

June 24, 2022

1. National Stock Exchange of India Ltd Exchange Plaza, 5 th Floor Plot No. C/1, G Block; Bandra (East), Mumbai 400 051 Scrip Code: NSE RADIOCITY ISIN: INE919I01024	2. BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai 400 001 Scrip Code: 540366 ISIN: INE919I01024
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Ref: Disclosure pursuant to Regulation 44 read with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Sub: Submission of Voting Results along with the Scrutinizer Report on E-voting including Remote E-voting of the Hon’ble National Company Law Tribunal (“NCLT”) convened Meeting of Equity Shareholders of Music Broadcast Limited (“Company”), held on Thursday, June 23, 2022, at 02:00 P.M (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

Dear Sir / Ma’am,

In furtherance to our letter dated May 20, 2022 and June 24, 2022, we enclose herewith the following documents in connection to the NCLT convened meeting of Equity Shareholders of the Company, held on Thursday, June 23, 2022 at 02.00 P.M (IST) through VC / OAVM:

1. Disclosure of voting results of the Meeting in the format specified under Regulation 44 of the Listing Regulations and the business contained in the said meeting was considered and approved by the shareholders with requisite majority, as **Annexure A**.
2. Combined Scrutinizer's Report on Remote E-voting and E-voting at the Meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Rules made thereunder as **Annexure-B**.

A copy of the same is also being uploaded on the website of the Company at www.radiocity.com.

Kindly take the above on record.

Thanking You,
For Music Broadcast Limited



Arpita Kapoor
Company Secretary and
Compliance Officer

Enclosure: As above



General information about company	
Scrip code	540366
NSE Symbol	RADIOCITY
MSEI Symbol	NOTLISTED
ISIN	INE919I01024
Name of the company	MUSIC BROADCAST LIMITED
Type of meeting	Court Convened Meeting
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	23-06-2022
Start time of the meeting	02:00 PM
End time of the meeting	02:36 PM



Scrutinizer Details	
Name of the Scrutinizer	CS DHAWAL GADDA
Firms Name	Dhawal Gadda & Co
Qualification	CS
Membership Number	8955
Date of Board Meeting in which appointed	12-05-2022
Date of Issuance of Report to the company	24-06-2022



Voting results	
Record date	16-06-2022
Total number of shareholders on record date	33551
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	2
b) Public	41
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	Add Notes

Ashta



Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of Scheme of Arrangement between Music Broadcast Limited and its Shareholders under Sections 230 and other applicable provisions of the Companies Act, 2013 for issuance of Non-Convertible Non-Cumulative Redeemable Preference Shares by way of Bonus to the non-promoter				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		255989649	100.0000	255989649	0	100.0000	0.0000
	Poll	255989649	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	255989649	255989649	100.0000	255989649	0	100.0000	0.0000
Public- Institutions	E-Voting		18921468	97.3888	18921468	0	100.0000	0.0000
	Poll	19428787	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	19428787	18921468	97.3888	18921468	0	100.0000	0.0000
Public- Non Institutions	E-Voting		6758930	9.6189	6757515	1415	99.9791	0.0209
	Poll	70267189	9177567	13.0610	9177567	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	70267189	15936497	22.6799	15935082	1415	99.9911	0.0089
Total		345685625	290847614	84.1365	290846199	1415	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0





FORM No. MGT-13
Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
Mr. Harnam Singh IAS (Retd.),
Chairperson appointed for the Meeting of Equity Shareholders of Music Broadcast Limited (CIN:- L64200MH1999PLC137729) convened by the National Company Law Tribunal, Special Bench, Mumbai Pursuant to Order Dated March 31, 2022 Read With Modified Order Dated May 12, 2022 (the "Order") passed in Company Application (CAA) No. 39/MB/2021

Report of Scrutinizer on Remote E- voting process and E- voting conducted during the Meeting of Equity Shareholders of Music Broadcast Limited (the "Company"/ the "Applicant Company") convened by National Company Law Tribunal (NCLT), Special Bench, Mumbai (the "Tribunal") held on Thursday, June 23rd, 2022 at 02:00 p.m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") (hereinafter the referred to as "Meeting").

