

## Company Secretaries

Ref.: \_\_\_\_\_

### FORM NO. MGT-13

#### Report of Scrutinizer

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

To,  
The Chairman  
Cinerad Communications Limited

**Twenty Ninth Annual General Meeting of the Equity Shareholders of Cinerad Communications Limited Held on 22<sup>nd</sup> August, 2015 at Kilachand Conference Room, 2<sup>nd</sup> Floor, India Merchant Chambers Building, IMC Marg, Churchgate, Mumbai- 400020.**

Sir,

I, Nilesh G. Shah, Practicing Company Secretary (Membership No. FCS- 4554), was appointed as a Scrutinizer for the purpose of the poll taken on the below mentioned resolutions (including remote e-voting) at the Twenty Ninth Annual General Meeting of the Equity Shareholders of Cinerad Communications Limited held on 22<sup>nd</sup> August, 2015 at 11.00 a.m. at "Kilachand Conference Room, 2<sup>nd</sup> Floor, India Merchant Chambers Building, IMC Marg, Churchgate, Mumbai- 400 020." I hereby submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one (1) ballot box was kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence (along with presence of two witnesses viz. Ms. Vaishali Jaiswal and Mr. Dhaval Patel, both are not in employment of the company) and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrars and Transfer Agents of the Company and the authorizations / Proxies lodged with the Company. The Signature of Members and No. of Shares held by respective members were scrutinized and confirmed by the Registrar and Transfer Agent.
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 (including voting through remote e-voting) is as under.

**Note:** Shareholders had been provided the facility of Remote E-voting also. This report contains the result of consolidated voting (i.e. Remote E-voting and voting through Poll at Annual general Meeting) casted by the shareholders.



Ref.: \_\_\_\_\_

**(a) Resolution No. 1: Adoption of the audited financial statements of the Company for the year ended 31<sup>st</sup> March, 2015**

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

Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	25	2387064	99.99%
Voting Through Poll/Ballot Papers	03	349	100%
<b>Total</b>	<b>28</b>	<b>2387413</b>	<b>99.99%</b>

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

Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	01	10	0.01%
Voting Through Poll/Ballot Paper	0	0	0%
<b>Total</b>	<b>01</b>	<b>10</b>	<b>0.01%</b>

**(iii) Invalid Votes:**

Type of Voting	Total number of members whose votes were declared invalid (In person or by Proxy)	Total Number of votes cast by them
Voting Through Electronic Means	0	0
Voting Through Poll/Ballot Paper	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



24/08/2015



Ref.: \_\_\_\_\_

**(b) Resolution no. 2: Re-appointment of Mr. Pradeep Kumar Daga, as Director who retires by rotation and, being eligible, offers himself for re-appointment:**

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

Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	25	2387064	99.99%
Voting Through Poll/Ballot Papers	03	349	100%
<b>Total</b>	<b>28</b>	<b>2387413</b>	<b>99.99%</b>

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

Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	01	10	0.01%
Voting Through Poll/Ballot Paper	0	0	0%
<b>Total</b>	<b>01</b>	<b>10</b>	<b>0.01%</b>

**(iii) Invalid Votes:**

Type of Voting	Total number of members whose votes were declared invalid (In person or by Proxy)	Total Number of votes cast by them
Voting Through Electronic Means	0	0
Voting Through Poll/Ballot Paper	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



Ref.: \_\_\_\_\_

**(c) Resolution No. 3: Ratify Appointment of M/s. Maroti & Associates, Chartered Accountants as statutory auditors of the Company for the Financial Year ended 31.03.2016:**

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

Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	25	2387064	99.99%
Voting Through Poll/Ballot Papers	03	349	100%
<b>Total</b>	<b>28</b>	<b>2387413</b>	<b>99.99%</b>

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

Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	01	10	0.01%
Voting Through Poll/Ballot Paper	0	0	0
<b>Total</b>	<b>01</b>	<b>10</b>	<b>0.01%</b>

**(iii) Invalid Votes:**

Type of Voting	Total number of members whose votes were declared invalid (In person or by Proxy)	Total Number of votes cast by them
Voting Through Electronic Means	0	0
Voting Through Poll/Ballot Paper	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



Ref.: \_\_\_\_\_

(d) Resolution No. 4: Re-appointment of Mr. Utpal Dey, as Non Executive Director eligible to retire by rotation:

