

an entertainment company

Regd. Office: Mukta House, Behind Whistling Woods Institute, Filmcity Complex, Goregaon (East), Mumbai - 400 065. TEL .: 91-22-3364 9400



Central Depositories Services (India) Ltd. Phiroze Jeejeebhoy Towers, 28th Road, Dalal Street Mumbai – 400023

10th September, 2016

Dear Sirs,

Sub: Scrutinizer's Report on e-voting & Poll held on AGM

In pursuance to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith Result of E-voting and Poll alongwith Scrutinizer's Reports on the same for the 34th Annual General Meeting of the Company held on Friday, the 9th day of September, 2016.

Kindly acknowledge the receipt.

Thanking you,

Yours Faithfully, For and on behalf of Mukta Arts Limited

Monika Shah Company Secretary

Encl: As above

# MUKTA ARTS LIMITED 34<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) VOTING RESULTS

Date of the Annual General Meeting	September 9, 2016
Total number of shareholders on record date	6,135
Number of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	9
Public	45
Number of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	Not Applicable
Public	Not Applicable



### Resolution No. 1

udited Consolidated Financial Statements) of the the Board of Directors and the Auditors thereon. adopt the Audited Financial Statements (including the A year ended March 31, 2016, together with the Reports of Company for the financial To receive, consider and

Resolution required (Ordinary/ Special)	quired ecial)		Ordinary					
Whether the promotare are interested in the	er/ ag	promoter group	No					
Category	Mode of voting	No. of Shares held	No. of votes polled	% of votes polled on outstandin g shares	No. of votes - in favour	No. of Votes - against	% of votes in favour on votes polled	% of votes against on votes polled
			2	(3)=[(2)/(1)] $]* 100$	4	2	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)] * 100
Promoter	E-voting		1,58,89,290	100.00	1,58,89,290	0	100.00	00.00
and promoter	Poll	1,58,89,290	0	00.00	0	0	00.00	00.00
group	Total		1,58,89,290	100.00	1,58,89,290	0	100.00	00'0
Public-	E-voting		0	00.00	0	0	00.00	00.00
Institutional	Poll	•	0	00.0		0	00.00	00.00
holders	Total		0	00.00		0	00'0	00.0
Public- Non	E-voting		11,05,143	16.51	11,05,143	0	100.00	00.00
Institutional	Poll	66,91,910	3,903	90.0	3,903	0	100.00	00.00
noiders	Total		11,09,046	16.57	11,09,046	0	100.00	00.00
	E-voting		1,69,94,433	75.26	1,69,94,433	0	100.00	00.00
Total	Poll	2,25,81,200	3,903	0.02	3,903	0	100.00	00.00
	Total		1,69,98,336	75.28	1,69,98,336	0	100.00	ANARA 0.00

scrutinizer report may ained votes and thus the percentage as mentioned in the (Excludes invalid and abst

Resolution No. 2

Puri (holding DIN 01925045), Managing Director who retires by rotation and being eligible, offers himself Appointment of Mr. Rahul for re-appointment.

Resolution required (Ordinary/ Special)	quired pecial)		Ordinary					
Whether the pro are interested in	promoter/ promoter d in the agenda	omoter group	Yes					
Category	Mode of voting	No. of Shares held	No. of votes polled	% of votes polled on outstandin g shares	No. of votes – in favour	No. of Votes - against	% of votes in favour on votes polled	% of votes votes polled
		1	2	(3)=[(2)/(1)] $]* 100$	4	2	(6)=[(4)/(2)]* 100	(7)=[(5)/(2 )]* 100
Promoter	E-voting		1,71,300	1.08	1,71,300	0	100.00	00.0
promoter	Poll	1,58,89,290	0	00.0	0	0	00.00	00.0
group	Total		1,71,300	1.08	1,71,300	0	100.00	00.00
Public-	E-voting		0	00.0	0	0	00.00	00.00
Institutional	Poll	0	0	00.0	0	0	00.00	0.00
holders	Total		0	00.0	0	0	00.00	00'0
Public- Non	E-voting		11,05,143	16.51	11,05,143	0	100.00	00.0
Institutional	Poll	66,91,910	3,903	90.0	3,903	0	100.00	00.00
holders	Total		11,09,046	16.57	11,09,046	0	100.00	00.00
	E-voting		12,76,443	5.65	12,76,443	0	100.00	00.0
Total	Poll	2,25,81,200	3,903	0.02	3,903	0	100.00	00'0
	Total		12,80,346	5.67	12,80,346	0	100.00	00.00

vary) report may scrutinizer as mentioned in the (Excludes invalid and abstained votes and thus the percentage