Ref:- Scheme of Arrangement between the Company and its Shareholders pursuant to the provisions of Section 230 (3) and Rules 6 and 7 of Companies (Compromises, Arrangements and Amalgamations) Rules, 2016]and other applicable provisions of the Companies Act, 2013

Dear Sir,

I, Dhawal Gadda, proprietor of Dhawal Gadda & Co., Company Secretaries, have been appointed by the Hon'ble Mumbai Bench of NCLT vide its Order Dated March 31, 2022 read with modified Order dated May 12, 2022 passed pursuant to the Company Application C.A.(C.A.A.)/39/MB/2021 as Scrutinizer for the purpose of conducting Remote E-voting prior to the Meeting and E-voting during the Meeting of Equity Shareholders of the Company held on Thursday, June 23rd, 2022 at 02:00 p.m. through VC/OAVM, on the resolution seeking approval of Equity Shareholders for the proposed Scheme of Arrangement between the Company and its Equity Shareholders in terms of the Notice dated May 20th, 2022 (the "Notice") convening the Meeting.

I hereby submit my report as follows:

1. Remote E- voting

1.1 Remote E- voting period- The voting period for Remote E-voting commenced on Saturday, June 18, 2022 at 9.00 a.m. (IST) and ended on Wednesday, June 22, 2022 at 5.00 P.M. (IST). The Remote E-voting module was disabled by KFin Technologies Limited for voting thereafter.

2. E- voting during the Meeting

2.1 After the announcement was made by the Company Secretary of the Company, members present at the Meeting and who had not cast their vote earlier through Remote E-voting, voted through the electronic voting facility provided by KFin Technologies Limited.

Address: B304, 3rd Floor, Eastern Business District, LBS Marg, Bhandup W, Mumbai - 400078
Email id: info@dgcs.co.in Mob: 8080452228

2.2 The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to Remote E-voting prior to the Meeting and E-voting during the Meeting on the resolution contained in the Notice of the Meeting.

My responsibility as Scrutinizer for the Remote E-voting and E-voting at the Meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolution.

3. Counting Process

3.1 On completion of voting at the Meeting, KFin Technologies Limited provided me with the list of members present at the Meeting.

3.2 I unblocked the votes casted electronically on the website of KFin Technologies Limited in the presence of Ms Priya Dedhia and Ms. Pooja Vaishnav, who are not in employment of the Company and/or Kfin Technologies Limited and downloaded the E- voting results. They have signed below in confirmation of the same.

3.3 Thereafter, the details containing inter alia the list of Equity shareholders who voted in favour or against the resolution were generated from the website of Kfin Technologies Limited and based on such reports the results of Remote E-voting and E-voting at the Meeting for Item No. 1 of the Notice- To approve the Scheme of Arrangement between the Company and its Shareholders pursuant to the provisions of Section 230 (3) and Rules 6 and 7 of Companies (Compromises, Arrangements and Amalgamations) Rules, 2016]] and other applicable provisions of the Companies Act, 2013 are given hereunder:

(a) Voted in favour of the resolution

Number of members voted through Remote E-voting	% of the total number of members voted through Remote E-voting	Number of valid votes cast by them (in terms of number of shares held)	% of total number of valid votes cast (in terms of number of shares held)
98	99.99	28,16,68,632	99.99

(b) Voted against the Resolution

Number of members voted through Remote E-voting	% of the total number of members voted through Remote E-voting	Number of valid votes cast by them (in terms of number of shares held)	% of total number of valid votes cast (in terms of number of shares held)
3	0.0001	1,415	0.00001

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(c) Invalid/Abstained votes:

Total number of Members whose votes cast through remote E-voting were found to be Invalid/ Abstained	Total number of votes cast by them
0	0

