

Scrutinizer's Combined Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 and Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rules, 2014]

The Chairman
Cinerad Communications Limited
Subol Dutt Building
13, Brabourne Road,
Mezzanine Floor,
Kolkata – 700 001

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted prior to the Annual General Meeting ('AGM') of Cinerad Communications Limited held on Monday, September 27, 2021 at 11.00 A.M (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') and remote e-voting conducted during the AGM pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended to date, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

I, Pramod Agarwal, proprietor of Pramod Agarwal & Co., Company Secretaries, appointed by the Board of Directors of the Company to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of scrutinizing the process of remote e-voting process in respect of the Resolutions for approval at the said AGM through VC / OAVM. I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the AGM.

The AGM Notice dated September 01, 2021 was sent in respect of the below mentioned resolutions through electronic mode to those Members whose email addresses were registered with the Company/ Depositories. The emails were sent in compliance with the MCA Circular No. Nos.14/2020, 17/2020 and 20/2020 dated April 8, 2020, April 13, 2020 and May 5, 2020, respectively, and clarification circular No. 02/2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR /P/2020/79 and SEBI/HO/CFD /CMD2/CIR/P /2021/11 dated May 12, 2020 and January 15, 2021 respectively, issued by the Securities and Exchange Board of India ("SEBI Circulars") and in compliance with the provisions of the Companies Act, 2013 (the "Act") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations")

(2)

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and relating to voting through electronic means (i.e. by remote e-voting) and e-voting facility of CDSL to the shareholders present at the AGM through VC for the resolutions contained in the Notice to the AGM of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting) is restricted to make a consolidated scrutinizer's report of the votes cast in "Favour" or "Against" the resolutions, based on the reports generated from the e-voting system provided by CDSL, the Agency authorized under the Rules and from the votes cast under remote e-voting facility prior to the AGM of the Company.

I submit my report as under :-

The Remote e-voting period remained open from 24th September, 2021, (09.00 a.m. IST) and ends on 26th September, 2021 (5.00 p.m. IST)

The members of the Company as on the "cut-off" date i.e. 20th September, 2021 were entitled to vote on the resolutions (i.e. from resolution 1 to 3) as set out in the notice of the AGM of the Company.

After the closure of the e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked at 12.40 p.m. on 27th September 2021, in the presence of two witnesses who were not in employment of the company and e-voting result/ list of equity shareholders who have voted "FOR" and "AGAINST" were downloaded from the e-voting website of Central Depositories Services Limited i.e. website www.evoting.CDSL.com the consolidated Report as under on the result of the remote e-voting conducted prior to the AGM and during the AGM in respect of the said Resolutions here under:-

ORDINARY BUSINESS:

Item No.1- Ordinary Resolution

Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2021, together with the Report of the Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
56	2440014	100

(3)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Does not arise

Item No.2- Ordinary Resolution-

Re-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:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
55	2439714	99.9877

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	300	0.0123

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Does not arise

(4)

Item No.3- Ordinary Resolution-

Appointment of Mr. Satyam Jaiswal (DIN: 09282921), as an Independent Director of the Company for the term (first term) of consecutive five years with effect from this AGM

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
55	2439714	99.9877

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	300	0.0123

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
Nil	Does not arise

The Electronic data and all other relevant records were sealed and handed over to the person authorized by the Board for safe keeping.

Yours faithfully

For Pramod Agarwal & Co.

Date: 27.09.2021

Place: Kolkata

(Pramod Agarwal)

(Scrutinizer)

FCS-5895, CP-4193

UDIN : F005895C001015521

WITNESS 1:

Pankaj Shaw
(PANKAJ SHAW)

WITNESS 2:

Pawan Agarwal
(PAWAN AGARWAL)