

1st December, 2023

The Manager, Corporate Relationship Department, <b>Bombay Stock Exchange Limited</b> 1st Floor, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, Mumbai – 400001 Kind Attn: Mrs. Bharati Bhambwani	The Manager, Listing Department, <b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra-Kurla Complex, Bandra (E) Mumbai – 400051
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Dear Sir / Madam,

**Sub: Continual Disclosure under Regulation 30 of SEBI (LODR), 2015**

With regards to the above and pursuant to our communication dated 11<sup>th</sup> May, 2023 and 30<sup>th</sup> May, 2023, we wish to keep the Authorities informed that, in furtherance to the Joint Development Agreement registered between the Company; Viz. M/s. Cinevista Limited and M/s. K. Raheja Corp. Real Estate Pvt. Ltd on 29<sup>th</sup> May, 2023, Further Developments as have taken place on 1<sup>st</sup> December, 2023, are being intimated:

This intimation is in compliance of Para B, of Part A, of Schedule III, under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in furtherance of Intimation published under Regulation 30 of the SEBI (LODR), 2015 dated 30<sup>th</sup> May, 2023 (Enclosed herewith for Ready Reference)

We hope, you find the above, in order!

Thanking you

Yours sincerely,

For Cinevista Limited



Kilpa Goradia

Company Secretary & Compliance Officer

M.No.: F11934

Encl.: As above

## SCHEDULE III

**PART B: Events which shall be disclosed upon application of the guidelines for materiality referred sub-regulation (4) of regulation (30):**

**5. Agreements (viz. loan agreement(s) (as a borrower) or any other agreement(s) which are binding and not in normal course of business, revision(s) or amendment(s) and termination(s) thereof:**

Only important terms and conditions which may be as under needs to be disclosed:

a) name(s) of parties with whom the agreement is entered;	K. Raheja Corp. Real Estate Pvt. Ltd
b) purpose of entering into the agreement;	Supplemental Agreement to the Joint Development Agreement, entered into, on 29 <sup>th</sup> May, 2023
c) size of agreement;	Rs. 7,80,00,000/- (Rupees Seven Crores and Eighty Lakhs Only) Rs. 30,00,000/- (Rupees Thirty Lakhs) as I.F.R.S.D. & Rs. 7,50,00,000/- (Rupees Seven Crores and Fifty Lakhs Only) as Interest bearing Refundable Deposit
d) shareholding, if any, in the entity with whom the agreement is executed;	Not Applicable
e) significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.;	<p><b>Advance Terms:</b> Advance from K Raheja Corp. Real Estate Pvt. Ltd. as refundable deposit, for an amount of Rs.7,50,00,000/-, bearing simple interest, @18%pa</p> <p><b>Repayment Terms:</b> A total of 27% only of the Company's Revenue, from its Revenue Receivable from the Company's share of Area &amp; Advertisement Revenue, will be utilized for the repayment of both I.F.R.S.D &amp; S.D. amounts logged in with the Company, with Interest (As Applicable).</p> <p>A. I.F.R.S.D.: stands for "Interest Free Refundable Security Deposit"</p> <p>B. S.D.-1: Stands for Refundable Security Deposit with simple interest @18% per annum</p>



# CINEVISTA

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	<b>Registration Expenses:</b> Stamp duty & other expenses for execution of the said Agreement will be borne by the Company.
f) whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship;	Not Related
g) whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	No
h) in case of issuance of shares to the parties, details of issue price, class of shares issued;	Not Applicable
i) in case of loan agreements, details of lender, nature of the loan, total amount of loan granted, total amount outstanding, date of execution of the loan agreement/sanction letter, details of the security provided to the lenders for such loan;	Not Applicable
j) any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc;	All necessary Deemed Disclosures, have been already made by us & are in order, as on 30 <sup>th</sup> May, 2023
k) in case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): i. name of parties to the agreement ; ii. nature of the agreement; iii. date of execution of the agreement; iv. details of amendment and impact thereof or reasons of termination and impact thereof.	Will do so if the need arises

