92490MH2010PLC199925

Registered Office: 30/31, Sangdewadi, Khopoli-Pali Road, Taluka Khalapur, District Raigad 410 203,

Corporate Office: A-301, 3rd floor, VIP PLAZA, Veera Desai Industrial Estate, Off new link road,
Andheri West, Mumbai 400 053.

Tel: +91 22 6984 0000; Email: compliance@imagicaaworld.com; Website: www.imagicaaworld.com

NOTICE OF POSTAL BALLOT

**[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies
(Management and Administration) Rules, 2014, each as amended]**

Voting Starts on	Voting Ends on
Thursday, October 22, 2026, at 9.00 a.m. IST	Friday, November 20, 2026, at 5.00 p.m. IST

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (**"the Act"**), read together with the Companies (Management and Administration) Rules, 2014 (**"the Rules"**), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations"**), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (**"SS-2"**), (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (collectively the **"MCA Circulars"**) and any other applicable law, rules and regulations, that the proposed Special Resolutions appended below are for the approval of the Members of Imagicaaworld Entertainment Limited (**"the Company"**) through Postal Ballot by way of remote e-voting process (**"remote e-voting"**). Pursuant to Section 102 and Section 110 and other applicable provisions of the Act a detailed explanatory statement pertaining to the said Resolutions setting out the material facts and the reasons/rationale thereof is annexed to this Notice of Postal Ballot (**"Notice"**) for your consideration and forms part of this Notice.

In terms of the requirements specified in the MCA Circulars, this Notice is being sent through electronic mode only to those Members whose e-mail addresses are registered with the Company/ Depositories/Registrar and Share Transfer Agent (**"RTA"**) and the communication of assent / dissent of the Members on the Resolutions proposed in the Notice will only take place through the remote e-voting system (**"remote e-voting"**).

In compliance with the aforesaid MCA Circulars, Regulation 44 of the SEBI Listing Regulations and the provisions of Sections 108 and 110 of the Act read with the Rules as amended from time to time and SS-2, the Company is providing remote e-voting facility to its Members to cast their vote electronically. The Company has engaged the services of National Securities Depository Limited (**"NSDL"**) for the purpose of providing remote e-voting facility to its Members. The detailed instructions for remote e-voting are appended to this Notice.

SPECIAL BUSINESS:

1. APPROVAL FOR SALE/DISPOSAL OF HOTEL NOVOTEL IMAGICAA UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013 AND REGULATION 37A OF THE SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI") (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ON SLUMP SALE BASIS

To consider and if thought fit, to pass, the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with applicable rules, notifications, circulars, and guidelines issued from time to time and any other applicable laws (including any amendment, modification, variation or re-enactment to any of the forgoing), and such other laws for the time being in force and in accordance with the Memorandum and Articles of Association and subject to such other permissions, consents, sanctions and approvals, as may be required, and as per the recommendation and approval of audit committee of the Company ("**Audit Committee**") and Board of Directors of the Company ("**Board**") which term shall include any committee constituted by the Board or hereinafter constituted from time to time, to exercise its powers including power conferred by this resolution), the consent of the members of the Company ("**Members**") be and is hereby accorded to the Board for sale, transfer, assignment and/or conveyance ("**Proposed Transaction**") to Juniper Hotels Limited, (herein after referred to as the "**Juniper**"), a Company having CIN L55101MH1985PLC152863 and registered office at Off Western Express Highway, Santacruz East, Mumbai, Maharashtra, 400055, including *inter alia* as a going concern basis, including *inter alia* by way of slump sale (within the meaning of such term under the Income-tax Act, 2025) of the Hotel Novotel Imagicaa as per the terms and conditions of the definitive documents which would *inter alia* include the deed of conveyance and/or a business transfer agreement and/or asset purchase agreement and/or slump sale agreement (as may be determined by the Parties), together with the power of attorney and such other ancillary documents as may be required for the effectual transfer of the Hotel to be executed in this regard from time to time ("**Definitive Documents**") and/or other documents, agreements, instruments, deeds, arrangements, letters, correspondences, applications and/or writings required in connection with, or ancillary to, the execution and/or implementation of the Definitive Documents (collectively, the "**Ancillary Documents**") (Definitive Documents and Ancillary Documents shall be collectively referred to as "**Transaction Documents**") with Juniper for a lumpsum consideration of Rs. 248 Crore (Rupees Two Hundred Forty Eight Crore only) without values being assigned to individual assets and liabilities, subject to deduction of tax at source and other adjustments, with a power to agree to and accept modifications, if any, as may be required by the concerned authorities or otherwise, as the Board may deem fit and appropriate in the interests of the Company and to do all such acts, deeds and things as may be necessary, proper, desirable and / or expedient to give effect to the aforesaid Proposed Transaction including without limitation, to settle any questions, difficulties or doubts that may arise in regard to the Proposed Transaction as they may in their absolute discretion deem fit, with further powers to delegate all or any of the above authorities conferred to it to the Authorized Signatories and/or to any officer(s), employee(s), authority(ies), agent(s), representative(s), attorney/s and/or person(s) and to negotiate, finalize, accept, execute, modify and amend the Transaction Documents and/or other documents/agreements executed/to be executed in this regard from time to time.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising and executing necessary documents, including agreement(s), deeds of assignment and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to negotiate, settle any questions, difficulties or doubts that may arise in this regard and incidental thereto, including without limitation to, making necessary regulatory filings, if any, negotiating, finalising and executing any amendments in relation to the Transaction Documents and/or any other undertakings, memorandum, deeds, documents and such other papers and writings, as may be deemed necessary or expedient, in connection therewith, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, as it may deem fit, in its absolute discretion to any committee of the Board or any Director(s) or Chief Executive Officer or Chief Financial Officer or Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board/ Audit Committee in connection with any matter(s) referred to or contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects.”

