

WONDERLA HOLIDAYS LIMITED



CIN: L55101KA2002PLC031224

Regd. Office: 28th KM, Mysore Road, Bangalore - 562109, Karnataka.

Website: www.wonderla.com Email Id: investors@wonderla.com

Date: 21/11/2020

The Sr. General Manager - Listing Compliance, BSE Limited, 24 th Floor, P.J. Towers, Dalal Street, Mumbai - 400 001. Fax: 022 - 2272 3121/ 1278/ 1557 E-Mail: corp.relations@bseindia.com Scrip ID: WONDERLA Scrip Code: 538268	The Vice President, Listing Department, National Stock Exchange of India Limited, 'Exchange Plaza', Bandra Kurla Complex, Bandra (East), Mumbai - 400 051. Fax: 022 – 26598237/ 38 E-Mail: cmli@nse.co.in Symbol: WONDERLA
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Dear Sir/ Madam,

Sub: Results of Postal Ballot.

This has reference to our letter dated October 16, 2020 enclosing the postal ballot notice along with the explanatory statement seeking the consent of the members by way of ordinary / special resolution through electronic voting with respect to the following items of business:

1. Appointment of Mr. Arun K Chittilappilly as Managing Director.
2. Amendment of Articles of Association for insertion of Clause - "Chairman Emeritus".
3. Appointment of Mr. Kochouseph Chittilappilly as Chairman Emeritus of the Company and payment of emoluments.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Resolutions 1, 2 and 3 as mentioned above have been passed by the members of the Company with requisite majority.

The approval is deemed to have been received on the last date of e-voting, i.e. November 17, 2020.

Please find enclosed the voting results and scrutinizer's report.

Thanking you,

For Wonderla Holidays Limited

Srinivasulu Raju Y
Company Secretary

Company Name	WONDERLA HOLIDAYS LIMITED
Date of the AGM/EGM	
Total number of shareholders on record date	31436
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	ORDINARY - Approval for appointment of Mr. Arun K Chittilappilly as Managing Director – Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	36676448	0	0.0000	00	0	0.0000	0.0000
	Poll	36676448	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	36676448	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	7985081	5728497	71.7400	5728497	0	100.0000	0.0000
	Poll	7985081	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	7985081	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	11870909	16545	0.1394	16377	168	98.9845	1.0154
	Poll	11870909	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	11870909	0	0.0000	00	0	0.0000	0.0000
	Total	56532438	5745042	10.1624	5744874	168	99.9971	0.0029

Resolution required: (Ordinary/ Special)	SPECIAL - Approval for amendment of Articles of Association for insertion of Clause - “Chairman Emeritus”							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	36676448	36676448	100.0000	36676448	0	100.0000	0.0000
	Poll	36676448	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	36676448	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	7985081	5728497	71.7400	5687463	41034	99.2836	0.7163
	Poll	7985081	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	7985081	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	11870909	2788173	23.4874	2786990	1183	99.9575	0.0424
	Poll	11870909	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	11870909	0	0.0000	00	0	0.0000	0.0000
	Total	56532438	45193118	79.9419	45150901	42217	99.9066	0.0934

Resolution required: (Ordinary/ Special)	ORDINARY - Approval for appointment of Mr. Kochouseph Chittilappilly as Chairman Emeritus of the Company and payment of emoluments							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	36676448	0	0.0000	00	0	0.0000	0.0000
	Poll	36676448	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	36676448	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	7985081	5728497	71.7400	5728497	0	100.0000	0.0000
	Poll	7985081	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	7985081	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	11870909	16653	0.1403	14376	2277	86.3267	13.6732
	Poll	11870909	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	11870909	0	0.0000	00	0	0.0000	0.0000
Total		56532438	5745150	10.1626	5742873	2277	99.9604	0.0396



CS SOMY JACOB BSC FCS
CS JACOB. T. OOMMEN BSC FCS

Somy Jacob & Associates
Practising Company Secretaries

3/6-6, 3rd Floor, Sheik Ali Complex, 3rd Cross
Koramangala 2nd Block Bangalore- 560068 Karnataka.

REPORT OF SCRUTINIZER

(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9)
of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman,
Board of Directors
Wonderla Holidays Limited
28th KM, Mysore Road,
Bangalore - 562 109,
Karnataka
CIN: L55101KA2002PLC031224

Dear Sir,

I, CS Somy Jacob Company Secretary in Practice Holding Membership No.F6269 and Certificate of Practice No. 6728, Partner of Somy Jacob And Associates, Practising Company Secretaries, 3rd Floor, Sheik Ali Complex, 3/6-6, 3rd Cross, Off Hosur Road, Koramangala 2nd Block, Bangalore 560068, appointed as Scrutinizer by the Board of Directors of Wonderla Holidays Limited (the Company) for the purpose of scrutinizing Postal Ballot process in a fair and transparent manner in respect of the resolutions stated in the Notice of the Postal Ballot dated October 07, 2020 proposed to be passed by the Equity Shareholders of the Company, submit my report as under:

1. In accordance with the Notice of the Postal Ballot dated October 07, 2020, dispatched to the shareholders by prescribed modes on October 16, 2020 and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 published on October 17, 2020, the voting commenced on Oct 19 2020 (at 9: 00 hours) and ended on Nov 17 2020 (at 17:30 hours) e-voting.