Yours Faithfully

FOR CINEVISTA LIMITED



**Kilpa Goradia**

**Company Secretary & Compliance Officer**

**M.No.: F11934**

Regd. Office:

1, Silver Croft, Off. T.P.S. III, Corner of 16th and 33rd Road,  
Bandra West, Mumbai - 400050

Website: [www.cinevistaas.com](http://www.cinevistaas.com)

E-mail: [helpdesk@cinevistaas.com](mailto:helpdesk@cinevistaas.com)

CIN: L92130MH1997PLC107871

Date: May 30, 2023

The Manager, Corporate Relationship Department, <b>Bombay Stock Exchange Limited</b> 1st Floor, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, Mumbai – 400001 Kind Attn: Mrs. Bharati Bhambwani	The Manager, Listing Department, <b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra-Kurla Complex, Bandra (E) Mumbai – 400051
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Dear Sir / Madam,

**Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

With regards <sup>TNE</sup> to the above and pursuant to our communication dated 11<sup>th</sup> May, 2023, we wish to confirm that Joint Development Agreement between the Company; Viz. M/s. Cinevista Limited and M/s. K. Raheja Corp. Real Estate Pvt. Ltd, has been registered on 29<sup>th</sup> May, 2023

This intimation is in compliance of Para B of Part A of Schedule III under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in furtherance of Intimation published under Regulation 30 of the SEBI (LODR), 2015 dated 20<sup>th</sup> March, 2023 (Enclosed herewith for Ready Reference)

This is for your information and record.

Thanking you

Yours sincerely,  
For Cinevista Limited



**Kilpa Goradia**  
Company Secretary  
M.No.: F11934  
Encl.: As above



## SCHEDULE III

**PART B: Events which shall be disclosed upon application of the guidelines for materiality referred sub-regulation (4) of regulation (30):**

**5. Agreements (viz. loan agreement(s) (as a borrower) or any other agreement(s) which are binding and not in normal course of business, revision(s) or amendment(s) and termination(s) thereof:**

Only important terms and conditions which may be as under needs to be disclosed:

a) name(s) of parties with whom the agreement is entered;	K. Raheja Corp. Real Estate Pvt. Ltd
b) purpose of entering into the agreement;	Joint Development
c) size of agreement;	Joint Development Sharing Ratio of 75.5: 24.5% held by K. Raheja Corp. Real Estate Pvt. Ltd & Cinevista Limited respectively. As part of the Negotiation & understanding, arrived at, K. Raheja Corp. Real Estate Pvt. Ltd has forwarded an amount of Rs. 70 Crores as Interest Free Refundable Security Deposit. The 24.5% of the Developed / Development potential, on this parcel of land, will be sold by K. Raheja Corp. Real Estate Pvt. Ltd, for Cinevista Limited & the sums thus realized, will be received by the Company over the next 5/6/plus or minus years. The said 24.5% under JD has been spilt up under Revenue / Space sharing in a 60:40 ratio
d) shareholding, if any, in the entity with whom the agreement is executed;	Not Applicable
e) significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.;	Not Applicable
f) whether, the said parties are related to promoter/promoter group/ group companies	Not Related



in any manner. If yes, nature of relationship;	
g) whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	No
h) in case of issuance of shares to the parties, details of issue price, class of shares issued;	Not Applicable
i) in case of loan agreements, details of lender, nature of the loan, total amount of loan granted, total amount outstanding, date of execution of the loan agreement/sanction letter, details of the security provided to the lenders for such loan;	Not Applicable
j) any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc;	All necessary Deemed Disclosures, have been already made by us , on 20 <sup>th</sup> March, 2023
k) in case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): i. name of parties to the agreement ; ii. nature of the agreement; iii. date of execution of the agreement; iv. details of amendment and impact thereof or reasons of termination and impact thereof.	Will do so if the need arises