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	25	2387064	99.99%
Voting Through Poll/Ballot Papers	03	349	100%
<b>Total</b>	<b>28</b>	<b>2387413</b>	<b>99.99%</b>

(ii) Voted against the resolution:

Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	01	10	0.01%
Voting Through Poll/Ballot Paper	0	0	0
<b>Total</b>	<b>01</b>	<b>10</b>	<b>0.01%</b>

(iii) Invalid Votes:

Type of Voting	Total number of members whose votes were declared invalid (In person or by Proxy)	Total Number of votes cast by them
Voting Through Electronic Means	0	0
Voting Through Poll/Ballot Paper	0	0
<b>Total</b>	<b>0</b>	<b>0</b>





## Company Secretaries

Ref.: \_\_\_\_\_

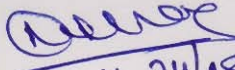
5. The list of equity shareholders who voted 'for' or 'against' and those whose votes were declared 'invalid' for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorised by the Board being Representative of the Company for keeping under safe custody.

### Recommendation:

All the resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours truly,

  
.. 24/08/2015

**Nilesh G. Shah**  
**Practicing Company Secretary**  
**Membership No. FCS 4554**  
**CP No. 2631**



Place: Mumbai

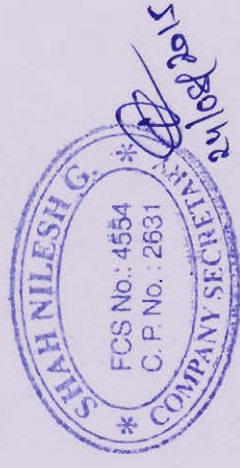
Dated: 24/08/2015

CINERAD COMMUNICATIONS LIMITED
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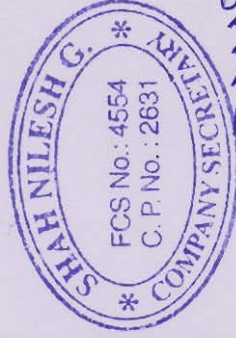
Register of E-Voting
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Nominal / Face Value per Share: Rs.10/-
Shares with Differential Voting Rights: The Company does not have any shares with differential voting rights. All shares rank pari passu.

SR. NO.	NAME OF THE SHAREHOLDER	FOLIO NO./ DP ID/ CLIENT ID	TOTAL NO. OF SHARES	RESOLUTION NO. 1 OF NOTICE			RESOLUTION NO. 2 OF NOTICE			RESOLUTION NO. 3 OF NOTICE			RESOLUTION NO. 4 OF NOTICE		
				FOR	AGAINST	INVALID	FOR	AGAINST	INVALID	FOR	AGAINST	INVALID	FOR	AGAINST	INVALID
1	SHOBHA SURESH SHENOY	'IN30260310017546	10	10	0	0	10	0	0	10	0	0	10	0	0
2	SOVAN BANERJEE	'12030000000869124	170	170	0	0	170	0	0	170	0	0	170	0	0
3	PRADEEP KUMAR DAGA	'IN30350010019824	1177011	1177011	0	0	1177011	0	0	1177011	0	0	1177011	0	0
4	NAGENDRA PASWAN	'12030000000863648	40	40	0	0	40	0	0	40	0	0	40	0	0
5	DHARMENDRAKUMAR RAM	'12030000000869221	10	10	0	0	10	0	0	10	0	0	10	0	0
6	VINITA DAGA	'IN30350010019808	1183260	1183260	0	0	1183260	0	0	1183260	0	0	1183260	0	0
7	ANAND KUMAR JAIN	'13023400000457510	1300	1300	0	0	1300	0	0	1300	0	0	1300	0	0
8	AJIT RAMDAS VAIDYA	'IN30267936297868	100	100	0	0	100	0	0	100	0	0	100	0	0
9	RAKESH CHAMPAKLAL GANDHI	'12011300000138451	10	0	10	0	0	10	0	0	10	0	0	10	0
10	ASIT MONDAL	'13023400000323661	150	150	0	0	150	0	0	150	0	0	150	0	0
11	HARI PRASAD TIWARI	'13023400000289813	300	300	0	0	300	0	0	300	0	0	300	0	0
12	PRAHLAD KUMAR PAUL	'13023400000290335	16564	16564	0	0	16564	0	0	16564	0	0	16564	0	0
13	SURAJIT SAHA	'13023400000289355	250	250	0	0	250	0	0	250	0	0	250	0	0
14	KAILASH CHANDRA SHARMA	'13023400000300038	200	200	0	0	200	0	0	200	0	0	200	0	0
15	NIRMALA DEVI SHARMA	'13023400000289828	150	150	0	0	150	0	0	150	0	0	150	0	0
16	TAPAS ROY	'13023400000289754	490	490	0	0	490	0	0	490	0	0	490	0	0
17	SANJIB ROY	'13023400000290052	100	100	0	0	100	0	0	100	0	0	100	0	0
18	BAG MAL GULGULIA	'13023400000291835	600	600	0	0	600	0	0	600	0	0	600	0	0
19	MANANI CHAKRABORTY	'13023400000350780	100	100	0	0	100	0	0	100	0	0	100	0	0
20	MANIK CHAND PUGALIA	'13023400000324775	3450	3450	0	0	3450	0	0	3450	0	0	3450	0	0
21	OM PRAKASH SHARMA	'13023400000323689	100	100	0	0	100	0	0	100	0	0	100	0	0