The Postal Ballot Notice was sent by e-mail to all its Members who have registered their e-mail addresses with the Company, their Registrars and Transfer Agents or Depository/Depository Participants and the communication of assent/ dissent of the Members will only take place through the E-voting system. The Postal Ballot was accordingly initiated in compliance with the



above MCA Circulars. In accordance with the requirements of the MCA Circulars, hard copy of the Postal Ballot Notice along with the Postal Ballot forms and pre-paid business envelope not sent to the Members for the Postal Ballot. The Company has extended only the E-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the postal ballot form.

The e-voting facility was provided by KFin Technologies Private Limited (KFin). The votes were unblocked at around 11:00 hours on November 21, 2017 and the e-voting summary statement was downloaded from e-voting website of KFin Technologies Private Limited (<https://evoting.kfintech.com>).

2. The Equity Shareholders holding shares as on October 9, 2020, "cut off date", were entitled to vote on the resolutions stated in the Notice of the Postal Ballot

3. The Register of Ballots entered and prepared in electronic mode showing equity shareholders who have voted "For" and "Against" and e-voting results downloaded from the e-voting website of the KFin Technologies Private Limited (<https://evoting.kfintech.com>) are being handed over to the Chairman.

4. The ballot papers received were scrutinized. The ballot papers received were reconciled with the records maintained by the Company's R&TA and the authorizations / Power of attorney etc lodged with the Company. The voters were also scrutinized for the purpose of eliminating duplicate voting and no ballots were rejected on duplicate voting i.e. on e-voting as well as by physical ballot. Invalid ballots were marked and segregated and the summary results were prepared.

For processing Postal Ballots, necessary technical support was provided by KFin Technologies Private Limited, Hyderabad, the Registrar & Share Transfer Agents of the Company.

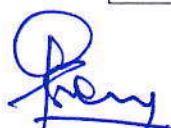
5. The result of the voting is as under:

A) Resolution-1: Ordinary Resolution

Approval for appointment of Mr. Arun K Chittilappilly as Managing Director.

i. Voted in favour of the resolution

Number of Members		Number of vote cast in favour of resolution	% of total number of valid votes cast
a) Voted by physical ballot	0	0	



b) Voted by electronic mode	71	57,44,874	
Total	71	57,44,874	99.997

ii. Voted against the resolution:

Number of Members		Number of votes cast against the resolution	% of total number of valid votes cast
a) Voted by physical ballot	0	0	
b) Voted by electronic mode	5	168	
Total	5	168	0.003

iii. Invalid votes:

Total number of members whose votes declared invalid	Total number of votes cast by them
0	0

B) Resolution-2: Special Resolution

Approval for amendment of Articles of Association for insertion of Clause - "Chairman Emeritus".

i. Voted in favour of the resolution

Number of Members		Number of vote cast in favour of resolution	% of total number of valid votes cast
a) Voted by physical ballot	00	00	
b) Voted by electronic mode	73	4,51,50,901	
Total	73	4,51,50,901	99.91



ii. Voted against the resolution:

Number of Members		Number of vote cast in favour of resolution	% of total number of valid votes cast
a) Voted by physical ballot	0	0	
b) Voted by electronic mode	12	42,217	
Total	12	42,217	0.09

iii. Invalid votes:

Total number of members whose votes declared invalid	Total number of votes cast by them
0	0

C) Resolution-3: Ordinary Resolution

Approval for appointment of Mr. Kochouseph Chittilappilly as Chairman Emeritus of the Company and payment of emoluments

i. Voted in favour of the resolution

Number of Members		Number of vote cast in favour of resolution	% of total number of valid votes cast
c) Voted by physical ballot	00	00	
d) Voted by electronic mode	67	57,42,873	
Total	67	57,42,873	99.96

ii. Voted against the resolution:

Number of Members		Number of vote cast in favour of resolution	% of total number of valid votes cast
c) Voted by physical ballot	0	0	



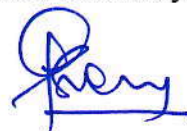
d) Voted by electronic mode	11	2,277	
Total	11	2,277	0.04

iii. Invalid votes:

Total number of members whose votes declared invalid	Total number of votes cast by them
0	0

6. Register of postal ballot and all other relevant records of voting process given/provided/maintained in electronic mode will remain in our custody until the Chairman considers, approves and signs the minutes of the postal ballot and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,
Yours faithfully,



Somy Jacob
FCS 6269, CP No. 6728
Scrutinizer
UDIN:F006269B001275900



Place: Kannur

Dated: November 21, 2020