

November 16, 2022

BSE Limited Corporate relation Department Phiroze Jeejeeboy Towers Dalal Street, Fort, Mumbai- 400 001 Tel.: 2272 8013/15/58/8307 <u>BSE Scrip Code: 539056</u>	National Stock Exchange of India Limited Listing Department Exchange Plaza, 5 th Floor, Plot no. C/1, G Block, Bandra Kurla Complex, Bandra (E) Mumbai-400 051 Tel.: 2659 8235/36 8458 <u>NSE Scrip Symbol: IMAGICAA</u>
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Dear Sir/ Madam,

Sub.: Voting Results of Extra-Ordinary General Meeting No. 02/2022-23 of the Company held on November 16, 2022

Please find enclosed herewith the voting results (remote e-voting and e-voting during the Meeting) of the business transacted at the Extra-Ordinary General Meeting No. 02/2022-23 (“EOGM”) of the Company held on November 16, 2022 in the prescribed format pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as **Annexure A** along with the Scrutinizer’s Report thereon as **Annexure B**.

All the resolutions proposed in the Notice convening the EOGM were passed with the requisite majority.

You are requested to take the same on records.

Thanking you,

Yours faithfully,

For Imagicaaworld Entertainment Limited

Reshma Poojari
Company Secretary & Compliance Officer

Encl: as above

Imagicaaworld Entertainment Limited

Annexure A

Details regarding the voting results of the business transacted at the Extra Ordinary General Meeting No. 02/2022-23 in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of Extra Ordinary General Meeting	Wednesday, November 16, 2022
Total number of shareholders as on record date	40353
No. of shareholders present in the meeting either in person or through proxy	
- Promoter and Promoter Group	Not Applicable
- Public	Not Applicable
No. of shareholders attended the meeting through videoconferencing	
- Promoter and Promoter Group	2
- Public	103

Imagicaaworld Entertainment Limited

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Resolution Required : (Special)			1 - APPROVAL OF LIMITS FOR THE LOANS/ INVESTMENTS/ CORPORATE GUARANTEES IN TERMS OF THE PROVISIONS OF SECTION 186 OF THE COMPANIES ACT, 2013					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	27370127	27370127	100.0000	27370127	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		27370127	100.0000	27370127	0	100.0000	0.0000
Public Institutions	E-Voting	46667326	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	336418311	278963079	82.9215	278512930	450149	99.8386	0.1614
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		278963079	82.9215	278512930	450149	99.8386	0.1614
Total		410455764	306333206	74.6325	305883057	450149	99.8531	0.1469

Imagicaaworld Entertainment Limited

Resolution Required : (Special)			<p>2 - (A) TO APPROVE THE SALE OF LAND UPTO 82.20 ACRES, OWNED BY THE COMPANY, AND SITUATED AT VILLAGES SANGDEWADI, DEVNAHVE, VADWAL, KHANAV & GANESHNAGAR;</p> <p>(B) TRANSFER OF THE SHARES HELD BY THE COMPANY IN WALKWATER PROPERTIES PRIVATE LIMITED (“WPPL”), A WHOLLY OWNED MATERIAL SUBSIDIARY OF THE COMPANY WHICH OWNS LAND ADMEASURING 135.58 ACRES SITUATED AT VILLAGES DEVNAHVE, VADWAL, KHANAV & GANESHNAGAR.</p>					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	27370127	27370127	100.0000	27370127	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		27370127	100.0000	27370127	0	100.0000	0.0000
Public Institutions	E-Voting	46667326	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	336418311	278963079	82.9215	277899843	1063236	99.6189	0.3811
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		278963079	82.9215	277899843	1063236	99.6189	0.3811
Total		410455764	306333206	74.6325	305269970	1063236	99.6529	0.3471

Imagicaaworld Entertainment Limited

Resolution Required : (Special)			3 - CONVERSION OF 4,80,00,000 0.01% 20 YEARS NON-CONVERTIBLE REDEEMABLE PREFERENCE SHARES TO OPTIONALLY CONVERTIBLE REDEEMABLE PREFERENCE SHARES					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	27370127	27370127	100.0000	27370127	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		27370127	100.0000	27370127	0	100.0000	0.0000
Public Institutions	E-Voting	46667326	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	336418311	278963079	82.9215	277899845	1063234	99.6189	0.3811
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		278963079	82.9215	277899845	1063234	99.6189	0.3811
Total		410455764	306333206	74.6325	305269972	1063234	99.6529	0.3471