Resolution No. 3

fixing and Auditors Statutory as 1184W) 11 (FRN: Accountants Chartered Co., ∞ Abuwala Uttam of M/s. remuneration. Appointment

Resolution required (Ordinary/ Special)	quired pecial)		Ordinary					
Whether the promoter/ promoter group are interested in the agenda	promoter/ pror in the agenda	omoter group	No					
Category	Mode of voting	No. of Shares held	No. of vates polled	% of votes polled on outstandin g shares	No. of votes - in favour	No. of Votes - against	% of votes in favour on votes polled	% of votes votes polled
		T	2	(3)=[(2)/(1)] $]* 100$	4	2	(6)=[(4)/(2)]*	(7)=[(5)/(2 )]* 100
Promoter	E-voting		1,58,89.290	100.00	1,58,89,290	0	100.00	00.00
and	Poll	1,58,89,290	0	00.00	0	0	00.00	00.00
group	Total		1,58,89,290	100.00	1,58,89,290	0	100.00	00.0
-Dublic-	E-voting		0	00.00	0	0	00.00	00.00
Institutional	Poll	•	0	00.00	0	0	00.00	00.00
holders	Total		0	00'0	0	0	00.00	00'0
Public- Non	E-voting		11,05,143	16.51	11,05,143	0	100.00	00.00
Institutional	Poll	66,91,910	3,903	90.0	3,903	0	100.00	00.00
noiders	Total		11,09,046	16.57	11,09,046	0	100.00	00'0
	E-voting		1,69,94,433	75.26	1,69,94,433	0	100.00	0.00
Total	Poll	2,25,81,200	3,903	0.02	3,903	0	100,00	00'0
	Total		1,69,98,336	75.28	1,69,98,336	0	100.00	00.00
(Freelinder Immer	1:1-1-1-1:1	Land Annual Property						NOT NOT NOT

Resolution No. 4

the Company for a period of three years with Re-appointment of Mr. Subhash Ghai (DIN 00019803) as the Executive Chairman o effect from May 30, 2017.

Resolution required	quired		Special					
(Ordinary/ Spec	ecial)							
Whether the promoter/ promoter group are interested in the agenda	romoter/ pror in the agenda	omoter group	Yes					
Category	Mode of voting	No. of Shares held	No. of votes polled	% of votes polled on outstandin g shares	No. of votes - in favour	No. of Votes - against	% of votes in favour on votes polled	% of votes votes polled
		1	2	(3)=[(2)/(1)] $]*100$	4	2	(6)=[(4)/(2)]* 100	(7)=[(5)/(2 )]* 100
Promoter	E-voting		1,25,600	62'0	1,25,600	0	100.00	00.00
promoter	Poll	1,58,89,290	0	00.00	0	0	00.00	00.00
group	Total		1,25,600	62'0	1,25,600	0	100.00	00.0
-Sublic-	E-voting		0	00.0	0	0	00.00	00.00
Institutional	Poll	•	0	00.0	0	0	00.00	00.00
holders	Total		0	00.0	0	0	00.0	00.0
Public- Non	E-voting		11,05,143	16.51	11,05,143	0	100.00	00.00
Institutional	Poll	66,91,910	3,903	90.0	3,903	0	100.00	00.00
noiders	Total		11,09,046	16.57	11,09,046	0	100.00	00.0
	E-voting		12,30,743	5.45	12,30,743	0	100.00	00.00
Total	Poll	2,25,81,200	3,903	0.02	3,903	0	100'00	00.00
	Total		12,34,646	5.47	12,34,646	0	100.00	00.00

report may vary) scrutinizer the as mentioned in (Excludes invalid and abstained votes and thus the percentage

Resolution No. 5

e Company for a period of three years with effect Re-appointment of Mr. Rahul Puri (DIN 01925045) as the Managing Director of th from May 30, 2017.

