

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

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To,  
The Chairman,  
**CINEVISTA 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 21<sup>st</sup> Annual General Meeting (AGM) held on 24<sup>th</sup> September, 2018.

The Board of the Company at its meeting held on 30<sup>th</sup> May, 2018 had appointed me as a scrutinizer for the remote e-voting held from 20<sup>th</sup> September 2018 at 09.00 a.m. till 23<sup>rd</sup> September 2018 at 5.00 p.m. and the Chairman of 21<sup>st</sup> Annual General Meeting (AGM) has appointed me as the scrutinizer for the poll held at AGM of the Company on 24<sup>th</sup> September, 2018.

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 20<sup>th</sup> September 2018 at 09.00 a.m. till 23<sup>rd</sup> September 2018 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 24<sup>th</sup> September, 2018.

At the AGM of the Company held on 24<sup>th</sup> September, 2018, 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 24<sup>th</sup> September, 2018.

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



**CONSOLIDATED REPORT**

**Item No.1- Ordinary Resolution:**

**Adoption of Financial Statements and Reports thereon for the financial year ended 31<sup>st</sup> March, 2018:**

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	492	22136804	22137296	99.5409
Votes against the Resolution	2100	100000	102100	0.4590
<b>Total</b>	<b>2592</b>	<b>22236804</b>	<b>22239396</b>	<b>100</b>

**Item No.2- Ordinary Resolution:**

**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	367	22136804	22137171	99.5403
Votes against the Resolution	2225	100000	102225	0.4596
<b>Total</b>	<b>2592</b>	<b>22236804</b>	<b>22239396</b>	<b>100</b>





**Item No.3- Ordinary Resolution:**

**To authorize the Board to fix Remuneration of M/s. Sarath & Associates, Statutory Auditors of the Company :**

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	492	22136804	22137296	99.5409
Votes against the Resolution	2100	100000	102100	0.4590
<b>Total</b>	<b>2592</b>	<b>22236804</b>	<b>22239396</b>	<b>100</b>

**Item No.4- Special Resolution:**

**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	367	945781*	946148	90.2491
Votes against the Resolution	2225	100000	102225	9.7508
<b>Total</b>	<b>2592</b>	<b>1045781</b>	<b>1048373</b>	<b>100</b>

\*Six members of the Company have been abstained from voting on this resolution.



**Item No.5- Special Resolution:**

**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	367	22136804	22137171	99.5403
Votes against the Resolution	2225	100000	102225	0.4596
<b>Total</b>	<b>2592</b>	<b>22236804</b>	<b>22239396</b>	<b>100</b>

**Item No.6- Special Resolution:**

**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	367	22136804	22137171	99.5403
Votes against the Resolution	2225	100000	102225	0.4596
<b>Total</b>	<b>2592</b>	<b>22236804</b>	<b>22239396</b>	<b>100</b>





**Item No.7- Special Resolution:**

**To seek consent for the continuation of the term of office of Shri. Niranjan Shivdasani (DIN: 02666449) as the Non-Executive Independent Director:**

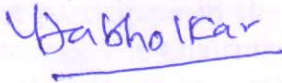
Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	492	22136804	22137296	99.5409
Votes against the Resolution	2100	100000	102100	0.4590
<b>Total</b>	<b>2592</b>	<b>22236804</b>	<b>22239396</b>	<b>100</b>

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



Yogesh D. Dabholkar  
Proprietor



CP: 6752  
FCS: 6336

Place: Dombivli.  
Date: 24<sup>th</sup> September, 2018.