

YOGESH D. DABHOLKAR
B.Com, LL.B, F.C.S

Cell : 9892570815
Phone: 0251-2882700

YOGESH D. DABHOLKAR & Co.
COMPANY SECRETARY

Address: 104, Amber Castle, Behind DNC School, Near Gopal Baug, Dombivli (East), Thane-421201, Email: fcsyogesh@gmail.com

To,
The Chairman,
CINEVISTA LIMITED,
(Formerly known as Cinevistaas Limited.)
Bright Compound, Plot No.1, Gandhi Nagar,
L. B. S. Marg, Kanjurmarg (West), Mumbai, 400078.

Dear Sir,

Subject: Scrutinizer's Report on remote e-voting process.

I, Yogesh D. Dabholkar, Proprietor of Yogesh D. Dabholkar & Co., Practicing Company Secretary, had been appointed as the scrutinizer by the Board of Directors of **CINEVISTA LIMITED** vide Board Resolution dated 13th August, 2016 to scrutinize the remote e- Voting process in fair & transparent manner in respect of the below mentioned resolution to be passed at 19th Annual General Meeting (AGM) to be held on 27th September, 2016.

The notice dated 13th August, 2016 convening AGM of the Company alongwith the statement setting out material facts under Section 102 of Companies Act, 2013 were sent to the shareholders and it was also placed on the website of the Company.

The shareholders have been informed about the facility to exercise their right to vote at AGM by electronic means. The Company has availed the remote e-voting facility offered by Karvy Computershare Private Limited ("Karvy") for conducting remote e-voting by the shareholders of the Company.

The voting period for e-voting commenced from 24th September, 2016 at 09.00 a.m. and ended on 26th September, 2016 at 5.00 p.m. and platform provided by Karvy was blocked thereafter and the votes cast under remote e-voting facility were then unblocked in the presence of two witness who were not in the employment of the Company.



I have scrutinized and reviewed the remote e-voting process and based on the data downloaded from the e-voting platform provided by Karvy, I submit my following report on remote e-voting process.

1) Resolution No. 1:

Adoption of Financial Statements and Reports thereon for the financial year ended 31st March, 2016:

i) Voted in favour of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
2	525	100

ii) Voted against the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
Nil	Nil	Nil

iii) Invalid Votes:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Nil	Nil



2) Resolution No. 2:

Re-appointment of Mr. Talat Aziz (DIN: 00880922), liable to retire by rotation:

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
2	525	100

ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
Nil	Nil	Nil

iii) **Invalid** Votes:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Nil	Nil

3) Resolution No.3:

Ratification of the appointment of M/s. Sarath & Associates, Chartered Accountants as Statutory Auditors and fixing their remuneration:

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
2	525	100



ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
Nil	Nil	Nil

iii) **Invalid** Votes:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Nil	Nil

4) **Resolution No.4:**

To approve appointment of Mrs. Pamma Mehta to a place of profit being 'Administrative, Creative & Public Relations Officer' of the Company as Special Resolution:

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
2	525	100

ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
Nil	Nil	Nil

iii) **Invalid** Votes:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Nil	Nil



5) Resolution No.5:

To approve appointment of Mrs. Sunita Malhotra to a place of profit being 'Costume Designer and Stylist' of the Company as Special Resolution:

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
2	525	100

ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
Nil	Nil	Nil

iii) **Invalid** Votes:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Nil	Nil



6) Resolution No.6:

To seek consent for Related Party Transactions upto an aggregate limit of 50 Crores as Special Resolution:

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
2	525	100

ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
Nil	Nil	Nil

iii) **Invalid** Votes:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Nil	Nil



7) Resolution No.7:

To seek consent to exercise borrowing powers to the Board and if required, to offer or invite for subscription on private placement basis as Special Resolution:

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
2	525	100

ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
Nil	Nil	Nil

iii) **Invalid** Votes:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Nil	Nil



8) Resolution No.8:

To seek consent for Creation of Charge on Movable and Immovable properties of the Company, both present and future as Special Resolution:

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
2	525	100

ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
Nil	Nil	Nil

iii) **Invalid** Votes:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Nil	Nil



**YOGESH D. DABHOLKAR & Co.
COMPANY SECRETARY**

The register and all other papers and relevant records relating to electronic voting shall remain in our custody until the Chairman considers, approves & signs the minutes of the aforesaid AGM and the same are handed over to the Company Secretary.

Thanking You,

Yours Faithfully,

For **Yogesh D. Dabholkar & Co.**,
Practicing Company Secretary

Yogesh D. Dabholkar



Yogesh D. Dabholkar
Proprietor
CP: 6752
FCS: 6336

Place: Dombivli
Date: 27th September, 2016