Resolution required	quired		Special					
(Ordinary/ Special)	ecial)							
Whether the promotare are interested in the	promoter/ pror d in the agenda	Whether the promoter/ promoter group are interested in the agenda	Yes					
Category	Mode of voting	No. of Shares held	No. of votes polled	% of votes polled on outstandin g shares	No. of votes - in favour	No. of Votes - against	% of votes in favour on votes polled	_ 0
		1	2	(3)=[(2)/(1)] $]* 100$	4	2	(6)=[(4)/(2)]* 100	
Promoter	E-voting		1,71,300	1.08	1,71,300	0	100.00	18
and promoter	Poll	1,58,89,290	0	00.00	0	0	00.00	00
group	Total		1,71,300	1.08	1,71,300	0	100.00	0
Public-	E-voting		0	00.00	0	0	00.0	0
Institutional	Poll	•	0	00.00	0	0	00.00	0
holders	Total		0	00'0	0	0	00'0	0
Public- Non	E-voting		11,05,143	16.51	11,05,143	0	100.00	0
Institutional	Poll	66,91,910	3,903	90.0	3,903	0	00.00	0
holders	Total		11,09,046	16.57	11,09,046	0	100.00	0
	E-voting		12,76,443	29.65	12,76,443	0	100.00	0
Total	Poll	2,25,81,200	3,903	0.02	3,903	0	00.00	0
	Total		12,80,346	2.67	12,80,346	0	100.00	0

### Resolution No. 6

Appointment of Mr. Siraj Farooqui relative of Mr. Parvez A. Farooqui, Executive Director of the Company as "COO-Production & Studios" and fix remuneration.

de of signal         No. of votes signal         No. of votes signal         No. of votes against polled on in favour in favour signal         No. of votes against polled on in favour in	Resolution required (Ordinary/ Special)	quired pecial)		Special					
Mode of voting voting         No. of votes voting voting voting         No. of votes polled on polled on polled on polled on polled or	Whether the	moter/ the age	omoter group da	Yes					
$ \begin{array}{c ccccccccccccccccccccccccccccccccccc$	Category	Mode of voting	No. of Shares held	0	of olle sh sh		No. of Votes - against	% of votes in favour on votes polled	% of votes votes polled
E-voting         1,41,17,990         88.85         1,41,17,990         0.00         0.00         0				2	(3)=[(2)/(1)] $]* 100$	4	2	(6)=[(4)/(2)]*· 100	(7)=[(5)/(2 )]* 100
Poll         1,53,89,290         0         0.00         0.00         0	Promoter	E-voting		41,17	88.85	1,41,17,990		100.00	00.00
Total         1,41,17,990         88.85         1,41,17,990         Common Note	and	Poll	1,58,89,290	0	00.00	0	0	00.00	00.0
E-voting         0         0         0.00         0 <th< td=""><td>group</td><td>Total</td><td></td><td></td><td>88.85</td><td>1,41,17,990</td><td></td><td>100.00</td><td>00.00</td></th<>	group	Total			88.85	1,41,17,990		100.00	00.00
Poll         0         0         0.00         0 </td <td>Public-</td> <td>E-voting</td> <td></td> <td>0</td> <td>00.00</td> <td>0</td> <td>0</td> <td>00.00</td> <td>00.0</td>	Public-	E-voting		0	00.00	0	0	00.00	00.0
Total         0         0.00         0         0         0           E-voting         11,04,843         16.51         11,04,843         0           Poll         66,91,910         3,503         0.06         3,903         0           Total         11,08,746         16.57         11,08,746         0           E-voting         1,52,22,833         67.41         1,52,22,833         0           Poll         3,503         0.02         3,903         0           Total         1,52,26,736         0         0	Institutional	Poll	0	0	00.00	0	0	00.00	00.00
E-voting         66,91,910         11,04,843         16.51         11,04,843         0           Poll         66,91,910         3,503         0.06         3,903         0           Total         11,08,746         16.57         11,08,746         0           E-voting         1,52,22,833         67.41         1,52,22,833         0           Poll         2,25,81,200         3,503         0.02         3,903         0           Total         1,52,26,736         0         3	holders	Total		0	00'0	0	0	0.00	0.00
Poll         66,91,910         3,503         0.06         3,903         0           Total         11,08,746         16.57         11,08,746         0           E-voting         1,52,22,833         67.41         1,52,22,833         0           Poll         2,25,81,200         3,503         0.02         3,903         0           Total         1,52,26,736         67.43         1,52,26,736         0	Public- Non	E-voting		11,04,843	16.51	11,04,843	0	100.00	00.00
Total         11,08,746         16.57         11,08,746         0           E-voting         1,52,22,833         67.41         1,52,22,833         0           Poll         2,25,81,200         3,503         0.02         3,903         0           Total         1,52,26,736         67.43         1,52,26,736         0	Institutional	Poll	66,91,910	3,503	90.0	3,903	0	100.00	00.00
E-voting         1,52,22,833         67.41         1,52,22,833         0           Poll         2,25,81,200         3,503         0.02         3,903         0         0           Total         1,52,26,736         67.43         1,52,26,736         0         0         0	holders	Total		11,08,746	16.57	11,08,746	0	100.00	00.00
Poll         2,25,81,200         3,503         0.02         3,903         0           Total         1,52,26,736         67.43         1,52,26,736         0		E-voting		1,52,22,833	67.41	1,52,22,833	0	100.00	00.00
1,52,26,736 67.43 1,52,26,736 0	Total	Poll	2,25,81,200	3,503	0.02	3,903	0	100,00	00'0
		Total		1,52,26,736	67.43	1,52,26,736	0	100.00	AR DE DO

