

26th September, 2016



To,
The Secretary
BSE Limited
P J Towers,
Dalal Street,
Mumbai – 400 001

To,
The Manager
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No C/1,
G Block, Bandra – Kurla Complex,
Bandra (East), Mumbai – 400 051

Stock Code: 532706

Stock Code: INOXLEISUR

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 17th Annual General Meeting of the Company held on Saturday, 24th September, 2016 under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We would like to inform you that the 17th Annual General Meeting (AGM) of the Company was held on Saturday, 24th September, 2016 at 12.00 noon 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 5 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 5 as mentioned above, based on the report submitted by M/s Samdani Shah & Associates, Practicing Company Secretaries, Vadodara who were appointed as the Scrutinizers, to the Chairman of the AGM, is enclosed herewith as required under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We request you to please take the above on record.

Thanking you.
Yours faithfully,

For Inox Leisure Limited

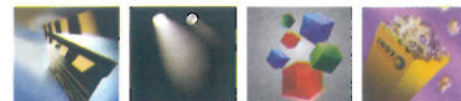

Dhanraj Mulki
**Vice President – Legal
& Company Secretary**

Encl.: as above

INOX LEISURE LTD.

5th Floor, Viraj Towers, Next to Andheri Flyover, Western Express Highway, Andheri (East), Mumbai 400 093, India.
Tel (91 22) 4062 6900 • Fax (91 22) 4062 6999 • E: contact@inoxmovies.com • www.inoxmovies.com

Registered Office : ABS Towers, Old Padra Road, Vadodara 390 007 • Tel (91 265) 6198111 • Fax (91 265) 2310312 • CIN: L92199GJ1999PLC044045

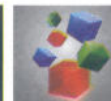


NAME: INOX LEISURE LIMITED

Date of AGM	24 TH September 2016
Total No of Shareholders on record date	33353
No. of Shareholders present in the meeting either in person or through proxy* (* Based on shareholders registering attendance)	85
Promoters and Promoter Group	2
Public	83
No. of Shareholders who attended the meeting through Video Conferencing:	
Promoters and Promoter Group	Not Applicable
Public	Not Applicable

For INOX Leisure Limited

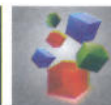

Dhanraj Mulki
Vice President – Legal
& Company Secretary



Adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2016, the report of Auditors thereon and the report of the Board of Directors for the said year - Passed with requisite majority									
Resolution No.: 1a									
Resolution required: (Ordinary/ Special)									
Ordinary Resolution.									
Whether promoter / promoter group are interested in the agenda / resolution?									
No									
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	
Promoter and Promoter Group	E-Voting	46973928	46973928	100.00	46973928	0	100.00	0.00	
	Poll	46973928	0	0.00	00	0	0.00	0.00	
	Postal Ballot (if applicable)	46973928	0	0.00	00	0	0.00	0.00	
	Total	46973928	46973928	100.00	46973928	0	100.00	0.00	
Public- Institutions	E-Voting	29930952	23308065	77.87	23308065	0	100.00	0.00	
	Poll	29930952	679500	2.27	679500	0	100.00	0.00	
	Postal Ballot (if applicable)	29930952	0	0	0	0	0	0	
	Total	29930952	23987565	80.14	23987565	0	100.00	0.00	
Public- Non Institutions	E-Voting	19552874	6607965	33.80	6607887	78	100.00	0.00	
	Poll	19552874	6230	0.03	6230	0	100.00	0.00	
	Postal Ballot (if applicable)	19552874	0	0	0	0	0	0	
	Total	19552874	6614195	33.83	6614117	78	100.00	0.00	
Total		96457754	77575688	80.42	77575610	78	100.00	0.00	