**By Order of the Board of Directors
For Imagicaaworld Entertainment Limited**

**Sd/-
Shweta Singh
Company Secretary and Compliance Officer
Membership No. A44973**

Place: Mumbai
Date: October 16, 2026

Registered Office:
30/31, Sangdewadi,
Khopoli-Pali Road, Taluka Khalapur,
District Raigad - 410 203
Maharashtra

Notes:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (**"the Act"**) read with Section 110 of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014 ('Rules'), SEBI Listing Regulations, each as amended, which sets out the material facts relating to the aforesaid Resolutions and the reasons thereof is annexed hereto and forms part of this Notice.
2. Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (the "Rules") and in compliance with the MCA Circulars, the Company is permitted to conduct the postal ballot process through electronic form. .
3. In compliance with the MCA Circulars, the Company is sending this Notice to the Members in electronic form only by email to those Members whose names appear in the Register of Members / List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited (**"NSDL"**) / Central Depository Services (India) Limited (**"CDSL"**) and Registrar and Share Transfer Agent of the Company i.e. MUFG Intime India Private Limited (**"RTA"/ "MUFG"**) as on Friday, October 16, 2026 (**"Cut-Off Date"**). The communication of assent or dissent of the Members would take place through remote e-voting system only. Please note that there will be no dispatch of physical copies of the Notice or Postal Ballot Forms to the Members of the Company and no physical ballot forms will be accepted.
4. Voting rights shall be reckoned in proportion to the paid-up equity shares registered in the name of the Member as on the Cut-Off date. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through remote e-voting. A person who is not a Member on the Cut-Off Date should treat this Notice for information purposes only. It is however, clarified that all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/RTA/Depositories) shall be entitled to vote in relation to the aforementioned Special Resolutions in accordance with the process specified in this Notice.
5. Members are advised to register/update their e-mail address with their Depository Participants in case of shares held in electronic form and to the Company and/or its RTA in case of shares held in physical form.
6. Members may also note that the Notice will also be available on the Company's website www.imagicaaworld.com and on the website of the stock exchanges i.e. the BSE Limited at www.bseindia.com and the National Stock Exchange of India Limited at www.nseindia.com and the e-voting website of National Securities Depository Limited ("NSDL") i.e. <https://www.evoting.nsdl.com/>.
7. Members seeking inspection of relevant documents referred to in this Notice and the Explanatory Statement under Section 102 of the Act may send an email to compliance@imagicaaworld.com from their registered e-mail addresses upto the last date of remote e-voting i.e Friday, November 20, 2026 mentioning their name, Folio no. / Client ID and DP ID and the documents they wish to inspect.
8. The Members shall exercise their right to vote on the matters included in this Notice electronic means i.e. through e-voting services provided by NSDL. The remote e-voting period commences on Thursday, October 22, 2026 at 9:00 A.M. (IST) and ends Friday, November 20, 2026 at 5:00 P.M. (IST). The remote e-voting module shall be disabled for remote e-voting thereafter. During this

period, the Members of the Company holding shares in physical or electronic form, as on the Cut-Off Date may cast their vote by electronic means in the manner and process as mentioned in this Notice. Once the vote is cast by the Member, the Member shall not be allowed to change it or cast the vote again.

9. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request at evoting@nsdl.com
10. The Board of Directors of the Company has appointed Mr. P. N. Parikh (Membership No. FCS 327, CP 1228) and failing him Mr. Mitesh Dhabliwala (Membership No. FCS 8331, CP 9511) and failing him Ms. Sarvari Shah (Membership No. FCS 9697, CP 11717) of M/s. Parikh & Associates, Practising Company Secretaries to act as the Scrutinizer for conducting Postal Ballot process in fair and transparent matter in accordance with the provisions of the Act and the Rules made thereunder.
11. The Scrutinizer will submit his report to the Chairman, or any other person authorised by him, after completion of scrutiny of the remote e-voting. The results of the Postal Ballot (through remote e-voting process) along with the Scrutinizer's report will be announced by the Chairman or person so authorized by him, on or before Sunday, November 22, 2026.
12. The results of the Postal Ballot will be uploaded on the Company's website at www.imagicaaworld.com on the website of NSDL at <https://www.evoting.nsdl.com/> and the same shall also be communicated to BSE Limited and the National Stock Exchange of India Limited, where the shares of the Company are listed. The results shall also be displayed on the Notice Board at the Registered Office of the Company.
13. The Resolutions, if approved by the requisite majority, shall be deemed to have been passed on the last date of remote e-voting, i.e Friday, November 20, 2026.
14. **The procedure and instructions for remote e-voting are as follows:**

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp . You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

	- Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. - Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store   Google Play 
Individual Shareholders holding securities in demat mode with CDSL	- Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. - After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.

	3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

. General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cs@parikhassociates.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to NSDL at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to compliance@imagicaaworld.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to compliance@imagicaaworld.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 FORMING PART OF THIS NOTICE

Item no. 1:

Explanatory statement for item no. 1 is being provided in accordance with Section 102 of the Companies Act, 2013, and Regulation 37A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**").

As per provisions of Section 180(1)(a) of the Companies Act, 2013 and regulation 37A of the Listing Regulations, mandates that the board of directors of a company shall exercise the power to sell, lease or otherwise dispose of the whole or substantially the whole of any undertaking(s) of the company, only with the approval of the members of the company by way of a special resolution.

The Audit Committee and Board of Directors of the Company ("**Board**") at its meeting held on September 16, 2026 has, subject to the approval of members of the Company ("**Members**") by way of special resolution through Postal Ballot and such other approvals, consents, permissions and sanctions as may be deemed necessary, approved sale, transfer, assignment and/or conveyance of *inter alia* the Hotel Novotel Imagicaa including all that piece or parcel of land admeasuring approximately (11) Acres situated at Sangdewadi, Khopoli, Maharashtra including road access and right of way together with the structures standing thereon, to Juniper Hotels Limited ("**Juniper**") including inter alia as a going concern basis, including inter alia by way of slump sale (within the meaning of such term under the Income-tax Act, 2025), at a lump sum consideration of Rs. 248 Crore (Rupees Two Hundred Forty Eight Crore only) without values being assigned to individual assets and liabilities, subject to deduction of tax at source and other adjustments and as per the terms and conditions as set out in the definitive documents which would *inter alia* include the deed of conveyance and/or a business transfer agreement and/or asset purchase agreement and/or slump sale agreement (as may be determined by the Parties), together with the power of attorney and such other ancillary documents as may be required for the effectual transfer of the Hotel to be executed in this regard from time to time ("**Definitive Documents**") and/or other documents, agreements, instruments, deeds, arrangements, letters, correspondences, applications and/or writings required in connection with, or ancillary to, the execution and/or implementation of the Definitive Documents (collectively, the "**Ancillary Documents**") (Definitive Documents and Ancillary Documents shall be collectively referred to as "**Transaction Documents**").

Object of and commercial rationale for proposed sale and utilization of the proceeds:

The sale proceeds are intended to *inter alia* bolster the long-term capital requirements of the Company in its endeavor to a) Expand the park business geographically b) Add attractions in existing locations c) Aid the indoor entertainment foray, simultaneously keeping the overall debt position on the lower side. The Proposed Transaction would largely be neutral from the guest perspective as various combination packages and guest management would be interfaced with the new ownership. The commercial offer negotiated by the Company is favourable and the acquirers have a long pedigree of high quality hospitality offerings.

In terms of Section 180(1)(a) of the Companies Act, 2013, the sale, lease or disposal of the whole or substantially the whole of an undertaking requires prior approval of shareholders of the company by way of a special resolution. Further, Regulation 37A of the SEBI Listing Regulations mandates shareholders' approval for sale or otherwise disposal of the whole or substantially the whole of the undertaking. Hence the approval of the members of the Company ("**Members**") by way of a special resolution in terms of Section 180(1)(a) of the Companies Act, 2013 read with Regulation 37A of the SEBI Listing Regulations, is being sought.

None of the Promoters, Directors and / or Key Managerial Personnel of the Company and / or their respective relatives are concerned or interested, financially or otherwise, either directly or indirectly, in the proposed resolution.

The Board of Directors recommends the Special Resolution forming part of Item No. 1 of this Notice to the Members for their approval.

**By Order of the Board of Directors
For Imagicaaworld Entertainment Limited**

**Sd/-
Shweta Singh
Company Secretary and Compliance Officer
Membership No. A44973**

Place: Mumbai
Date: October 16, 2026

Registered Office:
30/31, Sangdewadi,
Khopoli-Pali Road, Taluka Khalapur,
District Raigad - 410 203
Maharashtra