

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

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
Mr. Sunil Mehta,
Chairman of
22nd Annual General Meeting of the Equity Shareholders of **CINEVISTA LIMITED**.

Held on Tuesday, 24th September, 2019 at 11.00 a.m. at Shri. Santokba Sanskar Sadan, Next to Shri. Bhaidas Maganlal Sabhagriha, Bhaktivedant Swami Marg, Shri Vile Parle Kelavani Mandal, Vile Parle (W), Mumbai- 400056.

Dear Sir,

I Yogesh D. Dabholkar, Proprietor of Yogesh D. Dabholkar & Co., Practicing Company Secretary appointed as a Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 22st Annual General Meeting of the Equity Shareholders of **CINEVISTA LIMITED** held on Tuesday, 24th September, 2019 at 11.00 a.m. at Shri. Santokba Sanskar Sadan, Next to Shri Bhaidas Maganlal Sabhagriha, Bhaktivedant Swami Marg, Shri Vile Parle Kelavani Mandal, Vile Parle (W), Mumbai – 400056, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my/~~our~~ presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the ~~Company~~/ Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:



Item No.1- Ordinary Resolution:

Adoption of Financial Statements and Reports thereon for the financial year ended 31st March, 2019:

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
47	39917562	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	20



Item No.2- Ordinary Resolution:

To appoint M/s Chaturvedi & Patel, Chartered Accountants (Firm Reg No: 121351 W) as the Statutory Auditors of the Company:

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
47	39917562	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	20



Item No.3- Ordinary Resolution:

To appoint Smt. Jyoti Pritam Motwani (DIN: 08381766) as a Director of the Company:

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
47	39917562	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	20



Item No.4- Special Resolution:

To re-appoint Smt. Sulochana Talreja (DIN: 00065092) as an Independent Director for the period of 5 years:

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
44	39899851	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	20



Item No.5- Special Resolution:

To re-appoint Smt. Renu Anand (DIN: 00064957) as an Independent Director for the period of 5 years:

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
47	39917562	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	20



Item No.6- Special Resolution:

To re-appoint Shri. Niranjan Shivdasani (DIN: 02666449) as an Independent Director for the period of 5 years:

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
47	39917562	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	20



Item No.7- Special Resolution:

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

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
41	5495148	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	20



Item No.8- Special Resolution:

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

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
47	39917562	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	20



Item No.9- Special Resolution:

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

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
47	39917562	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	20



Item No.10- Special Resolution:

To seek the consent for the continuation of the term of office of Shri. Niranjani Shivdasani DIN 02666449 as the Non-Executive Independent Director under Regulation 17 (1A) of the Securities and Exchange Board of India Listing Obligations and Disclosure Requirements (Amendment) Regulations, 2018:

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
47	39917562	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	20



Item No.11- Special Resolution:

To seek the consent for the continuation of the term of office of Smt. Jyoti Pritam Motwani DIN 08381766 as the Non-Executive Non Independent Director under Regulation 17 (1A) of the Securities and Exchange Board of India Listing Obligations and Disclosure Requirements Amendment Regulations, 2018:

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
47	39917562	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	20



Item No.12- Special Resolution:

Approval for payment of remuneration to non-executive directors for the period of five years:

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
47	39917562	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	20



Item No.13- Special Resolution:

To authorize the Board to sale of the property of the Company:

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
47	39917562	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	20



Item No.14- Special Resolution:

To approve continuation of payment of remuneration to Executive Directors who are Promoters in excess of threshold limits as per SEBI (LODR) (Amendment) Regulations, 2018:

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
41	5495148	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	20



YOGESH D. DABHOLKAR & Co.
COMPANY SECRETARY

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / ~~Director~~ authorized by the Board for safe keeping.

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: 24th September, 2019