

September 15, 2021

<p>1. National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor Plot No. C/1, G Block; Bandra (East) Mumbai 400 051</p> <p>NSE Scrip Code: RADIOCITY ISIN: INE919I01024</p>	<p>2. BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers Dalal Street; Fort Mumbai 400 001</p> <p>BSE Scrip Code: 540366 ISIN: INE919I01024</p>
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Dear Sir's,

Subject: Summary of Proceedings of 22nd Annual General Meeting and E-Voting Results of Music Broadcast Limited (the "Company") held on Tuesday, September 14, 2021.

In terms of the General Circular dated May 5, 2020 read with General Circulars dated April 8, 2020, April 13, 2020 and January 13, 2021 issued by the Ministry of Corporate Affairs ('MCA') and in compliance with the provisions of the Companies Act, 2013 ('Act') and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the 22nd Annual General Meeting ("AGM") of the Company was held on Tuesday, September 14, 2021 at 3.00 p.m. (IST) through video conferencing/other audio visual means to transact the business as stated in the Notice dated May 20, 2021 convening the 22nd AGM.

Accordingly, we hereby submit the following documents:-

1. Summary of proceedings of 22nd AGM of the Company pursuant to Regulation 30 of Listing Regulations as **Annexure A**.
2. Consolidated Voting results in the format prescribed under Regulation 44 of the Listing Regulations as **Annexure B**.
3. Scrutinizer's Report on votes cast during the Meeting and Remote E-voting pursuant to pursuant to Section 108 of the Companies Act, 2013 and Rule 20of the Companies (Management and Administration) Rules, 2014, as **Annexure C**.

The AGM concluded at 3:45 p.m. (IST).

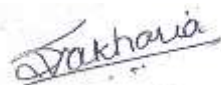
The Voting Results along with the Scrutinizer's Report dated September 15, 2021 is also being made available on the Company's website at www.radiocity.in

You are requested to take the above information on your records.

Thanking you

Yours faithfully

For Music Broadcast Limited



Sejal Vakharia
Compliance Officer

Encl: as above



ANNEXURE- A

SUMMARY OF PROCEEDINGS OF 22ND ANNUAL GENERAL MEETING

The 22nd Annual General Meeting (“AGM” or “the meeting”) of Music Broadcast Limited (“the Company”) was held on Tuesday, September 14, 2021 at 3.00 p.m. (IST) through two-way Video Conference (“VC”)/Other Audio Visual Means (“OAVM”) in accordance with the applicable provisions of Companies Act, 2013 read with the Rules issued thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India. The meeting commenced at 3.00 p.m. and concluded at 3.45 p.m.

Ms. Sejal Vakharia, Interim Compliance Officer (“CO”) welcomed the shareholders and other invitees present at the 22nd Annual General Meeting of the Company. She further, introduced the Board of Directors of the Company, and other Invitees/attendees present at the AGM who had connected through VC from their respective locations. All Directors were present for the meeting except Mr. Anuj Puri, who was unable to attend the AGM due to his pre-occupation. The Statutory and Secretarial Auditors were also present during the meeting through VC. Thereafter, the CO ascertained the requisite quorum and called the Meeting to order.

Mr. Vijay Tandon, Non- Executive (Independent) Chairman of the Company, chaired the proceedings of the AGM.

On request by the Chairman, CO, briefed on certain points relating to participation in the meeting which, *inter alia*, included the following:-

- The Company had taken all feasible efforts under the current circumstances to enable members to participate through video conference and vote at the AGM.
- The Company had provided the facility to the members to cast their votes electronically on all resolutions set forth in the Notice convening the 22nd AGM of the Company and the remote e-voting period commenced on Saturday, September 11, 2021 at 9.00 a.m. (IST) and ended on Monday, September 13, 2021 at 5.00 p.m. (IST).
- Members who had not cast their votes through remote e-voting platform were provided with an opportunity to cast their votes, electronically during the AGM i.e. Insta-Poll.
- The Company had appointed Mr. Deepak Rane, Practicing Company Secretary, as Scrutinizer for the purpose of scrutinizing the remote E-voting process and voting through Insta-Poll.

The CO further informed the Members that the Statutory Auditors Report and Secretarial Audit Report does not contain qualification or adverse remarks and with the permission of the Members present, the notice convening the meeting, along with Annual Report, already been emailed to all shareholders, were taken as read.

The Chairman then delivered his speech. Copy of the Chairman’s speech was already sent to all the shareholders as part of the Annual Report of the Company for FY 2020-21. The Chairman however read out his insight note, which is attached herewith.



