

19th August, 2017

Corporate Relationship Department
Bombay Stock Exchange Limited
First Floor, New Trading Ring
Rotunda Building, P.J. Towers
Dalal Street
Mumbai - 400 001.

Kind Attn.: Mrs. Bharati Bhambwani

Sub: Disclosure of Voting Results

Dear Madam,

The 20th Annual General Meeting (AGM) of the Company was held on Friday, 18th August, 2017 at 11.00 A.M. at Shri. Bhaidas Maganlal Sabhagriha, Vile Parle (W), Mumbai – 400056.

As per Regulation 44 of the SEBI (LODR) Regulation, 2015, the details regarding the voting results of the business transacted at the AGM are enclosed alongwith the Scrutinizer's Report dated 18th August, 2017.

Kindly take note of the above.

Thanking you,

Yours faithfully,

For **CINEVISTA LIMITED**



Kilpa Goradia
Compliance Officer
Encl: a/a



DISCLOSURES OF VOTING RESULTS AT 20TH ANNUAL GENERAL MEETING AS REQUIRED UNDER REGULATION 44 OF THE SEBI (LODR) REGULATIONS 2015

| | | |
|---|---------------------------------|----------|
| Date of the AGM/EGM: | 18 th August, 2017 | |
| Book Closure Date | 11-08-2017 to 18-18-2017 | |
| Total number of shareholders on record date: | 9917 | |
| No. of shareholders present in the meeting either in person or through proxy: | In Person | In Proxy |
| | 1. Promoters and Promoter Group | 1 |
| | 2. Public | 3 |
| | 3. Authorised Representative | 0 |
| No. of Shareholders attended the meeting through Video Conferencing : | NOT APPLICABLE | |
| 1. Promoters and Promoter Group | | |
| 2. Public: | | |



ORDINARY BUSINESS

RESOLUTION No: 1

| Agenda | Resolution Type | Mode of Voting |
|--|--|---|
| Adoption of Financial Statements and Reports thereon for the financial year ended 31st March, 2017 | Ordinary Resolution | Poll / Remote E-voting The resolution passed with requisite majority |
| Whether Promoter / Promoter group are interested in the resolution? | None of the Promoter / Promoter Group are deemed to be interested or concerned in the said Ordinary Resolution | |

Details of Result for the said Resolution:

| 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 | 38950453 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 33097833 | 84.97 | 33097833 | 0 | 100 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | 38950453 | 33097833 | 84.97 | 33097833 | 0 | 100 | 0 |
| Public Institutional holders | E-voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | E-voting | 18486022 | 551 | 0.003 | 551 | 0 | 100 | 0 |
| | Poll | | 321191 | 1.74 | 321181 | 10 | 99.99 | 0.0031 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | 18486022 | 321742 | 1.74 | 321732 | 10 | 99.99 | 0.0031 |
| Total | | 57436475 | 33419575 | 58.19 | 33419565 | 10 | 100 | 0 |

(Of total votes polled, 20 votes under the head Public - Others were declared as invalid)

RESOLUTION No: 2

| Agenda | Resolution Type | Mode of Voting |
|---|--|---|
| Re-appointment of Mr. Talat Aziz, liable to retire by rotation | Ordinary Resolution | Poll / Remote E-voting The resolution passed with requisite majority |
| Whether Promoter / Promoter group are interested in the resolution? | None of the Promoter / Promoter Group are deemed to be interested or concerned in the said Ordinary Resolution | |

Details of Result for the said Resolution:

| 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 | 38950453 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 33097833 | 84.97 | 33097833 | 0 | 100 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | 38950453 | 33097833 | 84.97 | 33097833 | 0 | 100 | 0 |
| Public Institutional | E-voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |



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|---------------|---------------|----------|----------|-------|----------|----|-------|--------|
| holders | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | E-voting | 18486022 | 551 | 0.003 | 551 | 0 | 100 | 0 |
| | Poll | | 321191 | 1.74 | 321181 | 10 | 99.99 | 0.0031 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | 18486022 | 321742 | 1.74 | 321732 | 10 | 99.99 | 0.0031 |
| Total | | 57436475 | 33419575 | 58.19 | 33419565 | 10 | 100 | 0 |

(Of total votes polled, 20 votes under the head Public - Others were declared as invalid)