Imagicaaworld Entertainment Limited

Resolution Required : (Ordinary)			4 - APPROVAL OF RELATED PARTY TRANSACTIONS					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	27370127	27370127	100.0000	27370127	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		27370127	100.0000	27370127	0	100.0000	0.0000
Public Institutions	E-Voting	46667326	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	336418311	278963079	82.9215	278512930	450149	99.8386	0.1614
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		278963079	82.9215	278512930	450149	99.8386	0.1614
Total		410455764	306333206	74.6325	305883057	450149	99.8531	0.1469

CONSOLIDATED SCRUTINIZER'S REPORT

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

To,
Chairperson of the Extraordinary General Meeting
Imagicaaworld Entertainment Limited
30/31 Sangdewadi, Khopoli-Pali Road,
Taluka Khalapur,
Raigad- 410203

Sub.: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the Extraordinary General Meeting No. 02/2022-23 of Imagicaaworld Entertainment Limited held on Wednesday, November 16, 2022, from 11.30 a.m. onwards conducted through Audio Visual Means ('OAVM') ('said EGM')

I, Mohammed Aabid, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of the Company of Imagicaaworld Entertainment Limited (*"the Company"*), for the purpose of scrutinizing the e-voting process i.e. remote e-voting process and e-voting at the said EGM (*hereinafter collectively referred to as "e-voting"*), pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) (*"Act"*) and in accordance with General Circular no. 02/2022 dated May 5, 2022 read with General Circular no. 02/2021 dated January 13, 2021, General Circular no. 20/2020 dated May 5, 2020, General Circular no. 14/2020 dated April 8, 2020 and General Circular no. 17/2020 dated April 13, 2020 and in accordance with Circular no SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 read with SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (collectively referred to as *"SEBI Circulars"*).

I, hereby submit my report as under:

1. The management of the Company is responsible to ensure the compliance with the requirements of the Act relating to voting through electronic means on the resolutions contained in the Notice for the said EGM. My responsibility as a Scrutinizer for the e-voting process is restricted to ensure that the e-voting process is conducted in a fair and transparent manner and make a Scrutinizer's report of the votes cast *"in favour"* or *"against"* or *"invalid votes"*, to the Chairman of the said EGM, on the resolutions with respect to all the items of the business enumerated in the Notice of said EGM.
2. **Dispatch of Notice convening the EGM:**

The Company had dispatched the Notice dated October 19, 2022 along with the Statement stating out material facts under Section 102 of the Act via e-mail to 38437 members who have registered their email IDs with the Company/ Link Intime India Private Limited the Registrar and Transfer Agents of the Company (*"RTA"*) on October 14, 2022.

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The Company had also uploaded the Notice of the said EGM on its website i.e. www.imagicaaworld.com, and on the websites of the RTA and Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively to facilitate the members to cast their votes through remote e-voting.

Advertisement prior to sending of Notice:

Pursuant to clause IV of the MCA Circular dated May 5, 2020, the Company had published an advertisement in 'The Business Standard' (English newspaper) and 'Sakal' (Marathi newspaper) on October 18, 2022 specifying the required information as provided under clause IV (a) to (f) of the said circular.

Advertisement post sending of Notice:

Pursuant to clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has also published 21 days before the date of the EGM, an advertisement in 'The Business Standard' (English newspaper) and 'Sakal' (Marathi newspaper) on October 21, 2022 specifying the required information as provided under the said rule.

3. **Cut-off date**

The members of the company holding shares as on the cut-off date i.e. Thursday, November 10, 2022, were entitled to vote on the resolutions as set out in the Notice of the said EGM and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

4. **E-Voting**

a. Agency

- i. The Company engaged the services of Link Intime India Private Limited as the Service Provider, for the purpose of extending the facility of remote e-voting and e-voting at the EGM by facilitating via its website, <http://www.instavote.linkintime.co.in>, ("*InstaVote*") to the Members of the Company.
- ii. The Service Provider had through InstaVote provided a system for recording the votes of the Members, cast electronically through remote e-voting as well as at the EGM, on all the items of the business sought to be transacted as set out in the Notice of the said EGM held on Wednesday, November 16, 2022.

b. Remote e-voting

The remote e-voting platform was open from Sunday, November 13, 2022 (9:00 a.m. IST) to Tuesday, November 15, 2022 (5:00 p.m. IST) and members holding shares in physical form and dematerialized form were required to cast their votes electronically through Insta-Vote. The remote e-voting module was disabled for voting thereafter by the Service Provider.

c. E-voting at the EGM

The members who had not cast their vote by remote e-voting and who were present at the EGM through VC/OAVM facility were provided the facility of e-voting at the EGM via Insta-Vote. Detailed instructions to use the facility were explained in the Notice of the said EGM.