Yours Faithfully

FOR CINEVISTA LIMITED



MANAGING DIRECTOR

DIN: 0064800



March 20, 2023

The Manager, Corporate Relationship Department, Bombay Stock Exchange Limited 1st Floor, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, Mumbai – 400001 Kind Attn: Mrs. Bharati Bhambwani	The Manager, Listing Department, National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (E) Mumbai – 400051
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Dear Sir / Madam,

**Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

This is to inform you that the Board of Directors of the Company, in their meeting held at **2:00 p.m. today, i.e. Monday, the 20<sup>th</sup> of March, 2023**, discussed, considered and approved, the following business, at their meeting, which concluded at 5:15pm.

**1. Conversion of Capital Asset into Stock in Trade**

The Board approved the conversion of the land held in the name of the Company at Hariyali Village, Taluka Ghatkopar, Mumbai, which was a capital asset into stock-in-trade, at the value of Rs. 133.88 Crores Only, as referred to in the Valuation Report.

**2. Retirement of Mr. K.B.Nair as Chief Financial Officer (CFO) of the Company**

The Board accepted the Resignation of Mr. K.B.Nair, pursuant to his retirement from the position of Chief Financial Officer of the Company, **with effect from today i.e. the 20<sup>th</sup> of March, 2023**. The Board of Directors placed on record their gratitude and appreciation for the immense contribution made by Mr. K.B.Nair during his tenure, as CFO of the Company. **Resignation pursuant to retirement is enclosed as Annexure A.**

**3. Appointment of Mr. Vijay Singh Phoolka (DIN: ) as Chief Financial Officer (CFO) of the Company in place of the Retiring Officer, Mr. K.B.Nair**

This is to inform all that as recommended by the Nomination & Remuneration Committee, the Board of Directors in its meeting held today, has appointed Mr. Vijay Singh Phoolka, as the Chief Financial Officer, with effect from March 20th, 2023. **His brief details of appointment are enclosed at Annexure B.**

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4. Joint Development of Property held at Kanjurmarg

The Board of Directors considered the matter relating to the proposed joint development of the Company's land at Village Hariyali, Taluka Ghatkopar, Kanjurmarg, Mumbai and passed a resolution to proceed with the joint development proposed and authorized Mr. Sunil Mehta, Managing Director and Mr. PremKrishen Malhotra, Whole time Director, to jointly or severally sign and execute documents for the proposed joint development, with K Raheja Corp Real Estate Pvt Ltd having its registered office at, Plot No. C-30, Block G, Opp. SIDBI, Bandra Kurla Complex, Bandra East, Mumbai – 400051. The Company will accordingly now proceed with entering into a Joint Development Agreement and registering the same. **The details regarding the joint development are Annexed under Annexure C, herewith.**

Kindly take note of the above

Thanking you  
Yours faithfully,  
For **Cinevista Limited**



**Company Secretary**  
M.No.: F11934







### Annexure A

**Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015**

Sr. No.	Particulars	Details
1.	Name and DIN	Mr. K.B.Nair
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Retirement. <b>There are no other material reasons for resignation</b> other than those mentioned in the resignation letter.
2.	Date of Resignation / Retirement	March 20, 2023
3.	Brief Profile (in case of appointment)	Not Applicable
4.	Disclosure of relationships between directors (in case of appointment of Director)	Not Applicable
5.	Letter of resignation along with detailed reason for resignation	Enclosed herewith
6.	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.	Directorship in any other company-Nil Committee position: NIL
7.	The independent director shall, along with the detailed reasons, also provide a confirmation that there other than is no those other provided.	Mr K.B.Nair has confirmed that there are no material Reasons for his resignation other than those mentioned in his resignation letter.