RESOLUTION No: 3

| Agenda | Resolution Type | Mode of Voting |
|--|--|---|
| Ratification of the appointment of M/s. Sarath & Associates, Chartered Accountants as Statutory Auditors and fixing their remuneration | Ordinary Resolution | Poll / Remote E-voting The resolution passed with requisite majority |
| Whether Promoter / Promoter group are interested in the resolution? | None of the Promoter / Promoter Group are deemed to be interested or concerned in the said Ordinary Resolution | |

Details of Result for the said Resolution:

| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|------------------------------|----------------|--------------------|---------------------|--|--------------------------|------------------------|---|---|
| | | (1) | (2) | | (4) | (5) | | |
| Promoter and Promoter Group | E-voting | 38950453 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 33097833 | 84.97 | 33097833 | 0 | 100 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | 38950453 | 33097833 | 84.97 | 33097833 | 0 | 100 | 0 |
| Public Institutional holders | E-voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | E-voting | 18486022 | 551 | 0.003 | 551 | 0 | 100 | 0 |
| | Poll | | 321191 | 1.74 | 321181 | 10 | 99.99 | 0.0031 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | 18486022 | 321742 | 1.74 | 321732 | 10 | 99.99 | 0.0031 |
| Total | | 57436475 | 33419575 | 58.19 | 33419565 | 10 | 100 | 0 |

(Of total votes polled, 2531 votes under the head Public - Others were declared as invalid)

SPECIAL BUSINESS

RESOLUTION No: 4

| Agenda | Resolution Type | Mode of Voting |
|--|---|---|
| To approve re-appointment of Mr. Sunil Mehta as the Managing Director & Vice-Chairman of the Company for the period of 3 years with effect from 1st April, 2017 at the remuneration of 63,00,000 (Sixty Three lacs)per annum as the Special Resolution | Special Resolution | Poll / Remote E-voting The resolution passed with requisite majority |
| Whether Promoter / Promoter group are interested in the resolution? | Promoter / Promoter Group are deemed to be interested or concerned in the said Special Resolution | |

Regd. Office:
Plot No.1, Gandhi Nagar,
L. B. S. Marg,
Kanjurmarg (W), Mumbai - 400078,
Tel. No. 25770446 / 25775843



Website:www.cinevistaas.com
E-mail: helpdesk@cinevistaas.com
CIN: L92130MH1997PLC107871

Details of Result for the said Resolution:

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|------------------------------|----------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Promoter and Promoter Group | E-voting | 38950453 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | | 38950453 | 0 | 0 | 0 | 0 | 0 |
| Public Institutional holders | E-voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | E-voting | 18486022 | 551 | 0.0031 | 551 | 0 | 100 | 0 |
| | Poll | | 321191 | 1.7375 | 321181 | 10 | 99.9969 | 0.0031 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | | 18486022 | 321742 | 1.7405 | 321732 | 10 | 99.9969 |
| Total | | 57436475 | 321742 | 0.5602 | 321732 | 10 | 99.9969 | 0.0031 |

(Of total votes polled, 20 votes under the head Public - Others were declared as invalid)

RESOLUTION No: 5

| Agenda | Resolution Type | Mode of Voting |
|---|---|---|
| To approve appointment of Mr. Prem Krishen Malhotra as the Whole Time Director & Chairman of the Company for the period of 3 years with effect from 1st April, 2017 at the remuneration of 63,00,000 (Sixty Three lacs) per annum as the Special Resolution | Special Resolution | Poll / Remote E-voting The resolution passed with requisite majority |
| Whether Promoter / Promoter group are interested in the resolution? | Promoter / Promoter Group are deemed to be interested or concerned in the said Special Resolution | |

Details of Result for the said Resolution:

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|------------------------------|----------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Promoter and Promoter Group | E-voting | 38950453 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | | 38950453 | 0 | 0 | 0 | 0 | 0 |
| Public Institutional holders | E-voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | E-voting | 18486022 | 551 | 0.0031 | 551 | 0 | 100 | 0 |



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|--------------|---------------|-----------------|---------------|---------------|---------------|-----------|----------------|---------------|
| | Poll | | 321191 | 1.7375 | 321181 | 10 | 99.9969 | 0.0031 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | 18486022 | 321742 | 1.7405 | 321732 | 10 | 99.9969 | 0.0031 |
| Total | | 57436475 | 321742 | 0.5602 | 321732 | 10 | 99.9969 | 0.0031 |

(Of total votes polled, 20 votes under the head Public - Others were declared as invalid)

