

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

SUB: Thirtieth Annual General Meeting of the Equity Shareholders of Cinerad Communications Limited Held on 10th September, 2016 at Kilachand Conference Room, 2nd Floor, India Merchant Chambers Building, IMC Marg, Churchgate, Mumbai - 400 020.

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 Thirtieth Annual General Meeting of the Equity Shareholders of Cinerad Communications Limited held on 10th September, 2016 at 11.00 a.m. at Kilachand Conference Room, 2nd 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. Mr. Nabeel Shamsi and Mr. Rakesh Achhpal, 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.



NILESH G. SHAH

B.Com., LLB (G), F.C.S.

Company Secretaries

Ref _____

(a) Resolution No. 1: To Adopting Audited Financial Statements for the year ended March 31, 2016 and the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

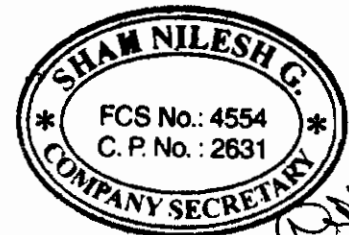
Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	42	2393041	99.99%
Voting Through Poll/Ballot Papers	2	2	100%
Total	44	2393043	99.99%

(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	1	10	0.01%
Voting Through Poll/Ballot Paper	0	0	0%
Total	1	10	0.01%

(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
Total	0	0



NILESH G. SHAH B.Com., LLB (G), F.C.S.

Company Secretaries

Ref _____

(b) Resolution no. 2: Re-appointment of Mr. Utpal Dey (DIN: 06931935), 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	42	2393041	99.99%
Voting Through Poll/Ballot Papers	2	2	100%
Total	44	2393043	99.99%

(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	1	10	0.01%
Voting Through Poll/Ballot Paper	0	0	0%
Total	1	10	0.01%

(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
Total	0	0



NILESH G. SHAH

B.Com., LLB (G), F.C.S.

Company Secretaries

Ref.: _____

(c) Resolution No. 3: To Ratify Appointment of Messrs. Maroti & Associates, Chartered Accountants (Registration No. 322770E), as Statutory Auditors of the Company for the Financial Year ended 31.03.2017:

(i) Voted in favour of the resolution:

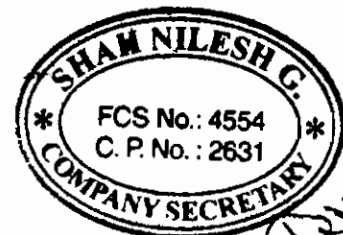
Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	42	2393041	99.99%
Voting Through Poll/Ballot Papers	2	2	100%
Total	44	2393043	99.99%

(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	1	10	0.01%
Voting Through Poll/Ballot Paper	0	0	0%
Total	1	10	0.01%

(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
Total	0	0



211-B (Back Side) 2nd Floor, Building No. 1, Sona Udyog, Parsi Panchayat Road, Extn. of Old Nagardas Road, Andheri (East) Mumbai - 400 069. Tel.: 2820 7824 / 2820 3582 E-mail: nilesh@ngshah.com

304-A, Poonam Sagar, Poonam Nagar, Off. Mahakali Caves Road, Andheri (East), Mumbai - 400 093. Tel.: 2836 3419 Email: ngshah.cs@gmail.com

NILESH G. SHAH B.Com., U.B (G), F.C.S.

Company Secretaries

Ref.: _____

(d) Resolution No. 4: To appoint Mr. Arun Chakraborty (DIN: 00140430) (who was appointed as an Additional Director by the Board of Directors Under Section 161 of the Companies Act, 2013) as an Independent Director with effect from 10th September, 2016 upto 30th September, 2021.

(i) Voted in favour of the resolution:

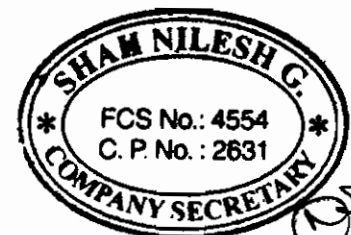
Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	42	2393041	99.99%
Voting Through Poll/Ballot Papers	2	2	100%
Total	44	2393043	99.99%

(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	1	10	0.01%
Voting Through Poll/Ballot Paper	0	0	0%
Total	1	10	0.01%

(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
Total	0	0



NILESH G. SHAH

B.Com., LLB (G), F.C.S.

Company Secretaries

Ref. _____

(e) Resolution No. 5: To appoint Mr. Rathindra Nath Ghosh (DIN:00152267) (who was appointed as an Additional Director by the Board of Directors Under Section 161 of the Companies Act, 2013) as an Independent Director with effect from 10th September,2016 upto 30th September,2021.

(i) Voted in favour of the resolution:

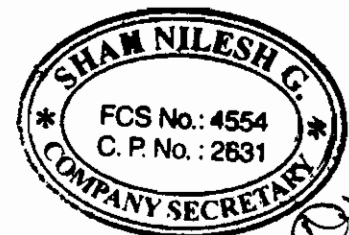
Type of Voting	Number of members voted (In person or by Proxy)	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	42	2393041	99.99%
Voting Through Poll/Ballot Papers	2	2	100%
Total	44	2393043	99.99%

(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	1	10	0.01%
Voting Through Poll/Ballot Paper	0	0	0%
Total	1	10	0.01%

(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
Total	0	0



NILESH G. SHAH

B.Com., LLB (G), F.C.S.

Company Secretaries

Ref _____

(f) Resolution No. 6: To appoint Mr. Sudarson Kayori (DIN: 00165816) (who was appointed as an Additional Director by the Board of Directors Under Section 161 of the Companies Act, 2013) as an Independent Director with effect from 10th September, 2016 upto 30th September, 2021.

(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	42	2393041	99.99%
Voting Through Poll/Ballot Papers	2	2	100%
Total	44	2393043	99.99%

(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	1	10	0.01%
Voting Through Poll/Ballot Paper	0	0	0%
Total	1	10	0.01%

(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
Total	0	0



NILESH G. SHAH

B.Com., IIB (G), F.C.S.

Company Secretaries

Ref.: _____

(g) Resolution No. 7: To approve the appoint Ms. Kirti Sharma (DIN: 07434779) as Non Executive Director of the Company.

(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	42	2393041	99.99%
Voting Through Poll/Ballot Papers	2	2	100%
Total	44	2393043	99.99%

(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	1	10	0.01%
Voting Through Poll/Ballot Paper	0	0	0%
Total	1	10	0.01%

(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
Total	0	0



10/09/2016

Ref. _____

5. The list of equity shareholders who voted 'for' or 'against' and those whose votes were declared 'invalid' for each resolution is enclosed.

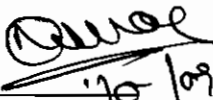
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorised by the Board being Representative of the Company for keeping under safe custody.

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,


10/09/2016
Nilesh G. Shah
Practicing Company Secretary
Membership No. FCS 4554
CP No. 2631



Place: Mumbai

Dated 10/09/2016