

24th September, 2022

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

Scrip Code: 532706

Symbol: INOXLEISUR

Dear Sir/Madam,

Sub.: Declaration of Voting Results in respect of Resolutions passed at the 23rd Annual General Meeting (AGM) of the Company held on Friday, 23rd September, 2022 at 12:00 noon 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 23rd Annual General Meeting (AGM) of the Company was held on Friday, 23rd September, 2022 at 12:00 noon 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, circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India for transacting the business mentioned in the AGM Notice dated 3rd August, 2022 convening the AGM.

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 relevant MCA Circulars, the Company had provided facility of remote e-voting to its Members as well as e-voting during the AGM in respect of the business to be transacted at the AGM.

Mr. Dhruvil M. Shah, Practicing Company Secretary (FCS No.: 8021: CP: 8978) ("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 mentioned at Item No. 1 to 3 of the Notice of the AGM and submitted his consolidated report on 23rd September, 2022.

In this regard, we hereby enclose the following:

Voting results of the AGM pursuant to Regulation 44 of the Listing Regulations	Annexure 1
Consolidated Report of the Scrutinizer dated 23 rd September, 2022 on remote e –voting and e-voting at the AGM	Annexure 2

The above voting results will also be available on the website of the Company at www.inoxmovies.com and on website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.

You are requested to take the same on record.

Thanking you.
 Yours faithfully,
For INOX Leisure Limited

VISHAV
 SETHI

Vishav Sethi
Company Secretary & Compliance Officer

Encl.: as above

INOX LEISURE LTD.

Registered Office : 5th Floor, Viraj Towers, Next to Andheri Flyover, Western Express Highway, Andheri (East), Mumbai 400 093, India.
 Tel (91 22) 4062 6900 • E: contact@inoxmovies.com • www.inoxmovies.com • CIN: L92199MH1999PLC353754



Annexure 1

Date of AGM	Friday, 23 rd September, 2022
Total number of shareholders on record date	1,11,419
No. of shareholders present	61
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: 1 Public: 60

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, 2022, the reports of the Board of Directors and Independent Auditors thereon.	Ordinary Business requiring Ordinary Resolution	Remote e-voting prior & during AGM	Passed with requisite majority
2.	Re-appointment of Mr. Vivek Kumar Jain (DIN: 00029968) as a Director of the Company, retiring by rotation and being eligible, offers himself for re-appointed.	Ordinary Business requiring Ordinary Resolution	Remote e-voting prior & during AGM	Passed with requisite majority
3.	Re-appointment of M/s Kulkarni & Company, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration.	Ordinary Business requiring Ordinary Resolution	Remote e-voting prior & during AGM	Passed with requisite majority

Certified True Copy
For INOX Leisure Limited

Vishav Sethi
Company Secretary & Compliance Officer

Resolution No. 1

Resolution required: (Ordinary / Special)		Ordinary								
Whether promoter/promoter group are interested in the agenda/resolution?		No								
Description of resolution considered		Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31 st March, 2022, the reports of the Board of Directors and Independent Auditors thereon.								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	5,38,74,509	5,38,74,509	100.0000	5,38,74,509	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,38,74,509	100.0000	5,38,74,509	0	100.0000	0.0000	0	0
Public-Institutions	E-Voting	5,42,87,593	3,66,95,609	67.5948	3,66,95,609	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,66,95,609	67.5948	3,66,95,609	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,41,76,992	32,86,564	23.1824	32,86,492	72	99.9978	0.0021	0	0
	Poll		876	0.0062	876	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		32,87,440	23.1886	32,87,368	72	99.9978	0.0022	0	0
	Total	12,23,39,094	9,38,57,558	76.7192	9,38,57,486	72	99.9999	0.0001		0
Whether resolution is Pass or Not.						Yes				



Resolution No. 2										
Resolution required: (Ordinary / Special)			Ordinary							
Whether promoter/promoter group are interested in the agenda/resolution?			No							
Description of resolution considered			Re-appointment of Mr. Vivek Kumar Jain (DIN: 00029968) as a Director of the Company, retiring by rotation and being eligible, offers himself for re-appointment.							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	5,38,74,509	5,38,74,509	100.0000	5,38,74,509	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,38,74,509	100.0000	5,38,74,509	0	100.0000	0.0000	0	0
Public-Institutions	E-Voting	5,42,87,593	3,66,95,609	67.5948	2,16,94,340	1,50,01,269	59.1197	40.8802	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,66,95,609	67.5948	2,16,94,340	1,50,01,269	59.1197	40.8803	0	0
Public-Non Institutions	E-Voting	1,41,76,992	32,86,364	23.1810	32,86,183	181	99.9944	0.0055	0	200
	Poll		876	0.0062	776	100	88.5844	11.4155	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		32,87,240	23.1872	32,86,959	281	99.9915	0.0085	0	200
	Total	12,23,39,094	9,38,57,358	76.7190	7,88,55,808	1,50,01,550	84.0167	15.9833	0	200
Whether resolution is Pass or Not.					Yes					

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Resolution No. 3

Resolution required: (Ordinary / Special)		Ordinary								
Whether promoter/promoter group are interested in the agenda/resolution?		No								
Description of resolution considered		Re-appointment of M/s Kulkarni & Company, Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration.								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	5,38,74,509	5,38,74,509	100.0000	5,38,74,509	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,38,74,509	100.0000	5,38,74,509	0	100.0000	0.0000	0	0
Public-Institutions	E-Voting	5,42,87,593	3,66,95,609	67.5948	3,55,76,868	11,18,741	96.9512	3.0487	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,66,95,609	67.5948	3,55,76,868	11,18,741	96.9513	3.0487	0	0
Public- Non Institutions	E-Voting	1,41,76,992	32,86,564	23.1824	32,86,326	238	99.9927	0.0072	0	0
	Poll		876	0.0062	876	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		32,87,440	23.1886	32,87,202	238	99.9928	0.0072	0	0
	Total	12,23,39,094	9,38,57,558	76.7192	9,27,38,579	11,18,979	98.8078	1.1922	0	0
Whether resolution is Pass or Not.					Yes					

[Handwritten Signature]





DHRUMIL M. SHAH & CO.