RESOLUTION No: 6

| Agenda | Resolution Type | Mode of Voting |
|--|---|---|
| To seek consent for Related Party Transactions upto an aggregate limit of 50 Crores only as Special Resolution | Special Resolution | Poll / Remote E-voting The resolution passed with requisite majority |
| Whether Promoter / Promoter group are interested in the resolution? | Promoter / Promoter Group are deemed to be interested or concerned in the said Special Resolution | |

Details of Result for the said Resolution:

| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|------------------------------|----------------|--------------------|---------------------|--|--------------------------|------------------------|---|---|
| | | (1) | (2) | | (4) | (5) | | |
| Promoter and Promoter Group | E-voting | 38950453 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | 38950453 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public Institutional holders | E-voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | E-voting | 18486022 | 551 | 0.0030 | 551 | 0 | 100 | 0 |
| | Poll | | 321191 | 1.7375 | 321160 | 31 | 99.9903 | 0.0097 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | 18486022 | 321742 | 1.7405 | 321711 | 31 | 99.9904 | 0.0096 |
| Total | | 57436475 | 321742 | 0.5602 | 321711 | 31 | 99.9904 | 0.0096 |

(Of total votes polled, 20 votes under the head Public - Others were declared as invalid)

RESOLUTION No: 7

| Agenda | Resolution Type | Mode of Voting |
|--|---|---|
| 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 as Special Resolution | Special Resolution | Poll / Remote E-voting The resolution passed with requisite majority |
| Whether Promoter / Promoter group are interested in the resolution? | None of the Promoter / Promoter Group are deemed to be interested or concerned in the said Special Resolution | |

Details of Result for the said Resolution:

| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour | No. of Votes - against | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
|----------|----------------|--------------------|---------------------|--|--------------------------|------------------------|---|---|
| | | (1) | (2) | | (4) | (5) | | |



Regd. Office:
Plot No.1, Gandhi Nagar,
L. B. S. Marg,
Kanjurmarg (W), Mumbai - 400078,
Tel. No. 25770446 / 25775843

Website: www.cinevistaas.com
E-mail: helpdesk@cinevistaas.com
CIN: L92130MH1997PLC107871

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| | | | | 100 | | | *100 | *100 |
|------------------------------|---------------|----------|----------|---------|----------|----|---------|--------|
| Promoter and Promoter Group | E-voting | 38950453 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 33097833 | | 33097833 | 0 | 100 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | 38950453 | 33097833 | | 33097833 | 0 | 100 | 0 |
| Public Institutional holders | E-voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | E-voting | 18486022 | 551 | 0.0030 | 551 | 0 | 100 | 0 |
| | Poll | | 321191 | 1.7375 | 321165 | 26 | 99.9919 | 0.0081 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | 18486022 | 321742 | 1.7405 | 321716 | 26 | 99.9919 | 0.0081 |
| Total | | 18486022 | 33419575 | 58.1853 | 33419549 | 26 | 99.9999 | 0.0001 |

(Of total votes polled, 20 votes under the head Public - Others were declared as invalid)

RESOLUTION No: 8

| Agenda | Resolution Type | Mode of Voting |
|---|---|---|
| To seek consent for Creation of Charge on Movable and Immovable properties of the Company, both present and future upto 163 Crore as Special Resolution | Special Resolution | Poll / Remote E-voting The resolution passed with requisite majority |
| Whether Promoter / Promoter group are interested in the resolution? | None of the Promoter / Promoter Group are deemed to be interested or concerned in the said Special Resolution | |

Details of Result for the said Resolution:

| 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 | 38950453 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 33097833 | | 33097833 | 0 | 100 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | 38950453 | 33097833 | | 33097833 | 0 | 100 | 0 |
| Public Institutional holders | E-voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public-Others | E-voting | 18486022 | 551 | 0.0030 | 551 | 0 | 100 | 0 |
| | Poll | | 321191 | 1.7375 | 321165 | 26 | 99.9919 | 0.0081 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub - Total | 18486022 | 321742 | 1.7405 | 321716 | 26 | 99.9919 | 0.0081 |
| Total | | 18486022 | 33419575 | 58.1853 | 33419549 | 26 | 99.9999 | 0.0001 |

(Of total votes polled, 20 votes under the head Public - Others were declared as invalid)



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Website: www.cinevistaas.com
E-mail: helpdesk@cinevistaas.com
CIN: L92130MH1997PLC107871

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

To,
The Chairman,
CINEVISTA LIMITED,
(Formerly known as Cinevistaas 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 20th Annual General Meeting (AGM) held on 18th August, 2017.