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## Annexure B

**Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015**

Sr. No.	Particulars	Details
1.	Name & DIN	Vijay Singh Phoolka
2..	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment
3..	Date of appointment Terms of appointment	March 20, 2023 Appointed as the Chief Financial Officer (CFO) of the Company
3.	Brief Profile (in case of appointment)	<p>Mr. Vijay Singh Phoolka (DIN: 07467981) has been associated with the Television / Film Industry, for close to 25 plus years, now, to state the least!</p> <p>His knowledge of handling &amp; laying threadbare the smallest detail pertaining to Accounts submitted, for expenses, purchases / costing, etc., pertaining to our core business, is noteworthy!</p> <p>His primary responsibility would be managing the company's finances, including financial planning, management of financial risks and financial reporting and also analysis of data.</p> <p>We believe &amp; are confident, that he will add great value, to the Job assigned to him &amp; carry it out / execute it with Dedication &amp; Honesty!</p>
4.	Disclosure of relationships (if any)	Related to Promoters / Promoters group.

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## Annexure C

### SCHEDULE III

**PART B: Events which shall be disclosed upon application of the guidelines for materiality referred sub-regulation (4) of regulation (30):**

**Change in the general character or nature of business brought about by:**

**2.1. Arrangements for strategic, technical, manufacturing, or marketing tie-up:**

a) Agreement / joint Development (JD) with companies: i. name of the entity(ies) with whom agreement/ JD is signed;	A Joint Development Agreement to be signed with <b>K. Raheja Corp. Real Estate Pvt. Ltd., Soon.</b> (Week commencing 27/3/2023)
ii. Area of agreement/JD;	<b>JD of Land admeasuring 15817.48 sq.metres</b> located at Plot No.1, L.B.S. Marg, Gandhinagar, Kanjurmarg (W), Mumbai – 400078 with M/s. K. Raheja Corp. Real Estate Pvt. Ltd
iii. Domestic/international;	Domestic
iv. Share exchange ratio / JD ratio;	<b>75.5% : 24.5% held by K. Raheja Corp. Real Estate Pvt. Ltd &amp; Cinevista Limited respectively</b> , being the percentage of sharing, ratio-wise in the JD Project.
v. Scope of Business operation of agreement / JV;	<b>Residential Development as per F.S.I. norms under DP 2034 with retail @ 5%</b> of the total F.S.I. sanctioned, as applicable under Law.
vi. Details of consideration paid / received in agreement / JV;	70 Crores bifurcated into <b>50 Crores of Interest Free Refundable Security Deposit &amp; 20Crores @ 12% interest per annum for a period of 9 months (at the very maximum) towards availment of a NAVAL NOC from the authorities, through M.C.G.M. (if asked for).</b> If however, M.C.G.M. doesn't warrant the requisite of a Naval N.O.C. Requirement, there will be no interest charges levied / payable by Cinevista Ltd.

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	In any event, the land owner i.e. Cinevista Ltd. will not be subjected to any financial outlay, beyond the 9 month period of interest, stipulated @ 12% p.a. on Rs. 20 Crores, even if the subject Naval N.O.C. gets delayed beyond the agreed and accepted 9 months.
vii. Significant terms and conditions of agreement / JV in brief;	Same as disclosed above Further, the amount of Rs. 70 Crores given as Interest Free Refundable Security Deposit will get adjusted down the line against sales.
viii. whether acquisition would fall within related party transactions & whether promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest & details thereof and whether the same is done at “arm’s length;	No
ix. size of the entity(ies);	Not Applicable
x. rationale and benefit expected.	A Joint Development in the longer run turns out to be more advantageous, than an outright sale.
b) In the event that any such arrangement is called off for any reason, the same shall be disclosed along with the reasons for calling off the proposal.	Accepted; all Disclosures will be time bound as per rules applicable

**2.2. Adoption of new line(s) of business:**

a) industry or area to which the new line of business belongs to;	Construction / Development
b) expected benefits;	As listed above
c) estimated amount to be invested.	Cinevista Limited holds a parcel of land at Kanjurmarg, valued at Rs. 133.88 Crores as per the Valuation Report Received which will now be converted into Stock – in – Trade, from a Capital Asset. The said JD

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