### Resolution No. 7

Re-issue of 4,000 forfeited Equity Shares of Rs. 5/- each at a price not less than the price which is to be determined in accordance with the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009.

Resolution required (Ordinary/ Special)	quired pecial)		Special					
Whether the promoter/ are interested in the ag	a a	promoter group	Yes					
Category	Mode of voting	No. of Shares held	No. of votes polled	% of votes polled on outstandin g shares	No. of votes – in favour	No. of Votes - against	% of votes in favour on votes polled	% of votes votes polled
		•	2	(3)=[(2)/(1)] $]* 100$	4	2	(6)=[(4)/(2)]* 100	(7)=[(5)/(2 )]* 100
Promoter	E-voting		1,25,600	0.79	1,25,600	0	100.00	00.0
and	Poll	1,58,89,290	0	00.00	0	0	00.00	00.00
group	Total		1,25,600	62'0	1,25,600	0	100.00	00.0
-Dublic-	E-voting		0	00'0	0	0	00.00	00.00
Institutional	Poll	0	0	00.00	0	0	00.00	00.0
holders	Total		0	00'0	0	0	00.0	00'0
Public- Non	E-voting		11,05,143	16.51	11,05,143	0	100.00	00.00
Institutional	Poll	66,91,910	3,903	90'0	3,903	0	100.00	00.00
holders	Total		11,09,046	16.57	11,09,046	0	100.00	00.0
	E-voting		12,30,743	5.45	12,30,743	0	100.00	00.00
Total	Poll	2,25,81,200	3,903	0.02	3,903	0	100,00	00'0
	Total		12,34,646	5.47	12,34,646	0	100.00	0000
								1



### Resolution No. 8

excess managerial remuneration and sum of Rs. 1,64,00,000 (Rupees One Crore Sixty Four Lakhs Only) as professional fees for the Waiver of recovery of a sum of Rs. 5,90,06,159/- (Rupees Five Crore Ninety Lakhs Six Thousand One Hundred and Fifty Nine Only) movie "KAANCHI" as a Director, Producer and Writer.