For INOX Leisure Limited

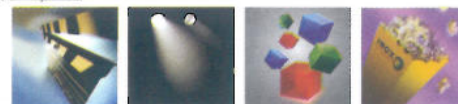

Dhanraj Mulki
 Vice President – Legal
 & Company Secretary



Resolution No.: 1b		Adoption of the the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2016 and the report of the Auditors thereon. - Passed with requisite majority						
Resolution required: (Ordinary/ Special)		Ordinary Resolution.						
Whether promoter / promoter group are interested in the agenda / resolution?		No						
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
Promoter and Promoter Group	E-Voting	46973928	46973928	100.00	46973928	0	100.00	0.00
	Poll	46973928	0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)	46973928	0	0.00	00	0	0.00	0.00
	Total	46973928	46973928	100.00	46973928	0	100.00	0.00
Public-Institutions	E-Voting	29930952	23308065	77.87	23308065	0	100.00	0.00
	Poll	29930952	679500	2.27	679500	0	100.00	0.00
	Postal Ballot (if applicable)	29930952	0	0	0	0	0	0
	Total	29930952	23987565	80.14	23987565	0	100	0
Public- Non Institutions	E-Voting	19552874	6607965	33.80	6607887	78	100.00	0.00
	Poll	19552874	6230	0.03	6180	50	99.20	0.80
	Postal Ballot (if applicable)	19552874	0	0	0	0	0	0
	Total	19552874	6614195	33.83	6614067	128	100.00	0.00
Total		96457754	77575688	80.42	77575560	128	100.00	0.00

For INOX Leisure Limited


Dhanraj Mulki
 Vice President – Legal
 & Company Secretary



Resolution No.: 2		Appointment of Director in place of Mr. Siddharth Jain (DIN: 00030202), who retires by rotation and, being eligible, seeks re-appointment. - Passed with requisite majority						
Resolution required: (Ordinary/ Special)		Ordinary Resolution.						
Whether promoter / promoter group are interested in the agenda / resolution?		No						
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
Promoter and Promoter Group	E-Voting	46973928	46973928	100.00	46973928	0	100.00	0.00
	Poll	46973928	0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)	46973928	0	0.00	00	0	0.00	0.00
	Total	46973928	46973928	100.00	46973928	0	100.00	0.00
Public- Institutions	E-Voting	29930952	24447465	81.68	23996382	451083	98.15	1.85
	Poll	29930952	679500	2.27	679500	0	100.00	0.00
	Postal Ballot (if applicable)	29930952	0	0	0	0	0	0
	Total	29930952	25126965	83.949769	24675882	451083	98.20	1.80
Public- Non Institutions	E-Voting	19552874	5657965	28.94	5657787	178	100.00	0.00
	Poll	19552874	6180	0.03	6180	0	100.00	0.00
	Postal Ballot (if applicable)	19552874	0	0	0	0	0.00	0.00
	Total	19552874	5664145	28.97	5663967	178	100.00	0.00
Total		96457754	77765038	80.62	77313777	451261	99.42	0.58

For INOX Leisure Limited


Dhanraj Mulki
 Vice President – Legal
 & Company Secretary



Resolution No.: 3	Ratification of appointment of Independent Auditors of the Company and to authorize the Board of Directors of the Company to fix their remuneration - Passed with requisite majority							
Resolution required: (Ordinary/ Special)								
Whether promoter / promoter group are interested in the agenda / resolution?		No						
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
Promoter and Promoter Group	E-Voting	46973928	46973928	100.00	46973928	0	100.00	0.00
	Poll	46973928	0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)	46973928	0	0.00	00	0	0.00	0.00
	Total	46973928	46973928	100.00	46973928	0	100.00	0.00
Public- Institutions	E-Voting	29930952	23308065	77.87	19781257	3526808	84.87	15.13
	Poll	29930952	679500	2.27	679500	0	100.00	0.00
	Postal Ballot (if applicable)	29930952	0	0	0	0	0	0
	Total	29930952	23987565	80.14	20460757	3526808	85.30	14.70
Public- Non Institutions	E-Voting	19552874	6607965		6607837	128	100.00	0.00
	Poll	19552874	6230		6230	0	100.00	0.00
	Postal Ballot (if applicable)	19552874	0	0	0	0	0	0
	Total	19552874	6614195	33.83	6614067	128	100.00	0.00
Total		96457754	77575688	80.424522	74048752	3526936	95.45	4.55

For INOX Leisure Limited

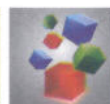
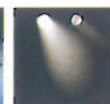

