

Date: May 30, 2025

BSE Limited Corporate Service Department
1st Floor, P. J. Towers, Dalal Street,
Mumbai 400 001

The National Stock Exchange of India Ltd.
Exchange Plaza, 5th floor, Plot No. C/1, 'G'
block, Sandra Kurla Complex, Sandra (E),
Mumbai 400 051

Dear Sir / Madam,

Sub: Annual Secretarial Compliance Report for the year ended 31st March, 2025

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/27/2019 dated 8th February 2019; please find enclosed herewith Annual Secretarial Compliance Report (Revised format as prescribed by the ICSI on 23rd May, 2023) of the Company for the year ended 31st March 2025, issued by the Secretarial Audit Firm, viz.M/s. Manthan Negandhi & Co., Practising Company Secretaries.

It is requested to take this intimation on record.

Thanking you

Yours sincerely,
For **Cinevista Limited**


Kilpa Goradia
Company Secretary
M. No.: F11934



Encl.: As above

Corporate Office:

Flat no. 7 & 8, Silver Croft, Off T.P.S. III,
Corner of 16th & 33rd Road,
Bandra (W), Mumbai – 400050

Regd. Office:

1, Silver Croft, Off. T.P.S. III, Corner of 16th and 33rd Road,
Bandra West, Mumbai - 400050

Website: www.cinevistaas.com
E-mail: helpdesk@cinevistaas.com
CIN: L92130MH1997PLC107871

**ANNUAL SECRETERIAL COMPLIANCE REPORT OF
CINEVISTA LIMITED
(CIN- L92130MH1997PLC107871)
FOR THE YEAR ENDED 31st MARCH 2025**

To,
Cinevista Limited

Flt 1, 1st Flr, Silver Croft, Corner of 16th and 33rd Road, Above Khane Khas Hotel, Opp. Mini Punjab Hotel, Bandra West, Mumbai, Bandra West, Mumbai, Mumbai, Maharashtra, India, 400050

I Manthan Neeta Kishore Negandhi have examined:

- (a) all the documents and records made available to us and explanation provided by Cinevista Limited (“the listed entity”),
- (b) the filings/ submissions made by the listed entity to the stock exchanges
- (c) Website of the Company
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification.

for the year ended **31st March, 2025**(“**Review Period**”) in respect of compliance with the provisions of:

- i. the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- ii. the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations and circulars/ guidelines issued thereunder, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;**(Not Applicable as there were no reportable events occurred during the review period)**;



- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not Applicable as there were no reportable events occurred during the review period);**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable as there were no reportable events occurred during the review period);**
- g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not Applicable as there were no reportable events occurred during the review period);**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Depository Participants) Regulations, 1996 & 2018.
and circulars and guidelines issued thereunder.

Further in terms of SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024 /185 dated December 31, 2024 in respect of requirement of disclosure of Employee Benefit Scheme Documents in respect of regulation 46(2)(za) of Listing Regulations has complied with;

and based on the above examination, I hereby report that, during the review period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder:

Sr. No	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Action taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
	Not Applicable								

- b) The listed entity has taken the following actions to comply with the observations made in previous reports: -



Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Regulation/ Circular No.	Action Taken by	Type Action	Details Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
c) I/we hereby report that, during the review period the compliance status of the listed entity is appended as below:									

Sr No	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS*
1	<p>Secretarial Standards:</p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.</p>	Yes	
2	<p>Adoption and timely updation of the Policies:</p> <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI 	Yes Yes	
3	<p>Maintenance and disclosures on Website:</p> <ul style="list-style-type: none"> The Listed entity is maintaining a functional website 	Yes	



	<ul style="list-style-type: none"> • Timely dissemination of the documents/information under a separate section on the website • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website 	Yes Yes	
4	Disqualification of Director: <ul style="list-style-type: none"> • None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity. 	Yes	
5	Details related to Subsidiaries of listed entities have been examined w.r.t: <ul style="list-style-type: none"> (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries 	Yes Yes	
6	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	
7	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	
8	Related Party Transactions: <ul style="list-style-type: none"> a. The listed entity has obtained prior approval of Audit Committee for all related party transactions; or 	Yes	



	<p>b. The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.</p>	NA	
9	<p>Disclosure of events or information:</p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	Yes	
10	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015</p>	Yes	
11	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>No action(s) has been taken against the listed entity/its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/guidelines issued thereunder.</p>	Nil	No Notices received for non-compliance by NSE & BSE during the year under review.
12	<p>Resignation of Statutory Auditors from the listed entity or its material subsidiaries:</p> <p>In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and/or its material subsidiaries has/ have complied with paragraph 6.1 and 6.2 of section V-D of Chapter V of the Master Circular on compliance with the provisions of the Listing Regulations by listed entities</p>	NA	No such event took place during the period under review.



13	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	
----	---	-----	--

- d) The listed entity has complied with new SDD compliance as mentioned under Regulation 3 (5) of SEBI (Prohibition of Insider Trading) Regulations, 2015 having a proper SDD Software maintained internally with time stamp.

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Place: Mumbai
Date: 30/05/2025

Manthan Neeta Kishore Negandhi



Manthan Negandhi & Co.
Company Secretaries
Membership No: - 56472/ COP No: - 21289
UDIN:A056472G000507373
PR No: -**3229/2023**