SR. NO.	NAME OF THE SHAREHOLDER	FOLIO NO./ DP ID/ CLIENT ID	TOTAL NO. OF SHARES	RESOLUTION NO. 1 OF NOTICE			RESOLUTION NO. 2 OF NOTICE			RESOLUTION NO. 3 OF NOTICE			RESOLUTION NO. 4 OF NOTICE		
				FOR	AGAINST	INVALID	FOR	AGAINST	INVALID	FOR	AGAINST	INVALID	FOR	AGAINST	INVALID
22	BASANT KUMAR SHARMA	'1302340000292176	300	300	0	0	300	0	0	300	0	0	300	0	0
23	BIMAL KUMAR MUNDHRA	'1302340000289809	500	500	0	0	500	0	0	500	0	0	500	0	0
24	KAMAL KISHOR MUNDHRA	'1302340000290320	1400	1400	0	0	1400	0	0	1400	0	0	1400	0	0
25	AMRITA SHARMA	'1302340000456751	409	409	0	0	409	0	0	409	0	0	409	0	0
26	RAVI PRAKASH SHARMA	'IN30289810351380	100	100	0	0	100	0	0	100	0	0	100	0	0
	<b>TOTAL</b>		<b>2387074</b>	<b>2387064</b>	<b>10</b>	<b>0</b>	<b>2387064</b>	<b>10</b>	<b>0</b>	<b>2387064</b>	<b>10</b>	<b>0</b>	<b>2387064</b>	<b>10</b>	<b>0</b>





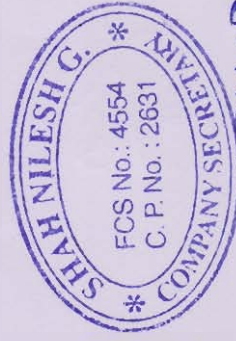
CINERAD COMMUNICATIONS LIMITED

Register of Poll

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Shares with Differential Voting Rights: The Company does not have any shares with differential voting rights. All shares rank pari passu.

SR. NO.	NAME OF THE SHAREHOLDER	FOLIO NO./ DP ID/ CLIENT ID	TOTAL NO. OF SHARES	RESOLUTION NO. 1 OF NOTICE			RESOLUTION NO. 2 OF NOTICE			RESOLUTION NO. 3 OF NOTICE			RESOLUTION NO. 4 OF NOTICE		
				FOR	AGAINST	INVAID	FOR	AGAINST	INVAID	FOR	AGAINST	INVAID	FOR	AGAINST	INVAID
1	Nimesh S. Shah	1202470000452263	25	25	0	0	25	0	0	25	0	0	25	0	0
2	Kumar Nirej	1201370000275625	224	224	0	0	224	0	0	224	0	0	224	0	0
3	Manmohan Prahladka	IN30027110184546	100	100	0	0	100	0	0	100	0	0	100	0	0
TOTAL			349	349	0	0	349	0	0	349	0	0	349	0	0



*Shah Nlesh G.*  
24/08/2015