

February 6, 2019

1.	National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor Plot No. C/1, G Block; Bandra (East) Mumbai 400 051 NSE Scrip Code: RADIOCITY ISIN: INE919I01016	2.	BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers Dalal Street; Fort Mumbai 400 001 BSE Scrip Code: 540366 ISIN: INE919I01016
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Ref: Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Dear Sirs,

Sub: Disclosure of Voting Results of Postal ballot & E-Voting

Pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 including any statutory modification(s) or re-enactment thereof for the time being in force, the Company conducted the Postal Ballot for seeking the consent of the shareholders on the following resolutions:

- Approval for sub-division of each Equity Share having a face value of ₹ 10/- each into 5 Equity Shares of the face value of ₹ 2/- each. (Ordinary Resolution)
- Approval for Alteration of Clause V of the Memorandum of Association pursuant to sub-division of Equity shares of the Company. (Ordinary Resolution)
- Continuation of appointment of Shri Vijay Tandon (DIN: 00156305) as an Independent Director & Chairman of the Company, upto his original term/tenure ending November 23, 2021 (Special Resolution)

Pursuant to the provisions of Regulation 44(3) of SEBI (LODR) Regulations, 2015, please find enclosed Voting Results and Consolidated Report of the Scrutinizer.

The afore mentioned resolutions have been passed with requisite majority on Tuesday, February 5, 2019 which was the last date of receipt of postal ballot forms.

Request you to take the above information on records

Thanking You

Yours faithfully

For Music Broadcast Limited



Chirag Bagadia

Company Secretary & Compliance Officer

Encl: a/a



Company Name	MUSIC BROADCAST LIMITED
Date of Postal Ballot	December 31, 2018 (Voting start date: January 07, 2019 at 09.00 a.m. to February 05, 2019 at 5.00 pm)
Total number of shareholders on record date	20989
No. of shareholders present in the meeting either in person or Promoters and Promoter Group:	Not applicable
Public:	
No. of Shareholders attended the meeting through Video	Not applicable
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	ORDINARY - Approval for sub-division of each Equity Share having a face value of Rs. 10/- each into 5 Equity Shares of the face value of Rs. 2/- each.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	40734999	40734999	100.0000	40734999	0	100.0000	0.0000
	Poll	40734999	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	40734999	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	5949462	4673483	78.5530	4673483	0	100.0000	0.0000
	Poll	5949462	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	5949462	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	8625239	2975895	34.5022	2975850	45	99.9984	0.0015
	Poll	8625239	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	8625239	0	0.0000	00	0	0.0000	0.0000
	Total	55309700	48384377	87.4790	48384332	45	99.9999	0.0001



Resolution required: (Ordinary/ Special)		ORDINARY - Approval for Alteration of Clause V of the Memorandum of Association pursuant to sub-division of Equity shares of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	40734999	40734999	100.0000	40734999	0	100.0000	0.0000	
	Poll	40734999	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)	40734999	0	0.0000	00	0	0.0000	0.0000	
Public- Institutions	E-Voting	5949462	4673483	78.5530	4673483	0	100.0000	0.0000	
	Poll	5949462	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)	5949462	0	0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	8625239	2975895	34.5022	2975850	45	99.9984	0.0015	
	Poll	8625239	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)	8625239	0	0.0000	00	0	0.0000	0.0000	
Total		55309700	48384377	87.4790	48384332	45	99.9999	0.0001	

Resolution required: (Ordinary/ Special)		SPECIAL - Continuation of appointment of Shri Vijay Tandon (DIN: 00156305) as an Independent Director & Chairman of the Company, upto his original term/tenure ending November 23, 2021.							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	40734999	40734999	100.0000	40734999	0	100.0000	0.0000	
	Poll	40734999	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)	40734999	0	0.0000	00	0	0.0000	0.0000	
Public- Institutions	E-Voting	5949462	4673483	78.5530	4673483	0	100.0000	0.0000	
	Poll	5949462	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)	5949462	0	0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	8625239	2975895	34.5022	2975735	160	99.9946	0.0053	
	Poll	8625239	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)	8625239	0	0.0000	00	0	0.0000	0.0000	
Total		55309700	48384377	87.4790	48384217	160	99.9997	0.0003	



SCRUTINIZER'S REPORT – CONSOLIDATED**February 06, 2019**

To,
Mr. Vijay Tandon
The Chairman,
Music Broadcast Limited
5th Floor, RNA Corporate Park,
Off. Western Express Highway, Kalanagar,
Bandra (East), Mumbai – 400051

Dear Sir,

I, Deepak Rane, Practicing Company Secretary (CP No.: 8717, Membership No.:24110), have been appointed as the Scrutinizer by the Board of Directors of Music Broadcast Limited ('the Company') at its meeting held on December 31, 2018 pursuant to provisions of Section 110 of the Companies Act, 2013 ('the Act') read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation 2015, as amended, to conduct the postal ballot and e-voting process of the Company in connection with passing of resolutions for the business stated in the Notice of the Postal Ballot/E-voting dated Monday, December 31, 2018.