The members were then requested to raise their queries on the Agenda Items as set out in the Notice convening the 22nd AGM of the Company. Speaker Shareholders spoke/raised queries/made comments on the financial performance and other relevant matters. Necessary clarifications/responses were provided to the members by Mr. Ashit Kukian, Chief Executive Officer of the Company.

The CO, thereafter, thanked all the members and Directors for their participation at the AGM and for their constructive suggestions and observations. She further informed the members that Insta-Poll facility at the AGM was open for 15 minutes from the conclusion of the Meeting to enable the Members to cast their vote.

The following items of business, as per the Notice convening the 22nd AGM of the Company were transacted at the meeting:

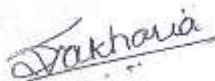
ORDINARY BUSINESS	
1.	To receive, consider and adopt Audited Balance Sheet as at March 31, 2021, and the Statement of Profit and Loss for the year ended on that date together with the Report of Board of Directors and the Auditors thereon. (Ordinary Resolution)
2.	To appoint a Director in place of Mr. Shailesh Gupta (DIN- 00192466), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)
SPECIAL BUSINESS	
3.	To ratify the remuneration payable to cost auditor for the financial year ending March 31, 2022. (Ordinary Resolution)
4.	To re-appoint Mr. Madhukar Kamath (DIN- 00230316) as Non-Executive Independent Director of the Company. (Special Resolution)
5.	To re-appoint Mr. Vijay Tandon (DIN: 00156305) as Chairman and Non-Executive Independent Director of the Company. (Special Resolution)
6.	To approve scheme of loan for the eligible employees of the Company. (Special Resolution)

The Scrutinizer's Report was received after the meeting on September 15, 2021. All the aforesaid resolutions were passed with requisite majority. Detailed voting results for the votes cast through remote e-voting and electronic voting at the AGM on all the resolutions as set out in the Notice of AGM are enclosed.

Thanking you

Yours faithfully

For Music Broadcast Limited



Sejal Vakharia
Compliance Officer

Encl: a/a



Chairman's insight

My Dear Shareholders,

Welcome to the 22nd Annual General Meeting of Music Broadcast Limited.

It is the second year in a row that I miss the intimacy and warmth of face-to-face interaction with you, because of the COVID pandemic. However, the virtual format has enabled several of our shareholders to participate in the AGM from the safety of their homes.

With a heavy heart, I extend my heartfelt condolences to all those aggrieved families who have lost their loved ones due to ongoing pandemic, and bestow gratitude and appreciation to the health care staff and frontline workers who have seamlessly served at this hour of need.

We are living through unprecedented times, and I sincerely wish and pray that all of you are safe and in good health.

I trust, my message circulated as part of the Annual Report would have been read by the members. Let me take this opportunity to share with you the following:

Financial year gone by was the most challenging year in the history of Music Broadcast Limited. It reminded us 2009-2010 were in global economy crash due to Enron. Your company was not only able to withstand the headwinds but was able to bounce back a decade back.

MBL once again has shown same resilience and withstand COVID times. Globally, the havoc created by the pandemic has resulted in enormous challenges that has impacted everyone in the FY 2020-21.

The economy was projected to have contracted by 8% due to COVID-19. While some stability was achieved in the second half of the year, it was again pulled back due to the second wave, which started in Mid-March. This resulted in various state governments imposing partial lockdowns and restrictions on movement to contain the outbreak.

The resultant outcome is likely to dampen economic activity, however, the impact will be much lower than in year gone by as containment measures are focused, and households as well as businesses have adjusted to the 'new normal'. These restrictions are expected to continue in the foreseeable future, especially with the anticipation of the third wave, despite the pickup in vaccinations.

In-line with the industry trends, we saw a de - growth of 49% in revenues to ₹127.6 crores from ₹247.82 crores. To minimise the consequent financial impact, we continued with our cost rationalisation initiatives, which resulted in savings of up to ₹52 crores annually. As a result, our EBITDA stands at ₹3.7 crores, and our net loss reported to be at ₹24.2 crores.

These difficult times were met with well-designed and well executed initiatives, resulting in us, not just achieving a 27% cost reduction as compared to FY 2019-20, but also an impressive improvement in collection efficiency, resulted in ₹159 crores collection during the year. This in turn has led to our cash and cash equivalent's reserves swelling to ₹233 crores as on 31st March 2021.

With regards to our industry ranking, we maintained our leadership with 21% market share in FY 2020-21.