Dhanraj Mulki
Vice President – Legal
& Company Secretary



Resolution No.: 4									
To approve the payment of professional fees to Mr. Deepak Asher (DIN: 00035371), Non-executive Director of the Company - Passed with requisite majority									
Special Resolution.									
No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $\frac{[(2)/(1)] \times 100}{100}$	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = $\frac{[(4)/(2)] \times 100}{100}$	% of Votes against on votes polled (7) = $\frac{[(5)/(2)] \times 100}{100}$	
Promoter and Promoter Group	E-Voting	46973928	46973928	100.00	46973928	0	100.00	0.00	
	Poll	46973928	0	0.00	00	0	0.00	0.00	
	Postal Ballot (if applicable)	46973928	0	0.00	00	0	0.00	0.00	
	Total	46973928	46973928	100.00	46973928	0	100.00	0.00	
Public-Institutions	E-Voting	29930952	24447465	81.68	22115814	2331651	90.46	9.54	
	Poll	29930952	679500	2.27	679500	0	100.00	0.00	
	Postal Ballot (if applicable)	29930952	0	0.00	0	0	0	0	
	Total	29930952	25126965	83.95	22795314	2331651	90.72	9.28	
Public- Non Institutions	E-Voting	19552874	6607965	33.80	6607637	328	100.00	0.00	
	Poll	19552874	6230	0.03	6180	50	99.20	0.80	
	Postal Ballot (if applicable)	19552874	0	0	0	0	0	0	
	Total	19552874	6614195	33.83	6613817	378	99.99	0.01	
Total		96457754	78715088	81.61	76383059	2332029	97.04	2.96	

For INOX Leisure Limited

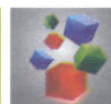

Dhanraj Mulki
Vice President – Legal
& Company Secretary



Resolution No.: 5		Grant of Employee Stock Options to the employees of the Holding and Subsidiary Company(ies) of the Company under ILL – Employee Stock Option Scheme – 2006 - Passed with requisite majority Special Resolution.						
Resolution required: (Ordinary/ Special)		Special Resolution.						
Whether promoter / promoter group are interested in the agenda / resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $\frac{[(2)/(1)] \times 100}{100}$	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = $\frac{[(4)/(2)] \times 100}{100}$	% of Votes against on votes polled (7) = $\frac{[(5)/(2)] \times 100}{100}$
Promoter and Promoter Group	E-Voting	46973928	46973928	100.00	46973928	0	100.00	0.00
	Poll	46973928	0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)	46973928	0	0.00	00	0	0.00	0.00
	Total	46973928	46973928	100.00	46973928	0	100.00	0.00
Public-Institutions	E-Voting	29930952	23308065	77.87	10986297	12321768	47.14	52.86
	Poll	29930952	679500	2.27	0	679500	0.00	100.00
	Postal Ballot (if applicable)	29930952	0	0	0	0	0	0
	Total	29930952	23987565	80.14	10986297	13001268	45.80	54.20
Public- Non Institutions	E-Voting	19552874	6607965	33.80	6607737	228	100.00	0.00
	Poll	19552874	6230	0.03	6180	50	99.20	0.80
	Postal Ballot (if applicable)	19552874	0	0	0	0	0	0
	Total	19552874	6614195	33.83	6613917	278	100.00	0.00
Total		96457754	77575688	80.42	64574142	13001546	83.24	16.76

For INOX Leisure Limited


Dhanraj Mulki
Vice President – Legal
& Company Secretary



Consolidated Scrutinizer's Report

To,
The Chairman,
17th Annual General Meeting of the Equity Shareholders of
INOX Leisure Limited
Held on the 24th day of September, 2016, at 12:00 noon,
At Maple Hall, Hotel Express Residency, 18/19, Alkapuri Society,
Vadodara – 390007.

Scrutinizer's Report on Poll including voting by Electronic Means in respect of the resolutions contained in the Notice dated August 8, 2016.

Dear Sir,

I, Suresh Kumar Kabra, Partner, Samdani Shah & Kabra (Erstwhile Samdani Shah & Asso.), Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **INOX Leisure Limited** (the Company), for the purpose of scrutinizing the e-voting process (remote e-voting) and poll taken on the below mentioned resolution(s), at the 17th Annual General Meeting of the Equity Shareholders of **INOX Leisure Limited**, held on Saturday, 24th September, 2016, at 12:00 noon.

The Management of the company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made there under; (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India, relating to the Poll including voting by electronic means (remote e-voting). My responsibility as a Scrutinizer is restricted to give a Consolidated Report on the votes cast by the members for the resolutions contained in the Notice dated 8th August, 2016, based upon:

- a) The report generated from the e-voting platform provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities and;
- b) The scrutiny of the Polling papers received at the 17th Annual General Meeting.