Report on Scrutiny

- The Company has completed the dispatch of notice of Postal Ballot/E-Voting alongwith its Explanatory Statement, the Postal Ballot form and the prepaid business reply envelope on January 03, 2019 to its members, whose names appeared in the Register of Members/List of beneficial owners as on December 28, 2018;
- As per Rule 22(3) of the Companies (Management and Administration) Rules, 2014, an advertisement in newspapers in regard to dispatch of Postal Ballot Notice to the members of the Company, was published by the Company in Business Standard, having country-wide circulation and Navshakti, on January 4, 2019.
- A total no. of 20,989 Postal ballot notices were sent through Email and through courier.
- The Company has also provided to the shareholders the facility of e-voting through e-voting platform of Karvy Fintech Private Limited through its portal <https://evoting.karvy.com>;
- The e-voting period commenced at 09.00 a.m. IST on January 7, 2019 and concluded at 05.00 p.m. IST on February 5, 2019 for voting through physical postal ballot form as well as through e-voting;
- There were no physical postal ballot form(s) received;



- Since there were no physical postal ballot form received, there was no need to make any entry in separate registered maintained for this purpose;
- The particulars of all the Postal Ballot Forms received upto Tuesday, February 5, 2019 till 05.00 p.m. IST (being last date of receipt of Postal Ballot Forms) were considered for scrutiny;
- There was no case of any defaced or mutilated Ballot papers since no physical postal ballot form(s) were received;
- The details of e-voting inter alia containing the list of equity shareholders who voted "FOR", "AGAINST" on each of the resolutions that were put to vote were generated from the e-voting website of Karvy Fintech Private Limited.
- A combined report of Postal Ballot and E-voting conducted is given below:

THE VOTING RESULTS ARE AS UNDER:

Resolution No.1:- Ordinary Resolution - Approval for sub-division of each Equity Share having a face value of ₹ 10/- each into 5 Equity Shares of the face value of ₹ 2/- each.

Particulars	Remote e-voting		Voting at Postal Ballot		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	30	4,83,84,332	0	0	30	4,83,84,332	99.99
Dissent	1	45	0	0	1	45	0.01
Abstain	0	0	0	0	0	0	0
Total	31	4,83,84,377	0	0	31	4,83,84,377	100

Accordingly, out of 4,83,84,377 votes cast (e-voting and ballot), 4,83,84,332 votes were cast ASSENTING to the Ordinary Resolution constituting 99.99% of the total votes cast; 45 votes were cast DISSENTING to the Ordinary Resolution constituting 0.01% of the total votes cast.

Resolution No.2:- Ordinary Resolution - Approval for Alteration of Clause V of the Memorandum of Association pursuant to sub-division of Equity shares of the Company

Particulars	Remote e-voting		Voting at Postal Ballot		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	30	4,83,84,332	0	0	30	4,83,84,332	99.99
Dissent	1	45	0	0	1	45	0.01
Abstain	0	0	0	0	0	0	0
Total	31	4,83,84,377	0	0	31	4,83,84,377	100

Accordingly, out of 4,83,84,377 votes cast (e-voting and ballot), 4,83,84,332 votes were cast ASSENTING to the Ordinary Resolution constituting 99.99% of the total votes cast; 45 votes were cast DISSENTING to the Ordinary Resolution constituting 0.01% of the total votes cast.



Resolution No.3:- Special Resolution – Continuation of appointment of Shri Vijay Tandon (DIN: 00156305) as an Independent Director & Chairman of the Company, upto his original term/tenure ending November 23, 2021

Particulars	Remote e-voting		Voting at Postal Ballot		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	30	4,83,84,217	0	0	30	4,83,84,217	99.99
Dissent	1	160	0	0	1	160	0.01
Abstain	0	0	0	0	0	0	0
Total	31	4,83,84,377	0	0	31	48384377	100

Accordingly, out of 4,83,84,377 votes cast (e-voting and ballot), 4,83,84,217 votes were cast ASSENTING to the Special Resolution constituting 99.99% of the total votes cast; 160 votes were cast DISSENTING to the Special Resolution constituting 0.01% of the total votes cast.

On reckoning the voting of shareholders as above, I hereby report that the Ordinary/Special Resolution(s) as contained in Item No.1 to 3 of the Notice of Postal Ballot IE-Voting dated December 31, 2018 can be deemed to have been passed with requisite majority.

Thanking you,
Yours faithfully,



Deepak Rane
Practicing Company Secretary
(CP No.: 8717, Membership No.: 24110)