I am happy to share that, continuing our philosophy of rewarding shareholders, we announced Bonus Non-convertible Redeemable Preference Share to its minority shareholders, for which we have received SEBI clearance and we are awaiting NCLT approvals.

The second and now the impending third wave of COVID-19 may push back the recovery period for the sector and each media vertical will have different time frames to reach pre-COVID levels.

Nevertheless, media companies with strong balance sheets and comfortable liquidity positions as well as businesses have managed their costs prudently as a practice, and those who have internalised valuable lessons in managing crisis last year should be able to weather this second storm better than others.

Before I conclude, I would like to thank our listeners, advertisers, shareholders, government, bankers and most importantly the tireless Radio City team, who contributed to our growth story.

I am confident Radio City will continue to deliver on stakeholder expectations and live up to the trust reposed in it.

Because, together, we can. As we always have.

Thank you - Best wishes and Stay safe.

Warm regards,
Vijay Tandon



ANNEXURE B

Name of the Company		MUSIC BROADCAST LIMITED								
Date of the AGM/EGM		14-09-2021								
Total number of shareholders on record date		36960								
No. of shareholders present in the meeting either in person or through proxy:										
Promoters and Promoter Group:		Not Applicable								
Public:		Not Applicable								
No. of Shareholders attended the meeting through Video Conferencing										
Promoters and Promoter Group:		2								
Public:		37								
Resolution No.		1								
Resolution required: (Ordinary/ Special)		ORDINARY - To receive, consider and adopt Audited Balance Sheet as at March 31, 2021, and the Statement of Profit and Loss for the year ended on that date together with the Report of Board of Directors and the Auditors thereon.								
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	255,989,649	255,989,649	100.0000	255,989,649	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		255,989,649	100.0000	255,989,649	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	19,398,212	18,921,468	97.5423	18,921,468	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		18,921,468	97.5423	18,921,468	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	70,297,764	461,141	0.6560	459,973	1,168	99.7467	0.2532	0	0
	Poll		5,326	0.0076	4,814	512	90.3867	9.6132	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		466,467	0.6636	464,787	1,680	99.6398	0.3602	0	0
Total	345,685,625	275,377,584	79.6613	275,375,904	1,680	99.9994	0.0006	0	0	

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Shailesh Gupta (DIN- 00192466), who retires by rotation and being eligible, offers himself for re-appointment.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	255,989,649	255,989,649	100.0000	255,989,649	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		255,989,649	100.0000	255,989,649	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	19,398,212	18,921,468	97.5423	18,921,468	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		18,921,468	97.5423	18,921,468	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	70,297,764	461,141	0.6560	457,973	3,168	99.3130	0.6869	0	0
	Poll		5,326	0.0076	4,814	512	90.3868	9.6132	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		466,467	0.6636	462,787	3,680	99.2111	0.7889	0	0
Total	345,685,625	275,377,584	79.6613	275,373,904	3,680	99.9987	0.0013	0	0	
Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To ratify the remuneration payable to cost auditor for the financial year ending March 31, 2022.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	255,989,649	255,989,649	100.0000	255,989,649	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		255,989,649	100.0000	255,989,649	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	19,398,212	18,921,468	97.5423	18,921,468	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		18,921,468	97.5423	18,921,468	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	70,297,764	461,141	0.6560	457,673	3,468	99.2479	0.7520	0	0
	Poll		5,326	0.0076	4,814	512	90.3867	9.6132	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		466,467	0.6636	462,487	3,980	99.1468	0.8532	0	0
Total	345,685,625	275,377,584	79.6613	275,373,604	3,980	99.9986	0.0014	0	0	

Resolution No.	4									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Madhukar Kamath (DIN- 00230316) as Non-Executive Independent Director 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	255,989,649	255,989,649	100.0000	255,989,649	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		255,989,649	100.0000	255,989,649	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	19,398,212	18,921,468	97.5423	18,921,468	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		18,921,468	97.5423	18,921,468	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	70,297,764	461,141	0.6560	459,653	1,488	99.6773	0.3227	0	0
	Poll		5,326	0.0076	4,814	512	90.3868	9.6132	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		466,467	0.6636	464,467	2,000	99.5712	0.4288	0	0
Total	345,685,625	275,377,584	79.6613	275,375,584	2,000	99.9993	0.0007	0	0	

Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Vijay Tandon (DIN 00156305) as Chairman and Non-Executive Independent Director 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	255,989,649	255,989,649	100.0000	255,989,649	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		255,989,649	100.0000	255,989,649	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	19,398,212	18,921,468	97.5423	18,921,468	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		18,921,468	97.5423	18,921,468	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	70,297,764	461,141	0.6560	459,653	1,488	99.6773	0.3227	0	0
	Poll		5,326	0.0076	4,814	512	90.3868	9.6132	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		466,467	0.6636	464,467	2,000	99.5712	0.4288	0	0
Total	345,685,625	275,377,584	79.6613	275,375,584	2,000	99.9993	0.0007	0	0	

Resolution No.	6									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval of scheme of loan for the eligible employees 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	255,989,649	255,989,649	100.0000	255,989,649	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		255,989,649	100.0000	255,989,649	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	19,398,212	18,921,468	97.5423	0	18,921,468	0.0000	100.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		18,921,468	97.5423	0	18,921,468	0.0000	100.0000	0	0
Public- Non Institutions	E-Voting	70,297,764	461,141	0.6560	459,343	1,798	99.6101	0.3899	0	0
	Poll		5,326	0.0076	4,814	512	90.3868	9.6132	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		466,467	0.6636	464,157	2,310	99.5048	0.4952	0	0
Total	345,685,625	275,377,584	79.6613	256,453,806	18,923,778	93.1281	6.8719	0	0	

SCRUTINIZER'S REPORT – CONSOLIDATED

[Pursuant to provisions of section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

CONSOLIDATED SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND E-VOTING AT THE 22ND ANNUAL GENERAL MEETING ('AGM') OF MUSIC BROADCAST LIMITED HELD ON TUESDAY THE SEPTEMBER 14, 2021 AT 03.00 P.M.

To,

Mr. Vijay Tandon
The Chairman of the
22nd Annual General Meeting of Members of
Music Broadcast Limited

5th Floor, RNA Corporate Park,
Off. Western Express Highway, Kalanagar,
Bandra (East), Mumbai – 400 051,
Maharashtra, India.

Subject: Scrutinizer's Report on voting through Remote E-voting and E-voting at the AGM held through video conferencing ("VC")/other audio-visual means (OVAM) pursuant to provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Dear Sir,

I, Deepak Rane, Practicing Company Secretary (CP No.: 8717, Membership No.:24110), was appointed as Scrutinizer by the Board of Directors of **Music Broadcast Limited** ('the Company') at its meeting held on May 20, 2021 pursuant to provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard 2 on General Meetings and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to act as Scrutinizer for the remote E-voting and the E-voting at the 22nd Annual General Meeting held on Tuesday the September 14, 2021, at 3.00 p.m. (IST) through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") Facility ("AGM"), and to submit consolidated report on result of the remote e-voting and e-voting at the AGM.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to voting through remote e-voting as well as e-voting at the AGM on the resolutions contained in the Notice of the 22nd Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, both through remote e-voting and e-voting at the AGM, are conducted in fair and transparent manner and

submit consolidated Scrutinizer's report of the total votes cast "In Favour" or "Against", if any, on the resolutions, to the Chairman, based on the reports generated from the remote e-voting system provided by K Fin Technologies Private Limited ("KFintech/Service Provider"), the authorised agency to provide e-voting facilities and engaged by the Company.

Report on Scrutiny:

- The Company had appointed KFin Technologies Private Limited ("KFintech") as the Service provider, for the purpose of extending the facility of e-Voting to the members of the Company. KFintech is also Registrar and Share Transfer Agent ("RTA") of the Company.
- The voting period for Remote e-voting was open from **Saturday, September 11, 2021 at 9.00 a.m. (IST) till Monday, September 13, 2021 5.00 p.m. (IST)** and the KFintech remote e-voting platform was disabled thereafter. The Members were required to cast their votes electronically to accord their assent or dissent in respect of Resolutions, on the remote e-voting platform provided by KFintech.
- Members of the Company as on "cut off" date (record date) i.e. **Thursday, September 09, 2021**, were entitled to vote on the resolutions as set out in Notice of the 22nd AGM of the Company.
- On completion of e-voting at the AGM, I unblocked the results of remote e-voting and e-voting at the AGM on the KFintech e-voting platform, as prescribed in Sub Rule 4 (xii) of the said Rule 20 and downloaded the results.
- I observed that 6 (Six) Members had cast their votes through e-voting (Insta-poll) at the AGM and 60 (Sixty) Members had cast their votes through remote e-voting. The result of the voting i.e. remote e-voting and e-voting at the AGM are enclosed herewith.
- Based on the aforesaid results, I report that the 3 (Three) Ordinary Resolutions and 3 (Three) Special Resolutions as set out at Item No. 1 to Item No. 6 of the Notice of the 22nd AGM, held on September 14, 2021, have been passed with the requisite majority.
- The list of equity shareholders who voted 'for' or 'against' and those whose votes were declared 'invalid' for each resolution is enclosed.