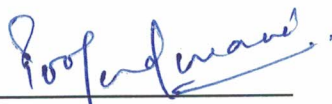
1. I submit my report as under:

1.1 After declaration of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.

1.2 The locked ballot box was subsequently opened by me in the presence of two witnesses namely Ms. Pooja Jadwani and Mr. Rahul Shah and the poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations proxies lodged with the Company. Then the votes cast through remote e-voting were

unblocked on 24th September, 2016 around 12:50 p.m. in the presence of above mentioned witnesses who are not in the employment of the Company.

The witnesses have signed below in confirmation of the ballot box being unlocked in their presence and also in confirmation of the remote votes being unblocked in their presence.


Ms. Pooja Jadwani



Mr. Rahul Shah

1.3 The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.

2. The result of the scrutiny of voting by Poll and voting by electronic means in respect of resolutions contained in notice dated 8th August, 2016 is as under:

2.1 Resolution No. 1:

Adoption of Financial Statement;

a. To consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2016, the reports of the Board of Directors and Auditors thereon; (Ordinary Resolution)

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	136	76889880	22	685730	158	77575610	100.00
Voted against	1	78	0	0	1	78	0.00
Total	137	76889958	22	685730	159	77575688	100.00
Invalid votes	7	1139400	3	54	*10	1139454	N.A.

* 7 no. of shareholders holding 1139400 shares have neither voted in favour nor voted against.



b. To consider and adopt the Audited Consolidated Financial Statement of the Company for the Financial Year ended 31st March, 2016 and the report of the Auditors thereon. (Ordinary Resolution)

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	136	76889880	21	685680	157	77575560	100.00
Voted against	1	78	1	50	2	128	0.00
Total	137	76889958	22	685730	159	77575688	100.00
Invalid votes	7	1139400	3	54	*10	1139454	N.A.

* 7 no. of shareholders holding 1139400 shares have neither voted in favour nor voted against.

2.2 Resolution No. 2:

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

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	137	76628097	21	685680	158	77313777	99.42
Voted against	5	451261	0	0	5	451261	0.58
Total	142	77079358	21	685680	163	77765038	100.00
Invalid votes	2	950000	4	104	*6	950104	N.A.

* 3 no. of shareholders holding 950050 shares have neither voted in favour nor voted against



2.3 Resolution No. 3:

Ratification of appointment of M/s. Patankar & Associates., Chartered Accountants, Pune (Firm Registration No. 107628W) as Independent Auditors of the Company and to authorize the Board of Directors of the Company to fix their remuneration. (Ordinary Resolution)

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	130	73363022	22	685730	152	74048752	95.45
Voted against	7	3526936	0	0	7	3526936	4.55
Total	137	76889958	22	685730	159	77575688	100.00
Invalid votes	7	1139400	3	54	*10	1139454	N.A.

* 7 no. of shareholders holding 1139400 shares have neither voted in favour nor voted against.

2.4 Resolution No. 4:

To approve the payment of professional fees to Mr. Deepak Asher (DIN: 00035371), Non-executive Director of the Company. (Special Resolution)

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	114	75697379	21	685680	135	76383059	97.04
Voted against	30	2331979	1	50	31	2332029	2.96
Total	144	78029358	22	685730	166	78715088	100.00
Invalid votes	0	0	3	54	3	54	N.A.



2.5 Resolution No. 5:

Grant of Employees Stock Options to the employees of the Holding and Subsidiary Company(ies) of the Company under IIL–Employee Stock Option Scheme-2006. (Special Resolution)

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	81	64567962	18	6180	99	64574142	83.24
Voted against	56	12321996	4	679550	60	13001546	16.76
Total	137	76889958	22	685730	159	77575688	100.00
Invalid votes	7	1139400	3	54	*10	1139454	N.A.

* 7 no. of shareholders holding 1139400 shares have neither voted in favour nor voted against.

Note: Figures in percentage have been rounded off to 2 decimal points.

3. All the resolutions are passed with requisite majority.
4. The poll papers and all other relevant records will remain in my custody and will be handed over to the Chairman / Company Secretary for safe keeping after the Chairman signs the minutes.

Thanking you,

Yours Faithfully,



Suresh Kumar Kabra
Partner
Samdani Shah & Kabra
(Erstwhile Samdani Shah & Asso.)
Company Secretaries
CP No. 9927



Vadodara, September 24, 2016.