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The facility of e-voting remained enabled till 12.40 p.m. IST (i.e. for 30 minutes' post conclusion of the EGM) and was disabled thereafter by the Service Provider.

5. Completion of e-voting and counting process

After the closure of the e-voting at the EGM, the votes cast through Insta-Vote at the EGM and through remote e-voting prior to the date of the EGM were unblocked and downloaded from the facility made available by the RTA. The e-voting data/ results downloaded were scrutinized and reviewed, the votes were counted and the results were prepared.

6. The Corporate members who had participated in the remote e-voting had provided scanned copy of the resolution passed by their board of directors authorizing them to exercise their votes through e-voting.

As a Scrutinizer, I, based on the reports generated from the e-voting system provided by RTA and e-voting conducted at the said EGM, have scrutinized the votes cast through e-voting and present herewith the Scrutinizer's Report on the votes cast "in favor" or "against" or "invalid votes", with respect to each item on the agenda as set out in the Notice of the said EGM.

The particulars of all the electronic votes cast by the members through the e-voting process have been recorded in a register separately maintained for the purpose.

The result of the e-voting is as per the Annexure-I attached herewith.

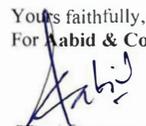
The Register and all other papers and relevant records relating to e-voting are maintained and kept in my safe custody.

Conclusion:

All the resolutions having secured requisite majority of votes, the respective resolutions are considered to have been passed. The Chairman of the said EGM will accordingly declare the result of voting pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,

Yours faithfully,
For Aabid & Co


QS Mohammed Aabid
FCS: F6579;
C.O.P No.: 6625;
UDIN: F006579D001797016



Countersigned

For Imagicaworld Entertainment Limited
RESHMA VISHWANATH
POOJARI

Digitally signed by RESHMA
VISHWANATH POOJARI
Date: 2022.11.16 18:52:56 +05'30'

Ms. Reshma Poojari
Company Secretary & Compliance Officer

Place: Mumbai

Date: November 16, 2022

ANNEXURE-1SPECIAL BUSINESSItem No. 1: Special ResolutionApproval of Limits for the Loans/ Investments/ Corporate Guarantees in terms of the provisions of Section 186 of the Companies Act, 2013

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	27370127	27370127	100	27370127	0	100	0
	Total		27370127	100	27370127	0	100	0
Public Institutions	E-Voting	46667326	0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institutions	E-Voting	336418311	278963079	82.92	278512930	450149	99.83	0.16
	Total		278963079	82.92	278512930	450149	99.83	0.16
Total		410455764	306333206	74.63	305883057	450149	99.85	0.14

Item No. 2: Special Resolution

To Approve the (i) sale of land upto 82.20 acres, owned by the Company, and situated at Villages Sangdewadi, Devnahve, Vadwal, Khanav & Ganeshnagar; and

(ii) transfer of the shares held by the Company in Walkwater Properties Private Limited (“WPPL”), a wholly owned material subsidiary of the Company which owns land admeasuring 135.58 acres situated at Villages Devnahve, Vadwal, Khanav & Ganeshnagar

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	27370127	27370127	100	27370127	0	100	0
	Total		27370127	100	27370127	0	100	0
Public Institutions	E-Voting	46667326	0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institutions	E-Voting	336418311	278963079	82.92	277899843	1063236	99.61	0.38
	Total		278963079	82.92	277899843	1063236	99.61	0.38
Total		410455764	306333206	74.63	305269970	1063236	99.65	0.34



Item No. 3: Special Resolution**Conversion of 4,80,00,000 0.01% 20 Years Non-Convertible Redeemable Preference Shares to Optionally Convertible Redeemable Preference Shares**

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	27370127	27370127	100	27370127	100	100	0
	Total		27370127	100	27370127	100	100	0
Public Institutions	E-Voting	46667326	0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institutions	E-Voting	336418311	278963079	82.92	277899845	1063234	99.61	0.38
	Total		278963079	82.92	277899845	1063234	99.61	0.38
Total		410455764	306333206	74.63	305269972	1063234	99.65	0.34

Item No. 4: Ordinary Resolution**Approval of Related Party Transactions**

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	27370127	27370127	100	27370127	100	100	0
	Total		27370127	100	27370127	100	100	0
Public Institutions	E-Voting	46667326	0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non-Institutions	E-Voting	336418311	278963079	82.92	278512930	450149	99.83	0.16
	Total		278963079	82.92	278512930	450149	99.83	0.16
Total		410455764	306333206	74.63	305883057	450149	99.85	0.14