The Board of the Company at its meeting held on 30th May, 2017 had appointed me as a scrutinizer for the remote e-voting held from 14th August 2017 at 11.00 a.m. till 17th August 2017 at 5.00 p.m. and the Chairman of 20th Annual General Meeting (AGM) has appointed me as the scrutinizer for the poll held at AGM of the Company on 18th August 2017.

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 14th August 2017 at 11.00 a.m. till 17th August 2017 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 18th August 2017.

At the AGM of the Company held on 18th August 2017, 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 18th August 2017.

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



CONSOLIDATED REPORT

1) **Resolution No. 1:**

Adoption of Financial Statements and Reports thereon for the financial year ended 31st March, 2017:

| Particulars | Number of Valid Votes | | | Percentage (%) |
|-------------------------------|-----------------------|-----------------|-----------------|----------------|
| | Remote e-voting | Poll | Total | |
| Votes in Favour of Resolution | 551 | 33419014 | 33419565 | 99.9999 |
| Votes against the Resolution | NIL | 10 | 10 | 0.0001 |
| Total | 551 | 33419024 | 33419575 | 100 |

2) **Resolution No. 2:**

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 | 551 | 33419014 | 33419565 | 99.9999 |
| Votes against the Resolution | Nil | 10 | 10 | 0.0001 |
| Total | 551 | 33419024 | 33419575 | 100 |



3) Resolution No.3:

Ratification of the appointment of M/s. Sarath & Associates, Chartered Accountants as Statutory Auditors and fixing their remuneration:

| Particulars | Number of Valid Votes | | | Percentage (%) |
|-------------------------------|-----------------------|-----------------|-----------------|----------------|
| | Remote e-voting | Poll | Total | |
| Votes in Favour of Resolution | 551 | 33419014 | 33419565 | 99.9999 |
| Votes against the Resolution | Nil | 10 | 10 | 0.0001 |
| Total | 551 | 33419024 | 33419575 | 100 |

4) Resolution No.4:

To approve re-appointment of Mr. Sunil Mehta as the Managing Director & Vice-Chairman of the Company for the period of 3 years with effect from 1st April, 2017 at the remuneration of Rs. 63,00,000/- (Rupees Sixty Three lacs) per annum:

| Particulars | Number of Valid Votes | | | Percentage (%) |
|-------------------------------|-----------------------|---------------|---------------|----------------|
| | Remote e-voting | Poll | Total | |
| Votes in Favour of Resolution | 551 | 321181 | 321732 | 99.9969 |
| Votes against the Resolution | Nil | 10 | 10 | 0.0031 |
| Total | 551 | 321191 | 321742 | 100 |



5) Resolution No. 5:

To approve appointment of Mr. Prem Krishen Malhotra as the Whole Time Director & Chairman of the Company for the period of 3 years with effect from 1st April, 2017 at the remuneration of Rs. 63,00,000 (Rupees Sixty Three lacs) per annum:

| Particulars | Number of Valid Votes | | | Percentage (%) |
|-------------------------------|-----------------------|---------------|---------------|----------------|
| | Remote e-voting | Poll | Total | |
| Votes in Favour of Resolution | 551 | 321181 | 321732 | 99.9969 |
| Votes against the Resolution | Nil | 10 | 10 | 0.0031 |
| Total | 551 | 321191 | 321742 | 100 |

6) Resolution No.6:

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 | 551 | 321160 | 321711 | 99.8287 |
| Votes against the Resolution | Nil | 31 | 31 | 0.1713 |
| Total | 551 | 321191 | 321742 | 100 |



7) Resolution No.7:

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 | 551 | 33418998 | 33419549 | 99.9999 |
| Votes against the Resolution | Nil | 26 | 26 | 0.0001 |
| Total | 551 | 33419024 | 33419575 | 100 |

8) Resolution No.8:

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 | 551 | 33418998 | 33419549 | 99.9999 |
| Votes against the Resolution | Nil | 26 | 26 | 0.0001 |
| Total | 551 | 33419024 | 33419575 | 100 |



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

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

Y Dabholkar

Yogesh D. Dabholkar
Proprietor

CP: 6752
FCS: 6336

Place: Dombivli
Date 18th August, 2017

