

21<sup>st</sup> June, 2024

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 Scrip Code: 532324	The Manager, Listing Department, <b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra-Kurla Complex, Bandra (E) Mumbai – 400051 Symbol: CINEVISTA
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**Declaration of Postal Ballot Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (b) Proceedings of Postal Ballot pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.**

Dear Sir/Madam,

Further to Intimation of Postal Ballot dated May 16, 2024, please find attached herewith the following:

- Voting Results of Postal Ballot as per the format prescribed in Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements);
- Scrutinizer's Report issued by Ms. Neha Anup Poddar, Practicing Company Secretary (COP No.: 26322); and
- Proceedings of Postal Ballot pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Kindly note that based on the Scrutinizer's Report, the Special Resolution set out in the Postal Ballot Notice was duly passed by the Members with requisite majority.

The aforesaid Voting Results along with Scrutinizer's Report are available on the website of the Company at <https://www.cinevistaas.com/>

Kindly take the same on your record.

Thanking you,  
Yours faithfully,

For CINEVISTA LIMITED

  
Kilpa Goradia  
Compliance Officer  
Encl: a/a



**Corporate Office:**

Flat no. 7 & 8, Silver Croft, Off T.P.S. III,  
Corner of 16<sup>th</sup> & 33<sup>rd</sup> Road,  
Bandra (W), Mumbai – 400050

**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

**Results of Postal Ballot**

**(As per Regulation 44(3) of Listing Regulations)**

<b>Name of the Company</b>	Cinevista Limited
<b>Date of Postal Ballot Notice</b>	May 16, 2024
<b>Cut-off date / Record Date</b>	May 17, 2024
<b>Voting Start Date</b>	Wednesday, May 22, 2024 (9:00 AM)
<b>Voting End Date</b>	Thursday, June 20, 2024 (5:00 PM)
<b>Total number of Members as on record date</b>	12790
<b>No. of Members present in the meeting either in person or through proxy:</b>	
Promoters & Promoter Group	Not Applicable
Public	Not Applicable
<b>No. of Members attended the meeting through Video Conferencing</b>	
Promoters & Promoter Group	Not Applicable
Public	Not Applicable



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## Resolution (1)

Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?  Description of resolution considered				Special  No  Appointment of Mrs. Rebekah Peter Martyres (DIN: 10575322) as an Independent Director of the Company					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	38730177	38086374	98.3377	38086374	0	100.0000	0.0000	
	Poll				0	0			
	Postal Ballot (if applicable)				0	0			
	<b>Total</b>	38730177	38086374	98.3377	38086374	0	100.0000	0.0000	
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000	
	Poll				0	0	0.0000	0.0000	
	Postal Ballot (if applicable)				0	0	0.0000	0.0000	
	<b>Total</b>	0	0	0.0000	0	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	18706298	37162	0.1987	35978	1184	96.8139	3.1861	
	Poll				0.0000	0	0	0	0
	Postal Ballot (if applicable)				0.0000	0	0	0	0
	<b>Total</b>	18706298	37162	0.1987	35978	1184	96.8139	3.1861	
<b>Total</b>		57436475	38123536	66.3751	38122352	1184	99.9969	0.0031	
<b>Whether resolution is Pass or Not.</b>							Yes		
Disclosure of notes on resolution							<div style="border: 1px solid black; padding: 5px; display: inline-block;">Add Notes</div>		



## **SUMMARY OF THE PROCEEDINGS OF ANNOUNCEMENT OF THE RESULTS OF POSTAL BALLOT OF CINEVISTA LIMITED ON FRIDAY, JUNE 21, 2024 AT THE REGISTERED OFFICE OF THE COMPANY**

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Pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") read with the General Circular No. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/2022 dated May 05, 2022, 11/2022 dated December 28, 2022 and 09/23 dated September 25, 2023, issued by the Ministry of Corporate Affairs ("MCA Circulars"), a notice of postal ballot dated May 16, 2024 along with the statement setting out material facts pursuant to Section 102 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 was sent to the Shareholders of the Company, by electronic form only i.e. by email to all Shareholders / Beneficiaries whose Names appears on the Register of Members / Record of Depositories.

1) In compliance with the aforesaid MCA Circulars, the Postal Ballot Notice was dispatched by electronic mode to those Members whose e-mail ids were registered with the Company or depository participant as on the cut-off date i.e., Friday, May 17, 2024.