rer/ promoter group Yes agenda le of No. of	Resolution required (Ordinary/Special)	quired ecial)		Special					
Mode of voting         No. of No. of voting         No. of No. of polle           voting         1         2           E-voting         1,58,89,290         1,2           Poll Total         1,58,89,290         1,2           F-voting         0         1,2           Poll E-voting         66,91,910         11,0           Poll Total         11,0         12,3           Poll F-voting         2,25,81,200         12,3	ether the printerested	in the agent	omoter group	Yes					
E-voting   1,58,89,290   1,2     Poll   1,58,89,290   1,2     Total	ategory	Mode of voting	No. of Shares held		% of votes polled on outstandin g shares	No. of votes - in favour	No. of Votes - against	% of votes in favour on votes polled	% of votes votes polled
E-voting   1,58,89,290   1,28   1,291   1,28   1,291			1	2	(3)=[(2)/(1)] $]* 100$	4	2	(6)=[(4)/(2)]* 100	(7)=[(5)/(2 )]* 100
Poll         1,58,89,290         1,23           Total         0         1,23           Poll         0         11,0           F-voting         66,91,910         11,0           Poll         12,3           Poll         12,3           Poll         12,3           Poll         12,3           Poll         12,3	romoter	E-voting		1,25,600	0.79	1,25,600	0	100.00	00.0
Total         1,23           E-voting         0           Poll         11,0           E-voting         66,91,910           Poll         11,0           Fe-voting         12,3           Poll         2,25,81,200	and	Poll	1,58,89,290	0	00.00	0	0	00.00	00.00
E-voting         0         0           Poll         Total         11,0           Poll         66,91,910         11,0           Total         12,3           E-voting         12,3           Poll         12,3	group	Total		1,25,600	62'0	1,25,600	0	100.00	00'0
Poll         0           Total         11,0           Poll         66,91,910           Total         11,0           E-voting         12,3           Poll         2,25,81,200	Public-	E-voting		0	00.0	0	0	00.00	00.0
Total         66,91,910         11,0           Poll         66,91,910         11,0           Total         12,3           F-voting         12,3           Poll         2,25,81,200	stitutional	Poll	0	0	00.0	0	0	00.00	00.00
E-voting         66,91,910         11,0           Poll         11,0           Total         11,0           E-voting         12,3           Poll         2,25,81,200	holders	Total		0	00'0	0	0	0.00	00.0
Poll         66,91,910         11,0           Total         12,3           E-voting         12,3           Poll         2,25,81,200	blic- Non	E-voting		11,05,143	16.51	11,05,143	0	100.00	00.0
Total         11,0           E-voting         12,3           Poll         2,25,81,200	stitutional	Poll	66,91,910	3,903	90.0	2,311	1,592	59.21	40.79
E-voting 12,3 Poll 2,25,81,200	holders	Total		11,09,046	16.57	11,07,454	1,592	98.66	0.14
2,25,81,200	Total	E-voting		12,30,743	5.45	12,30,743	0	100.00	00.00
		Poll	2,25,81,200	3,903	0.02	2,311	1,592	59,21	40,79
Total 12,34,646		Total		12,34,646	5.47	12,33,054	1,592	18'66	0113



### Scrutinizer's Report

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of 34th Annual General Meeting of the members of:

Mukta Arts Limited (the 'Company') held on the 9<sup>th</sup> day of September, 2016 at 4:00 p.m. at the Whistling Woods Institute's Auditorium, Dada Saheb Phalke Chitra Nagari, Goregaon (East), Mumbai - 400 065

Dear Sir,

We, Pratik M. Shah, Company Secretaries, have been appointed by the Board of Director of the Company as a scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the terms of Reg. 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice to the 34<sup>th</sup> Annual General Meeting ('AGM') of the members of the Company, held on the 9<sup>th</sup> day of September, 2016 at 4:00 p.m. at the Whistling Woods Institute's Auditorium, Dada Saheb Phalke Chitra Nagari, Goregaon (East), Mumbai: 400 065.

The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. by remote e-voting and voting by poll at the AGM) on the resolutions contained in the notice to the 34th Annual General Meeting (AGM) of the Company. Our responsibility as a scrutinizer for the voting process (i.e. by remote e-voting and voting by poll at the AGM) is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the notice referred to above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ('CDSL') the authorized agency to provide e-voting facilities, engaged by the Company, and voting by poll at AGM-

Further to the above, we submit our report as under:-

The Company has entered into an arrangement with Central Depository Services (India)
Limited ('CDSL') the authorized agency to provide remote e-voting facilities to all the
members who were eligible to take part in the remote e-voting.

Tel. No.: 022 - 2898 3946 . Cell.: +91 - 98200 55798

Website: www.cspmshah.com e-mail: pratik@cspmshah.com / cspratikmshah@gmail.com

- The remote e-voting period remained open from Monday, 5<sup>th</sup> September, 2016 (12:00 noon) to Thursday, 8<sup>th</sup> September, 2016 (5:00 p.m.).
- iii. The members of the Company as on the "cut-off" date i.e. 2<sup>nd</sup> September, 2016 were entitled to vote on the resolutions (item no. 1 to 8 as set out in the notice of the 34<sup>th</sup> AGM of the Company).
- iv. At the end of the remote e-voting period on 8<sup>th</sup> September, 2016 at 5.00 pm, voting portal of service provider was blocked forthwith.
- v. After the announcement of polling at the AGM, the ballot box was duly locked by us and kept for polling with due identification marks.
- vi. After Annual General Meeting, the ballot box kept for voting was immediately opened by us in presence of Mr. Amey Surve and Mr. Kiran Puthran.
- vii. There were 50 shareholders present at the meeting in person at the AGM.
- viii. On Friday, 9<sup>th</sup> September, 2016 at 6.00 pm after counting vote cast at the meeting, the votes cast through remote e-voting process were unblocked by us in the presence of Mr. Amey Surve and Mr. Kiran Puthran.
- ix. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- The poll papers were complete in all respect and no defects were found.