The Voting Results are as under:

(a) Resolution No.1:- ORDINARY RESOLUTION –

Adoption of the audited Balance Sheet at 31st March, 2021, and the Statement of Profit and Loss for the financial year ended on that date together with the reports of the Board of Directors' and Auditors' thereon:

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	57	27,53,71,090	4	4,814	61	27,53,75,904	99.9994%
Dissent	3	1,168	2	512	5	1,680	0.0006%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	60	27,53,72,258	6	5,326	66	27,53,77,584	100.00%

Accordingly, out of 27,53,77,584 votes cast (remote e-voting and e-voting at the AGM), 27,53,75,904 votes were cast ASSENTING to the Ordinary Resolution constituting 99.9994% of the total votes cast; 1,680 votes were cast DISSENTING to the Ordinary Resolution constituting 0.0006% of the total votes cast.

(b) Resolution No.2:- Ordinary Resolution -

Appointment of Director in place of Mr. Shailesh Gupta (DIN No. 00192466), who retires by rotation and being eligible, offers himself for re appointment:

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	56	27,53,69,090	4	4,814	60	27,53,73,904	99.9987%
Dissent	4	3,168	2	512	6	3,680	0.0013%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	60	27,53,72,258	6	5,326	66	27,53,77,584	100.00%

Accordingly, out of 27,53,77,584 votes cast (remote e-voting and e-voting at the AGM), 27,53,73,904 votes were cast ASSENTING to the Ordinary Resolution constituting 99.9987% of the total votes cast; 3,680 votes were cast DISSENTING to the Ordinary Resolution constituting 0.0013% of the total votes cast.

(c) Resolution No.3:- Ordinary Resolution

Ratification of the remuneration payable to M/s. Kishore Bhatia and Associates, Cost Accountant (Firm Registration No. 00294), the Cost Auditors, for the financial year ending March 31, 2022.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	55	27,53,68,790	4	4,814	59	27,53,73,604	99.9986%
Dissent	5	3,468	2	512	7	3,980	0.0014%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	60	27,53,72,258	6	5,326	66	27,53,77,584	100.00%

Accordingly, out of 27,53,77,584 votes cast (remote e-voting and e-voting at the AGM), 27,53,73,604 votes were cast ASSENTING to the Ordinary Resolution constituting 99.9986% of the total votes cast; 3,980 votes were cast DISSENTING to the Ordinary Resolution constituting 0.0014% of the total votes cast.

(d) Resolution No.4:- Special Resolution –

Re-appointment of Mr. Madhukar Kamath (DIN- 00230316) as Non-Executive Independent Director of the Company:

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	56	27,53,70,770	4	4,814	60	27,53,75,584	99.9993%
Dissent	4	1,488	2	512	6	2,000	0.0007%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	60	27,53,72,258	6	5,326	66	27,53,77,584	100.00%

Accordingly, out of 27,53,77,584 votes cast (remote e-voting and e-voting at the AGM), 28,40,63,360 votes were cast ASSENTING to the Special Resolution constituting 99.9993% of the total votes cast; 2,000 votes were cast DISSENTING to the Special Resolution constituting 0.0007% of the total votes cast.

(e) Resolution No.5:- Special Resolution –

Re-Appointment of Mr. Vijay Tandon (DIN- 00156305) as Chairman and Non-Executive Independent Director of the Company:

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	56	27,53,70,770	4	4,814	60	27,53,75,584	99.9993%
Dissent	4	1,488	2	512	6	2,000	0.0007%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	60	27,53,72,258	6	5,326	66	27,53,77,584	100.00%

Accordingly, out of 27,53,77,584 votes cast (remote e-voting and e-voting at the AGM), 28,40,63,360 votes were cast ASSENTING to the Special Resolution constituting 99.9993% of the total votes cast; 2,000 votes were cast DISSENTING to the Special Resolution constituting 0.0007% of the total votes cast.

(f) Resolution No.6:- Special Resolution

Approval of scheme of loan for the eligible employees of the Company:

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	53	25,64,48,992	4	4,814	57	25,64,53,806	93.1281%
Dissent	7	1,89,23,266	2	512	9	1,89,23,778	6.8719%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	60	27,53,72,258	6	5,326	66	27,53,77,584	100.00%

