

SCRUTINIZER'S REPORT

To

The Chairman of the 37th Annual General Meeting of **CINERAD COMMUNICATIONS LIMITED (CIN L92100WB1986PLC218825)**, held on Tuesday, September 26, 2023 at 11:00 a.m. Through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

Dear Sir,

Sub: Consolidated Scrutinizer's Report on voting through remote e-voting and voting in AGM at the 37th Annual General Meeting of CINERAD COMMUNICATIONS LIMITED held on Tuesday, September 26, 2023 at 11.00 a.m. Through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

I, Kirti Sharma, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of **CINERAD COMMUNICATIONS LIMITED** (the Company) to scrutinize the remote e-voting and voting at the AGM at the 37th Annual General Meeting (AGM) of the Company, held on **Tuesday, September 26, 2023 at 11.00 a.m. Through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")**, pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings.

Dispatch of Notice

The Annual Report, containing financial statements and other reports along with the AGM Notice dated August 30, 2023 (hereinafter referred as Notice of AGM), were sent through electronic mode to those members whose e-mail IDs were registered with the Company or depository, as the case may be. The electronic transmission of the Annual Report were completed on September 04, 2023.

Cut-off date

The shareholders of the Company holding shares as on the "cut-off" date, i.e., September 19, 2023, were entitled to vote on the resolutions set out at item nos. 1 to 3 of the Notice of the AGM.

Management's Responsibility

The Management of the Company is responsible to ensure compliance with the requirements of (i) the 2013 Act and the rules made thereunder; and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR"), relating to e-voting on the resolutions contained in the Notice of the AGM.

Scrutinizer's Responsibility

My responsibility as a Scrutinizer is to ensure that the voting process, both through electronic means and by use of ballot at the meeting, are conducted in a fair and transparent manner and render consolidated scrutinized report of the total votes cast in favour or against, if any, on the resolutions to the Chairman, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (CDSL) and on the voting by use of ballots at the meeting.

I submit my report in respect of the resolutions passed at the AGM of the Company as under:

A. Relating to E-Voting

1. The Company had availed the e-voting facility provided by Central Depository Services Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.
2. The shareholders of the Company holding shares as on the "cut-off" date, i.e., September 19, 2023, were entitled to vote on the resolutions as contained in the Notice of the AGM.
3. The voting period for remote e-voting commenced at 9.00 a.m. on Saturday, September 23, 2023 and ended at 5.00 p.m. on Monday, September 25, 2023, and the CDSL e-voting platform was blocked thereafter.
4. After the closure of period for remote e-voting and before the start of AGM, the details relating to members who have cast votes through remote e-voting, but not the manner in which they have cast their votes, were accessed.

B. Relating to e-voting at AGM

1. Upon completion of transaction of all items, the Chairman invited the shareholders present at the AGM through VC to vote on resolution as contained in Notice of AGM using e-voting facility provided by CDSL during the AGM.
2. Only those members who were present at the AGM through VC and who had not voted on remote e- voting earlier were allowed to cast their votes through e-voting system during the AGM.
3. The shareholders of the Company holding shares as on the "cut-off" date, i.e., September 19, 2023, were entitled to vote on the resolutions as contained in the Notice of the AGM.

C. Result of remote e-voting and voting at AGM are as under:

1. The votes cast through remote e-voting were unblocked at 11.20 a.m. in presence of two witnesses, who are not in the employment of the Company.

2. The details of the voting by the members, who voted “For” or “Against” through remote e-voting and ballot papers were diligently scrutinized.
3. The combined result of voting are as under:

ORDINARY BUSINESS

Resolution – 1

Ordinary Resolution - Receive, consider and adopt the Standalone Financial Statements of the Company for the year ended March 31, 2023, including the Audited Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the report of Board of Directors and Auditors’ Report thereon.

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

	Voting by Remote e- voting and e-Voting at the AGM	Total
Number of Members voted	57	57
No. of Votes cast by them	2450820	2450820
% of total no. of valid vote cast	100.00%	100.00%

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

	Voting by Remote e- voting	Total
Number of Members voted	Nil	Nil
No. of Votes cast by them	Nil	Nil
% of total no. of valid vote cast	Nil	Nil

(iii) **Invalid** Votes:

	Voting by Remote e- voting	Total
Number of Members voted	Nil	Nil
Total No. of votes cast by them	Nil	Nil

Resolution – 2

Ordinary Resolution – Appointment of Ms. Santosh Choradia (DIN: 08471379), as Director who retires by rotation and, being eligible, offers herself for re-appointment.

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

	Voting by Remote e- voting and e-Voting at the AGM	Total
Number of Members voted	56	56
No. of Votes cast by them	2450819	2450819
% of total no. of valid vote cast	100.00%	100.00%

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

	Voting by Remote e- voting	Total
Number of Members voted	1	1
No. of Votes cast by them	1	1
% of total no. of valid vote cast	0.00%	0.00%

(i) **Invalid** Votes:

	Voting by Remote e- voting	Total
Number of Members voted	Nil	Nil
Total No. of votes cast by them	Nil	Nil

SPECIAL BUSINESS
Resolution - 3

Ordinary Resolution – Re-appointment of Mrs. Vinita Daga as Managing Director

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

	Voting by Remote e- voting and e-Voting at the AGM	Total
Number of Members voted	56	56
No. of Votes cast by them	2450819	2450819
% of total no. of valid vote cast	100.00%	100.00%