Practising Company Secretaries

ANNEXURE - 2

Ref: 944/2022-23

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
INOX Leisure Limited
CIN: L92199MH1999PLC353754
5th Floor, Viraj Towers, Next to Andheri Flyover,
Western Express Highway, Andheri (East),
Mumbai – 400093, Maharashtra, India.

Sub: Consolidated Scrutinizer's Report of e-voting conducted for the 23rd Annual General Meeting ("AGM") of INOX Leisure Limited ('the Company') held on Friday, September 23, 2022 at 12:00 P.M. through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM').

Dear Sir,

I, Dhrumil M. Shah, Practicing Company Secretary, have been appointed as Scrutinizer by the Board of Directors of INOX Leisure Limited ('the Company') pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of monitoring the e-voting process (remote e-voting and e-voting during AGM), in respect of resolutions proposed in the Notice of the 23rd AGM of the Company through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

The Management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013 and the Rules thereunder ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ("**SEBI Listing Regulations**") relating to e-voting by the shareholders on the resolutions proposed in the Notice of the AGM of the Company.



My responsibility as a Scrutinizer was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a consolidated scrutinizer's report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited ("CDSL"), the service provider.

The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by CDSL.

The shareholders of the Company holding shares as on "**cut-off**" date i.e. **Friday, September 16, 2022** were entitled to vote on the resolutions as set out in the Notice of the AGM and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.

The remote e-voting commenced on **9:00 a.m. (IST) on Tuesday, September 20, 2022** and concluded at **5:00 p.m. (IST) on Thursday, September 22, 2022**.

At the AGM of the Company held on Friday, September 23, 2022, the facility to vote through electronic voting system was also provided to facilitate voting for those Members who were present at the Meeting through VC but could not participate in the remote e-voting to record their votes as set-out in the Notice of the AGM.

After the closure of the e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting were unblocked on **Friday, September 23, 2022 around 12:41 p.m.** in the presence of two witnesses who are not in the employment of the Company after the conclusion of the AGM.

I have scrutinized and reviewed the votes cast through remote e-voting and e-voting during the AGM based on the data downloaded from the CDSL's e-voting system.

I now submit the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting during the AGM, based on the reports generated by CDSL, in respect of the following resolutions as under:



Ordinary Business:

Item No. 1 - Ordinary Resolution

- a) Adoption of Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, the reports of the Board of Directors and Independent Auditors thereon.
- b) Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 and report of the Independent Auditors thereon.

i. Voting **"in favour"** of resolution

Number of Members	Number of valid votes cast	% of total number of valid votes cast
349	9,38,57,486	100.00%

ii. Voting **"against"** the resolution

Number of Members	Number of valid votes cast	% of total number of valid votes cast
5	72	0.00%*

*Negligible

iii. Invalid Votes

Total number of Members whose votes were declared invalid	Total number of votes cast
0	0

Item No. 2 - Ordinary Resolution

Re-appointment of Mr. Vivek Kumar Jain (DIN: 00029968) as Director, who retires by rotation and being eligible, offers himself for re-appointment.

i. Voting **"in favour"** of resolution

Number of Members	Number of valid votes cast	% of total number of valid votes cast
254	7,88,55,808	84.02%



ii. Voting **"against"** the resolution

Number of Members	Number of valid votes cast	% of total number of valid votes cast
99	1,50,01,550	15.98%

iii. Invalid Votes

Total number of Members whose votes were declared invalid	Total number of votes cast
0	0

Item No. 3 – Ordinary Resolution

Re-appointment of M/s Kulkarni and Company, Chartered Accountants (Firm's Registration No.: 140959W) as Statutory Auditors of the Company to hold office for a term of 5 (five) consecutive years starting from the conclusion of this 23rd Annual General Meeting until the conclusion of the 28th Annual General Meeting of the Company.

i. Voting **"in favour"** of resolution

Number of Members	Number of valid votes cast	% of total number of valid votes cast
342	9,27,38,579	98.81%

ii. Voting **"against"** the resolution

Number of Members	Number of valid votes cast	% of total number of valid votes cast
12	11,18,979	1.19%

iii. Invalid Votes

Total number of Members whose votes were declared invalid	Total number of votes cast
0	0



All electronic data and relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the 23rd AGM and thereafter, the same shall be handed over to the Chairman / Company Secretary of the Company for safe keeping.

Based on the aforesaid results, you may accordingly declare the result of e-voting (remote e-voting & e-voting during the meeting).

Notes:

1. All the figures shown in percentage have been rounded off nearest to two decimal points.



Place: Mumbai

Date: 23rd September 2022

FOR DHRUMIL M SHAH & CO.
UDIN: F008021D001032781

A handwritten signature in black ink, appearing to be "Dhrumil M. Shah".

Dhrumil M. Shah
Practicing Company Secretary
FCS 8021; CP 8978
PR 995/2020

Countersigned by
For Inox Leisure Limited

A handwritten signature in blue ink, appearing to be "Vishav Sethi".



Vishav Sethi
Company Secretary & Compliance
Officer