2) The Board of Directors on May 16, 2024 had approved the said Postal Ballot Notice and also appointed Mrs. Neha Anup Poddar, Practicing Company Secretary, as the Scrutinizer for conducting the postal ballot process in a fair and transparent manner.

3) In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 and other applicable provisions of the Companies Act, 2013 read with the relevant rules, the Company had provided e-voting facility to all its Members in order to enable them to cast their votes electronically. National Securities Depository Limited ("NSDL") was appointed as an agency for providing e-voting facility to all its members to enable them to cast their votes electronically. The e-voting portal of NSDL for voting purpose remained open from **09:00 a.m. (IST)** on Wednesday, May 22, 2024 till **05:00 p.m. (IST)** on Thursday, June 20, 2024 and thereafter the same was disabled.

4) The Scrutinizer had carried out the scrutiny of votes polled electronically up to 5:00 p.m. on June 20, 2024 and submitted report on June 20, 2024.

5) As per the voting results, the Special Resolution set out in the Postal Ballot Notice was duly passed by the Members with requisite majority. In accordance with the Secretarial Standard 2, the special resolution shall be deemed to be passed by the members on June 20, 2024.

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CIN: L92130MH1997PLC107871



6) Summary of the voting results is as under:

Resolution No. 1: Appointment of Mrs. Rebekah Peter Martyres (DIN: 10575322) as an Independent Director of the Company.

No. of Votes Polled	No. of Votes in favour	No. of Votes against	% of Votes favour	% of Votes against
3,81,23,536	3,81,22,352	1,184	99.9969	0.0031

Certified True Copy  
For Cinevista Limited

  
KILPA GORADIA  
Company Secretary



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# Neha Anup Poddar

Practicing Company Secretary

B-1401, Vaishno Heights,  
Rani Sati Marg,  
Malad (East),  
Mumbai - 400 097.  
India  
Mob: +91 9920981698  
Email: nehapoddarcs@gmail.com

**SCRUTINIZER'S REPORT OF POSTAL BALLOT**  
**[Pursuant to Section 108 and 110 of the Companies Act, 2013**  
**read with Rule 20 and Rule 22 of the Companies**  
**(Management and Administration) Rules, 2014]**

To,  
The Chairman  
Cinevista Limited  
Flt 1, 1<sup>st</sup> Floor, Silver Croft,  
Corner of 16<sup>th</sup> and 33<sup>rd</sup> Road,  
Above Khane Khas Hotel,  
Bandra West, Mumbai - 400050

Dear Sir,

**Sub.: Scrutinizer's Report on Postal Ballot through Electronic Voting process in respect of passing of the resolution set-out in the Postal Ballot notice dated May 16, 2024.**

I, Neha Poddar, Practicing Company Secretary, was appointed as a Scrutinizer by the Board of Directors of Cinevista Limited ("**the Company**") at the Board Meeting held on May 16, 2024, pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ("**the Act**") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**") for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting process ("**e-voting**") in a fair and transparent manner on the resolution contained in the Postal Ballot notice dated May 16, 2024 ("**Notice**") issued in accordance with the Act and Rules read with General Circular No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated 31st December, 2020, No. 10/2021 dated June 23, 2021, No. 20/2021 dated December 08, 2021, No. 3/2022 dated May 05, 2022, No. 11/2022 dated December 28, 2022 and No. 09/2023 dated September 25, 2023 ("**MCA Circulars**"), applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") and Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, Secretarial Standards on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India ("ICSI").

I submit my report as under:

**1. Dispatch of Notice of Postal Ballot**

Pursuant to the Circulars issued by the MCA, company has informed that it has sent out the notice by email to the shareholders on May 21, 2024 through National Securities Depository Limited (NSDL), whose names appeared in the Register of Members as on Friday, May 17, 2024, the cut-off date for this purpose, and who had registered their email address with the Company or Depositories or depository participants. Company has not sent the hard copy of physical postal ballot forms to the shareholders, as per the relaxation granted by the MCA.

**2. Publication of advertisement in Newspapers:**

In terms of Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, the Company had duly released an advertisement intimating the voting through Remote E-voting and dispatch of Notice by email, in English Newspaper viz. Financial Express and Prathkaal in Marathi Newspaper both dated May 22, 2024.

**3. Remote e-Voting facility:**

In compliance with the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, the Company had engaged the services of National Securities Depository Limited (hereinafter referred as 'NSDL') for providing the e-voting facility by remote e-voting.

