

Date: 20/08/2018

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

Sub: Results of Postal Ballot.

This has reference to our letter dated July 16, 2018 enclosing the postal ballot notice along with the explanatory statement seeking the consent of the members by way of ordinary / special resolution vide postal ballot / electronic voting with respect to the following items of business:

1. Appointment of Mr. George Joseph as Joint Managing Director.
2. Appointment of Mr. Kochouseph Chittilappilly as Whole-time Director.

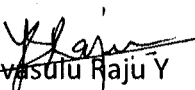
Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Resolutions 1 and 2 as mentioned above have been passed by the members of the Company with requisite majority.

The approval is deemed to have been received on the last date of receipt of postal ballot forms, i.e. on August 17, 2018.

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

Thanking you,

For Wonderla Holidays Limited


Srinivasulu Raju Y
Company Secretary



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.

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

Date: August 20, 2018

Dear Sir,

We are submitting herewith the Report of the Scrutinizer in respect of Postal Ballot conducted pursuant to Notice of Postal Ballot dated July 9, 2018. Original Reports (2 copies) are sent through Courier.

Thanking you

Yours sincerely

CS Somy Jacob

F6269; CP No. 6728





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, 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 July 9, 2018 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 July 9, 2018, dispatched to the shareholders by prescribed modes on July 17, 2018 and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 published on July 17, 2018, the voting commenced on July 19, 2018 (at 9: 00 hours) and ended on August 17, 2018 (at 17:30 hours) for physical ballots and as well as for e-voting. The e-voting facility was provided by Karvy Computershare Private Limited. The votes were unblocked at around 17:40 hours on August 17, 2018 and the e-voting summary statement was downloaded from e-voting website of Karvy Computershare Private Limited (<https://evoting.karvy.com>).

2. The Equity Shareholders holding shares as on July 13, 2018, "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 Karvy Computershare Private Limited (<https://evoting.karvy.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 Karvy Computershare Private Limited, Hyderabad, the Registrar & Share Transfer Agents of the Company.

5. The result of the voting is as under:

A) B) Resolution-1: Special Resolution

Appointment of Mr. George Joseph as Joint 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	18	1,823	0.003
b) Voted by electronic mode	84	4,57,03,414	80.890
Total	102	4,57,05,237	80.893

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	0.00
b) Voted by electronic	5	117	0.00

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mode			
Total	5	117	0.00

iii. Invalid votes:

Total number of members whose votes declared invalid	Total number of votes cast by them
7	5780

B) Resolution-2: Ordinary Resolution

Appointment of Mr. Kochouseph Chittilappilly as Whole-time 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	16	0.003
b) Voted by electronic mode	55,91,309	9.896
Total	96	9.899

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	0.00
b) Voted by electronic mode	4	0.00
Total	4	0.00

iii. Invalid votes:

Total number of members whose votes declared invalid	Total number of votes cast by them
14	4,01,18,081

6. Register of postal ballot and all other relevant records of voting process given/provided/maintained in electronic mode and the postal ballots (physical) will

[Handwritten Signature]

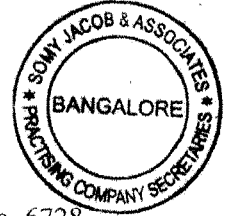


remain in our custody until the Chairman considers, approves and signs the minutes of the postal ballot and the same shall be handed *over* thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,
Yours faithfully,



Somy Jacob
FCS 6269, CP No. 6728
Scrutinizer



Place: Bangalore
Dated: August 20, 2018