

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: Consolidated Scrutinizer's Report on remote e-voting process and poll conducted at 20th Annual General Meeting (AGM) held on 18th August, 2017.

The Board of the Company at its meeting held on 30th May, 2017 had appointed me as a scrutinizer for the remote e-voting held from 14th August 2017 at 11.00 a.m. till 17th August 2017 at 5.00 p.m. and the Chairman of 20th Annual General Meeting (AGM) has appointed me as the scrutinizer for the poll held at AGM of the Company on 18th August 2017.

The Company had appointed Karvy Computershare Private Limited ("Karvy") as the service provider for extending the facility of electronic voting to the shareholders of the Company from 14th August 2017 at 11.00 a.m. till 17th August 2017 at 5.00 p.m. The remote e-voting facility was then unblocked in the presence of two witnesses who were not in the employment of the Company. For further details regarding the remote e-voting kindly refer my scrutinizer's report dated 18th August 2017.

At the AGM of the Company held on 18th August 2017, the Chairman of the Company had suo motto called for poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through the voting by poll process. The Chairman of the AGM had appointed me as the scrutinizer for the same. For further details regarding voting by Poll kindly refer my scrutinizer's report in form MGT-13 dated 18th August 2017.

I hereby submit my following consolidated report on remote e-voting together with the poll.



CONSOLIDATED REPORT

1) **Resolution No. 1:**

Adoption of Financial Statements and Reports thereon for the financial year ended 31st March, 2017:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	551	33419014	33419565	99.9999
Votes against the Resolution	NIL	10	10	0.0001
Total	551	33419024	33419575	100

2) **Resolution No. 2:**

Re-appointment of Mr. Talat Aziz, liable to retire by rotation:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	551	33419014	33419565	99.9999
Votes against the Resolution	Nil	10	10	0.0001
Total	551	33419024	33419575	100



3) Resolution No.3:

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

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	551	33419014	33419565	99.9999
Votes against the Resolution	Nil	10	10	0.0001
Total	551	33419024	33419575	100

4) Resolution No.4:

To approve re-appointment of Mr. Sunil Mehta as the Managing Director & Vice-Chairman of the Company for the period of 3 years with effect from 1st April, 2017 at the remuneration of Rs. 63,00,000/- (Rupees Sixty Three lacs) per annum:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	551	321181	321732	99.9969
Votes against the Resolution	Nil	10	10	0.0031
Total	551	321191	321742	100



5) Resolution No. 5:

To approve appointment of Mr. Prem Krishen Malhotra as the Whole Time Director & Chairman of the Company for the period of 3 years with effect from 1st April, 2017 at the remuneration of Rs. 63,00,000 (Rupees Sixty Three lacs) per annum:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	551	321181	321732	99.9969
Votes against the Resolution	Nil	10	10	0.0031
Total	551	321191	321742	100

6) Resolution No.6:

To seek consent for Related Party Transactions upto an aggregate limit of Rs. 50 Crores only:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	551	321160	321711	99.8287
Votes against the Resolution	Nil	31	31	0.1713
Total	551	321191	321742	100



7) Resolution No.7:

To seek consent to exercise borrowing powers to the Board upto Rs. 163 Crore and if required, to offer or invite for subscription on private placement basis:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	551	33418998	33419549	99.9999
Votes against the Resolution	Nil	26	26	0.0001
Total	551	33419024	33419575	100

8) Resolution No.8:

To seek consent for Creation of the Charge on Movable and Immovable properties of the Company, both present and future upto Rs. 163 Crore:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	551	33418998	33419549	99.9999
Votes against the Resolution	Nil	26	26	0.0001
Total	551	33419024	33419575	100



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

From the above report I state that the entire resolutions stated above stand passed under the combined remote e-voting & poll with requisite majority.

The register and all other papers and relevant records relating to electronic voting & Voting by Poll are handed over to the Company Secretary.

Thanking You,

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

Y Dabholkar

Yogesh D. Dabholkar
Proprietor

CP: 6752
FCS: 6336

Place: Dombivli
Date 18th August, 2017