**4. Remote evoting period:**

The Remote E-Voting facility opened at 09:00 A.M. (IST) on Wednesday, May 22, 2024 and closed at 05:00 P.M. (IST) on Thursday, June 20, 2024. During this period, members of the Company, holding shares in physical and/or in dematerialized form, as on the cut-off date i.e. Friday, May 17, 2024 were entitled to vote on the resolution set out in the Notice.

**5. Counting process:**

The Votes cast under e-voting were thereafter unblocked and downloaded on June 20, 2024, at 06:35 PM from the portal of NSDL, and was witnessed by two witnesses, who are not in the employment of the Company and/ or the NSDL.

Votes casted by the Members through e-voting were reconciled with the records maintained by the Registrar and Transfer Agent of the Company i.e. M/s. KFin Technologies Limited (RTA).

**6. Responsibility of the Management:**

The Management of the Company is responsible for ensuring compliance with the requirements of Section 108 and 110, and other applicable provisions of the Companies Act, 2013, as amended read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended, MCA circulars, Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") relating to the agenda item placed before the members for their approval as mentioned in the Notice.

**7. Responsibility of the Scrutinizer:**

My responsibility as the Scrutinizer of the voting process of the postal ballot (through e-voting), is restricted to scrutinize the conducting the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolution stated in the Notice, based on the reports generated from the E-voting system provided by National Securities Depository Limited ("NSDL") the service provider.

The Company has availed the e-voting facility offered by NSDL for conducting e-voting by electronic means.

## 8. Postal Ballot Result:

I now submit my report as under on the results of the remote e-voting in respect of the Special Resolution:

A Summary of the votes cast by Remote E-Voting for the aforesaid resolution is given below:

### Resolution No.1: Special Business: Special Resolution

**Appointment of Mrs. Rebekah Peter Martyres (DIN: 10575322) as an Independent Director of the Company**

(i) Voting “in favour” of resolution

Number of Members	Number of votes cast by them (shares)	% of total number of valid votes cast
95	38122352	99.9969%

(ii) Voting “against” the resolution

Number of Members	Number of votes cast by them (shares)	% of total number of valid votes cast
15	1184	0.0031%

(iii) Invalid Votes:

Number of Members	Number of votes cast by them (shares)	% of total number of valid votes cast
Nil	Nil	Nil



9. All electronic data and relevant records relating to e-voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and thereafter, the same shall be handed over to the Company Secretary of the Company for safe keeping

Based on the above e-voting results the votes casted by the members in favour are more than the votes casted against the aforesaid resolution. You may accordingly declare the result of Postal Ballot.

Thanking you,  
Yours faithfully,



**NEHA ANUP PODDAR**  
**PRACTICING COMPANY SECRETARIES**  
Certificate of Practice No. 26322  
ICSI UDIN: A028326F000597774  
Peer Review Certificate No.4943/2023

Date: June 20, 2024  
Place: Mumbai

Countersigned by  
Cinevista Limited



**Kilpa M. Goradia**  
Company Secretary and Compliance Officer

## 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**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment
2.	Date of appointment Terms of appointment	30 <sup>th</sup> March, 2024 Appointed as an Additional Director & Independent Non-Executive Director with effect from 30 <sup>th</sup> March, 2024, subject to the approval of the shareholders of the Company by way of the Postal Ballot / General Meeting
3.	Brief Profile (in case of appointment)	<p>Mrs. Rebekah Peter Martyres is a Physiotherapist and she has her own practice. She always treats her patients with smile, energy, enthusiasm and has an effervescent' personality. She is highly skilled and have great knowledge about both physiotherapy and Yoga. She has done diploma in Yoga.</p> <p>Her entrepreneurial skill will enable us to establish strong rapport with clients. Her knowledge and experience brings in a lot of value when it comes decision making on the important matters and act as the gatekeepers, acting as a check and balance on the company's management, with a view to safeguarding the assets of the company and protecting the interests of all shareholders as a whole. The Board of Directors is of the opinion that it would be in the interest of the Company, to appoint her as an Independent Director for a period of five consecutive years. Keeping in view his vast expertise and knowledge, the Board considers that her association would be of immense benefit to the Company.</p>
4.	Disclosure of relationships between directors (in case of appointment of Director)	Nil

AFFIRMATION

I, Rebekah Peter Martyres (DIN No. Application under process) hereby confirm that I am not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

Signature: Rmartyres

Date: 30/03/2024

Place: Mumbai