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

	Voting by Remote e-voting	Total
Number of Members voted	1	1
No. of Votes cast by them	1	1
% of total no. of valid vote cast	0.00%	0.00%

(iii) **Invalid** Votes:

	Voting by Remote e- voting	Total
Number of Members voted	Nil	Nil
Total No. of votes cast by them	Nil	Nil

1. Based on the above voting details, I report that the resolutions contained at item nos. 1 to 3 have been duly approved by the shareholders with requisite majority.
2. The register of remote e-voting and all electronic data will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 37th AGM and the same shall be handed over, thereafter, to the Chairman/Company Secretary for safe keeping.
3. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) CDSL and (iii) to be placed on website of the Company. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,

KIRTI SHARMA
 Digitally signed
 by KIRTI SHARMA
 Date: 2023.09.26
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Kirti Sharma
Practicing Company Secretary
ACS No.: 41645
CP No.: 26705
Peer Review No. 3710/2023
UDIN: A041645E001084051

Date: September 26, 2023
Place : Kolkata

CINERAD COMMUNICATIONS LIMITED

Item No. 1

Ordinary Resolution : To receive, consider, and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report of the Directors and Auditors thereon.

Promoter / Public	Number of Shares held	Number of Votes polled	% of Votes polled on Outstanding shares	Number of Votes- in favour	Numbers of Votes Casted but Not counted (5)	Number of Votes-Against	% of Votes in favour on Voted polled	% of Votes Against on Voted polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(6)/(2)]*100
Mode of Voting : (Remote E-voting)								
Promoters and Promoters group	2360271	2360271	100.0000	2360271	0	0	100.0000	0.0000
Public - Institutional Holders	0	0	0	0	0	0	0.0000	0.0000
Public-Others	2839729	90549	3.1886	90549	0	0	100.0000	0.0000
Total (A)	5200000	2450820	47.1312	2450820	0	0	100.0000	0.0000
Mode of Voting : (Venue Voting)								
Promoters and Promoters group	2360271	0	0.0000	0	0	0	0.0000	0.0000
Public - Institutional Holders	0	0	0.0000	0	0	0	0.0000	0.0000
Public-Others	2839729	0	0.0000	0	0	0	0.0000	0.0000
Total (B)	5200000	0	0.0000	0	0	0	0.0000	0.0000
Result (A+B)	5200000	2450820	47.1312	2450820	0	0	100.0000	0.0000

CINERAD COMMUNICATIONS LIMITED

Item No. 2

Ordinary Resolution : To consider appointment of a Director in place of Ms. Santosh Choradia (DIN: 08471379) who retire by rotation and being eligible, offers herself for re-appointment.

Promoter / Public	Number of Shares held	Number of Votes polled	% of Votes polled on Outstanding shares	Number of Votes - in favour	Numbers of Votes Casted but Not counted (5)	Number of Votes-Against	% of Votes in favour on Voted polled	% of Votes Against on Voted polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(6)/(2)]*100
Mode of Voting : (Remote E-voting)								
Promoters and Promoters group	2360271	2360271	100.0000	2360271	0	0	100.0000	0.0000
Public - Institutional Holders	0	0	0	0	0	0	0	0.0000
Public-Others	2839729	90549	3.1886	90548	0	1	99.9989	0.0011
Total (A)	5200000	2450820	47.1312	2450819	0	1	100.0000	0.0000
Mode of Voting : (Venue Voting)								
Promoters and Promoters group	2360271	0	0.0000	0	0	0	0.0000	0.0000
Public - Institutional Holders	0	0	0.0000	0	0	0	0.0000	0.0000
Public-Others	2839729	0	0.0000	0	0	0	0.0000	0.0000
Total (B)	5200000	0	0.0000	0	0	0	0.0000	0.0000
Result (A+B)	5200000	2450820	47.1312	2450819	0	1	100.0000	0.0000

CINERAD COMMUNICATIONS LIMITED								
Item No. 3								
Ordinary Resolution : Re-appointment of Mrs. Vinita Daga as Managing Director								
Promoter / Public	Number of Shares held	Number of Votes polled	% of Votes polled on Outstanding shares	Number of Votes- in favour	Numbers of Votes Casted but Not counted	Number of Votes-Against	% of Votes in favour on Voted polled	% of Votes Against on Voted polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)	(7)=[(4)/(2)]*100	(8)=[(6)/(2)]*100
Mode of Voting : (Remote E-voting)								
Promoters and Promoters group	2360271	2360271	100.0000	2360271	0	0	100.0000	0.0000
Public - Institutional Holders	0	0	0	0	0	0	0	0.0000
Public-Others	2839729	90549	3.1886	90548	0	1	99.9989	0.0011
Total (A)	5200000	2450820	47.1312	2450819	0	1	100.0000	0.0000
Mode of Voting : (Venue Voting)								
Promoters and Promoters group	2360271	0	0.0000	0	0	0	0.0000	0.0000
Public - Institutional Holders	0	0	0.0000	0	0	0	0.0000	0.0000
Public-Others	2839729	0	0.0000	0	0	0	0.0000	0.0000
Total (B)	5200000	0	0.0000	0	0	0	0.0000	0.0000
Result (A+B)	5200000	2450820	47.1312	2450819	0	1	100.0000	0.0000

PRADEEP
KUMAR
DAGA

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