



Date: July 31, 2020

BSE Limited Corporate Service Department 1st Floor, P. J. Towers, Dalal Street, Mumbai 400 001 Fax: (022) 2272 2039/2272 3121	The National Stock Exchange of India Ltd. Exchange Plaza, 5th floor, Plot No. C/1, 'G' block, Sandra Kurla Complex, Sandra (E), Mumbai 400 051 Fax: (022) 2659 8237 /2659 8238
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Dear Sir / Madam,

Sub: Annual Secretarial Compliance Report for the year ended 31st March, 2020

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/27/2019 dated 8th February 2019; please find enclosed herewith copy of Annual Secretarial Compliance Report of the Company for the year ended 31st March 2020, issued by our Secretarial Auditor M/s. Yogesh D. Dabholkar & Co., Practising Company Secretaries.

It is requested to take this intimation on record and acknowledge receipt of the same.

Due to closure of office operations, this intimation is filed under Sd/-.

Thanking you

Yours sincerely,
For **Cinevista Limited**

Sd/-
Kilpa Goradia
Company Secretary

Encl.: As above



Secretarial Compliance Report of Cinevista Limited

For the Financial Year Ended 31st March, 2020

I have examined:

- (a) all the documents and records made available to us and explanation provided by **CINEVISTA LIMITED** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2020 ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR");
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not Applicable to listed entity during review period);





- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. **(Not Applicable to listed entity during review period);**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014. **(Not Applicable to listed entity during review period);**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not Applicable to listed entity during review period);**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 **(Not Applicable to listed entity during review period);**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulation");

and circulars/ guidelines issued thereunder; and based on the above examination, I hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1)	Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Formats of Financial results submitted to Stock Exchanges are not as per the prescribed format.	Financial results submitted to Stock Exchanges for the quarter ended June, September and December 2019 are not as per prescribed format.





2)	Regulation 33(3)(g) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Consolidated Cash Flow was not submitted for the Half year ended 30 th September, 2019.	The listed entity has not submitted Consolidated Cash Flow for the Half year ended 30 th September, 2019 to the BSE and NSE.
3)	Regulation 33(3)(C)(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	The Audit report for quarter ended June 2019 submitted to Stock Exchanges was not provided by the Statutory Auditor of the Company.	The Audit report for quarter ended June 2019 submitted to Stock Exchange was provided by M/s. Chaturvedi & Patel, Chartered Accountants who has been appointed as Statutory Auditors of the Company with effect from 24 th September, 2019.
4)	Regulation 9(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015.	The Code is not altered as per revised provisions of Schedule B of PIT Regulations, 2015.	The Company has not altered code as mention in regulation 9(1) as per revised provisions of Schedule B of PIT Regulation, 2015
5)	Clause 4 of Schedule B of SEBI (Prohibition of Insider Trading) Regulations, 2015.	Trading window is not closed as per the Regulation and circular issued by BSE and NSE in this regard.	The Company has not closed its trading window as per Clause 4 of Schedule B of SEBI (Prohibition of Insider Trading) Regulations, 2015 and circular issued by BSE and NSE in this regard.

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.





- (c) There were no actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.
- (d) The listed entity has taken the following actions to comply with the observations made in previous report(s):

Sr. No.	Observations of the practicing Company Secretary in the previous reports	Observation made in the secretarial Compliance Report for the year ended	Comments of the Practicing Company Secretary on the action taken by the listed entity.
1.	Regulation 8(2) of PIT Regulation The listed entity is required to intimate the original code of practices and procedures for fair disclosure of unpublished price sensitive information to the BSE and NSE.	For the year ended 31.03.2019	The listed entity has intimidated the original code of practices and procedures for fair disclosure of unpublished price sensitive information to BSE and NSE on 13.08.2019

- (e) The listed entity has modified the terms of appointment of an auditor so as to give effect to provisions of para 6(A) and 6(B) of SEBI Circular No. CIR/CFD/CMD1/114/2019 dated 18th October, 2019.

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



Yogesh D. Dabholkar

Yogesh D. Dabholkar
Proprietor
FCS No. 6336
CP No. 6752

Date: 31st July, 2020
Place: Dombivli
UDIN: F006336B000540089