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

10th September, 2016

BSE Limited Phiroze Jeejeebhoy Towers, 1st Floor, Dalal Street, Mumbai – 400 001	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051

Kind Attn: **Corporate Relations Department**

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

PRATIK M. SHAH B.COM., F.C.S.
Company Secretaries

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 9th 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 34th Annual General Meeting ('AGM') of the members of the Company, held on the 9th 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:-

i. 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.

Add :. D/12, Riddhi Avenue, Off. New Link Road, Chikuwadi, Borivali (West), Mumbai - 400 092
Tel. No. : 022 - 2898 3946 ● Cell. : +91 - 98200 55798
Website : www.cspmshah.com ● e-mail : pratik@cspmshah.com / cspratikmshah@gmail.com

ii. The remote e-voting period remained open from Monday, 5th September, 2016 (12:00 noon) to Thursday, 8th September, 2016 (5:00 p.m.).

iii. The members of the Company as on the "cut-off" date i.e. 2nd September, 2016 were entitled to vote on the resolutions (item no. 1 to 8 as set out in the notice of the 34th AGM of the Company).

iv. At the end of the remote e-voting period on 8th 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, 9th 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.

x. 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.

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	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.

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	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 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	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. 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**

iv. **Abstain/Not voted** :

Mode of Voting	Number of members voted	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	Number of votes cast by them	% 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 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. 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	Number of votes cast by them	% 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	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	5	17,71,600
Through voting by Poll	0	0
Total	5	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	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**

iv. **Abstain/Not voted** :

Mode of Voting	Number of members voted	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**

iv. **Abstain/Not voted** :

Mode of Voting	Number of members voted	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 34th 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 34th Annual General Meeting and thereafter the same shall be handed over to the Company Secretary for their safe keeping.



Pratik M. Shah
Company Secretaries
FCS: 7431
C.P. No. 7401

Place: Mumbai
Date: 10th September, 2016