Consolidated report on result of voting through electronic means and voting by poll is as under:

### Item No. 1:-

Ordinary Resolution to receive, consider and adopt the Audited Financial Statements (including the Audited Consolidated financial statements) of the Company for the financial year ended March 31, 2016, together with the Reports of the Board of Directors and the Auditors thereon.

### Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	23	1,69,94,433	100.00
Through voting by Poll	15	3,903	8.15
Total	38	1,69,98,336	99.74

### ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	0	0	0.00
Through voting by Poll	0	. 0	0.00
Total	0	0	0.00

### iii. Invalid votes :

Mode of Voting	Number of members voted	Number of votes cast by them
Through e-voting	0	0
Through voting by Poll	1	44,000
Total	1	44,000

### iv. Abstain/Not voted :

Mode of Voting	Number of members voted	Number of votes cast by them
Through e-voting	.0	0
Through voting by Poll	0	0
Total	0	0

### Item No. 2:-

Ordinary Resolution to re-appoint Mr. Rahul Puri (holding DIN 01925045), Managing Director who retires by rotation and being eligible, offers himself for re-appointment.

### Voted in favour of the resolution:

Mode of Voting	Number of members voted	719-11-	% of total number of valid votes cast
Through e-voting	19	12,76,443	7.51
Through voting by Poll	15	3,903	8.15
Total	34	12,80,346	7.51

### ii. Voted against the resolution :

Mode of Voting	Number of members voted		% of total number of valid votes cast
Through e-voting	0	0	0.00
Through voting by Poll	0	0	0.00
Total	0	0	0.00

### iii. Invalid votes:

Mode of Voting	Number of members voted	Number of votes cast by them
Through e-voting	0	0
Through voting by Poll	1	44,000
Total	1	44,000

### iv. Abstain/Not voted :

Mode of Voting	Number of members voted	Number of votes cast by them
Through e-voting	4	1,57,17,990
Through voting by Poll	0	0
Total	4	1,57,17,990

### Item No. 3:-

Ordinary Resolution to re-appoint M/s. Uttam Abuwala & Co., Chartered Accountants (FRN: 111184W) as Statutory Auditors and fixing their remuneration.

### i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Transfer of the state of the st	% of total number of valid votes cast
Through e-voting	23	1,69,94,433	100.00
Through voting by Poll	15	3,903	8.15
Total	38	1,69,98,336	99.74

### ii. Voted against the resolution :

Mode of Voting	Number of members voted		% of total number of valid votes cast
Through e-voting	0	0	0.00
Through voting by Poll	0	0	0.00
Total	0	0	0.00

### iii. Invalid votes :

Tilvalia vores :			
Mode of Voting	Number of members voted	Number of votes cast by them	
Through e-voting	0	0	
Through voting by Poll	1	44,000	
Total	1	44,000	

### iv. Abstain/Not voted :

Mode of Voting	Number of members voted	Number of votes cast by them
Through e-voting	0	0
Through voting by Poll	0	0
Total	0	0

### Item No. 4:-

Special Resolution to re-appoint Mr. Subhash Ghai (DIN 00019803) as the Executive Chairman of the Company for a period of three years with effect from May 30, 2017.

### i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	17	12,30,743	7.24
Through voting by Poll	15	3,903	8.15
Total	32	12,34,646	7.24

### ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	0	0	0.00
Through voting by Poll	0	0	0.00
Total	0	0	0.00

### iii. Invalid votes :

Mode of Voting	Number of members voted	Number of votes cast by them
Through e-voting	0	0
Through voting by Poll	1	44,000
Total	1	44,000

Mode of Voting	Number of member voted	rs Number of votes cast by them
Through e-voting		6 1,57,63,690
Through voting by Poll		0 0
Total		6 1,57,63,690

### Item No. 5:-

Special Resolution to re-appoint Mr. Rahul Puri (DIN 01925045) as the Managing Director of the Company for a period of three years with effect from May 30, 2017.