3.4 Total number of Members present at the Meeting and the result of E- voting facility at the Meeting on the Resolution - To approve the Scheme of Arrangement between the Company and its Shareholders pursuant to the provisions of Section 230 (3) and Rules 6 and 7 of Companies (Compromises, Arrangements and Amalgamations) Rules, 2016]] and other applicable provisions of the Companies Act, 2013 is as follows:

Total number of Members present at the Meeting or by Authorized Representative	43
Total number of shares held by members present at the Meeting or by Authorized Representative	26,54,94,644
Total number of Members present at the Meeting or by authorized representative who cast their votes by E-voting (other than persons who had cast their votes through remote E-voting)	28
Total numbers of votes cast by Members through E-voting(in terms of shares held)	91,77,567

(a) Voted in favour of the Resolution:

Number of members voted through E-voting	% of the total number of members voted through E-voting	Number of valid votes cast by them (in terms of number of shares held)	% of total number of valid votes cast (in terms of number of shares held)
28	100	91,77,567	100

(b) Voted against the Resolution:

Number of members voted through E-voting	% of the total number of members voted through E-voting	Number of valid votes cast by them (in terms of number of shares held)	% of total number of valid votes cast (in terms of number of shares held)
0	0	0	0

(c) Invalid/ Abstain Votes.

Total number of Members whose votes cast through remote E-voting were found to be Invalid/ Abstained	Total number of votes cast by them
0	0

3.5. Consolidated results of the Remote E- voting and E- voting of the Meeting are as follows:

Particulars	Remote E-voting		E- voting during the Tribunal Convened Meeting		Total	
	Number of Members	Number of votes cast by them	Number of Members	Number of votes cast by them	Number of Members	Number of votes cast by them
Total Valid Votes	98	28,16,68,632	28	91,77,567	126	29,08,46,199
Total votes cast in favour of the Resolution	99.99	99.99	100	100	-	-
% of Votes cast in favour						
Total votes Cast against the Resolution	3	1,415	0	0	3	1,415
% of votes cast against	0.001	0.001	0	0	-	-

4. Result:-

As mentioned in the Notice to the Shareholders, in accordance with the provisions of Sections 230-232 of the Act, the Scheme of Arrangement shall be considered approved by the Equity Shareholders only if approved by majority of persons representing three-fourth in value of the members, of the Applicant Company, or through e-voting during the meeting including by remote E-voting.

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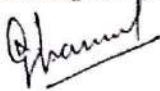
As per the scrutiny of votes cast in respect of the resolution by Remote E-voting and by E- voting at the Meeting, the resolution is passed as per the above mentioned criteria. The date of approval of the resolution is the date of the Tribunal convened Shareholder's Meeting i.e. June 23rd 2022.

I Thank you for the opportunity given to act as a scrutinizer for the above mentioned Tribunal convened Meeting process of your company.

Thanking you

Yours faithfully,

For, Dhawal Gadda & Co
Practicing Company Secretaries




Dhawal Gadda
[Practicing Company Secretary & Scrutinizer appointed by the NCLT (National Company Law Tribunal)
for the Meeting of the Equity Shareholders]
FCS 8955/ COP: 10394

DATE: 24/06/2022

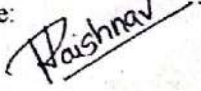
PLACE: Mumbai

UDIN: F008955D000527374


Witness No. 1-

Name: Miss Priya Dedhia
Address- B304, 3rd Floor, Eastern Business
District, LBS Marg,
Bhandup W, Mumbai - 400078
Signature: 

Witness No. 2-

Name: Miss Pooja Vaishnav
Address-B304, 3rd Floor, Eastern Business
District, LBS Marg,
Bhandup W, Mumbai - 400078
Signature: 

Counter signed by:

Signature: 

Mr. Harnam Singh
IAS (Retd.),
Chairman appointed by Hon'ble NCLT for the Meeting

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