### i. Voted in favour of the resolution:

Mode of Voting	Number of members voted		% of total number of valid votes cast
Through e-voting	19	12,76,443	7.51
Through voting by Poll	15	3,903	8.15
Total	34	12,80,346	7.51

### ii. Voted against the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	0	0	0.00
Through voting by Poll	0	0	0.00
Total	0	0	0.00

### iii. Invalid votes :

Mode of Voting	Number of member voted	's Number of votes cast by them
Through e-voting		0 0
Through voting by Poll		1 44,000
Total		1 44,000

Mode of Voting	Number of members voted	Number of votes cast by them
Through e-voting	4	1,57,17,990
Through voting by Poll	0	0
Total	4	1,57,17,990

### Item No. 6:-

Special Resolution to appoint Mr. Siraj Farooqui relative of Mr. Parvez A. Farooqui, Executive Director of the Company as "COO-Production & Studios" and fix remuneration.

### i. Voted in favour of the resolution:

Mode of Voting	Number of members voted		% of total number of valid votes cast
Through e-voting	18	1,52,22,833	89.58
Through voting by Poll	15	3,903	8.15
Total	33	1,52,26,736	89.35

### ii. Voted against the resolution:

Mode of Voting	Number of members voted		% of total number of valid votes cast
Through e-voting	0	0	0.00
Through voting by Poll	0	0	0.00
Total	0	0	0.00

### iii. Invalid votes :

Mode of Voting	Number of members voted	Number of votes cast by them
Through e-voting	0	0
Through voting by Poll	1	44,000
Total	1	44,000

on anot but
es cast by
17,71,600
0
17,71,600

### Item No. 7:-

Special Resolution to re-issue 4,000 forfeited Equity Shares of Rs. 5/- each at a price not less than the price which is to be determined in accordance with the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009.

### i. Voted in favour of the resolution:

Mode of Voting	Number of members voted		% of total number of valid votes cast
Through e-voting	17	12,30,743	7.24
Through voting by Poll	15	3,903	8.15
Total	32	12,34,646	7.24

### ii. Voted against the resolution:

Mode of Voting	Number of members voted		% of total number of valid votes cast
Through e-voting	0	0	0.00
Through voting by Poll	0	0	0.00
Total	0	0	0.00

### iii. Invalid votes :

Mode of Voting	Number of member voted	s Number of votes cast by them
Through e-voting		0 0
Through voting by Poll		1 44,000
Total		1 44,000

Mode of Voting	Number of memi	bers Number of votes cast by them
Through e-voting		6 1,57,63,690
Through voting by Poll		0 0
Total		6 1,57,63,690

### Item No. 8:-

Special Resolution for waiver of recovery of a sum of Rs. 5,90,06,159/- (Rupees Five Crore Ninety Lakhs Six Thousand One Hundred and Fifty Nine Only) as excess managerial remuneration and sum of Rs. 1,64,00,000 (Rupees One Crore Sixty Four Lakhs Only) as professional fees for the movie "KAANCHI" as a Director, Producer and Writer.

### i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	17	12,30,743	7.24
Through voting by Poll	14	2,311	4.82
Total	31	12,33,054	7.24

### ii. Voted against the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Through e-voting	0	0	0
Through voting by Poll	1	1,592	3.32
Total	1	1,592	0.01

### iii. Invalid votes :

Mode of Voting	Number of members voted	Number of votes cast by them
Through e-voting	0	0
Through voting by Poll	1	44,000
Total	1	44,000

Mode of Voting	Number of voted	members	Number of votes cast by them
Through e-voting		6	1,57,63,690
Through voting by Poll		0	0
Total		6	1,57,63,690

- xi. Based on the above voting, all resolutions carried on with requisite majority, accordingly we request the Chairman of 34<sup>th</sup> Annual General Meeting to announce the results of the meeting.
- xii. The register and all other relevant papers relating to e-voting shall remain in oursafe custody until the Chairman considers, approves and signs the minutes of the aforesaid 34<sup>th</sup> Annual General Meeting and thereafter the same shall be handed over to the Company Secretary for their safe keeping.

Place: Mumbai

Date: 10th September, 2016

FCS-7431 \*
COP-7401 \*

Pratik M. Shah

**Company Secretaries** 

FCS: 7431

C.P. No. 7401