

June 24, 2022

1. <b>National Stock Exchange of India Ltd</b> Exchange Plaza, 5 <sup>th</sup> Floor Plot No. C/1, G Block; Bandra (East), Mumbai 400 051	2. <b>BSE Limited</b> Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai 400 001
--	--

**Ref: Scrip Code: NSE RADIOCITY/ BSE 540366 (ISIN: INE919I01024)**

**Sub: 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 Unsecured Creditors of Music Broadcast Limited ("Company"), held on Thursday, June 23, 2022 at 03:30 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 Unsecured Creditors of the Company, held on Thursday, June 23, 2022 at 03.30 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 Unsecured Creditors 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](http://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



## Annexure A

Name of the Company	MUSIC BROADCAST LIMITED
Date of the NCLT Convened Meeting	23-06-2022
Total number of Unsecured Creditors on record date (31-03-2022)	352
No. of Unsecured Creditors present in the Meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Unsecured Creditors attended the Meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	18

Resolution No.	1									
Resolution required: (Ordinary/ Special)	SPECIAL - 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 Shareholders of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	Total Value of Outstanding Debt (1)	No. of votes polled (2)	% of Votes Polled on outstanding debt (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	0	0	0.0000	0	0	0.0000	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		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	E-Voting	0	0	0.0000	0	0	0.0000	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		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	4,88,73,906	2,01,33,628	41.1950	2,01,33,628	0	100.0000	0.0000	0	0
	Poll		30,714	0.628	30,714	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,01,64,342	41.2578	2,01,64,342	0	100.0000	0.0000	0	0
Total	Total	4,88,73,906	2,01,64,342	41.2579	2,01,64,342	0	100.0000	0.0000	0	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 Unsecured Creditors 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 Unsecured Creditors 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 03:30 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 at the Meeting of Unsecured Creditors of the Company held on Thursday, June 23rd, 2022 at 03:30 p.m. through VC/ OAVM, on the resolution seeking approval of Unsecured Creditors for the proposed Scheme of Arrangement between the Company and its Unsecured Creditors in terms of the Notice dated May 20<sup>th</sup>, 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 at the Meeting**

2.1 After the announcement was made by the Company Secretary of the Company, Unsecured Creditors 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](mailto: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:**

- (i) Voting rights have been reckoned on the amount outstanding in the names of the Unsecured Creditors as on Cut off date, i.e. March 31<sup>st</sup>, 2022.
- (ii) There were 352 (Three Hundred Fifty Two) Unsecured Creditors as on 31<sup>st</sup> March, 2022.
- (iii) On completion of voting at the Meeting, KFin Technologies Limited provided me with the list of Unsecured Creditors present at the Meeting.
- (iv) 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 results. They have signed below in confirmation of the same.
- (v) Thereafter, the details containing inter alia the list of Unsecured Creditors 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 Unsecured Creditors voted through Remote E-voting	% of the total number of Unsecured Creditors voted through Remote E-voting	Number of valid votes cast by them	% of total number of valid votes cast
192	100	2,01,33,628	100

**(b) Voted against the Resolution**

Number of Unsecured Creditors voted through Remote E-voting	% of the total number of Unsecured Creditors voted through Remote E-voting	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0	0

**(c) Invalid/Abstained votes:**

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

(vi) The number of Unsecured Creditors present at the Meeting and result of E-voting facility at the Meeting, on the Resolution is as follows:

(A) Total number of Unsecured Creditors present at the Meeting or by Authorized Representative	18
Value of Unsecured Debt held by them (A) (Rs.)	26,32,311
(B) Total number of Unsecured Creditors present at the Meeting who cast their votes by E-voting	1
Value of Unsecured Debt held by them (B) (Rs.)	30,714

**(a) Voted in favour of the Resolution:**

Number of Unsecured Creditors voted through E-voting	% of the total number of Unsecured Creditors voted through E-voting	Number of valid votes cast by them	% of total number of valid votes cast
1	100	30,714	100

**(b) Voted against the Resolution:**

Number of Unsecured Creditors voted through E-voting	% of the total number of Unsecured Creditors voted through E-voting	Number of valid votes cast by them	% of total number of valid votes cast
0	0	0	0

**(c) Invalid/ Abstain Votes:**

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

Address: B304, 3rd Floor, Eastern Business District, LBS Marg, Bhandup W, Mumbai - 400078

Email id: [info@dgc.co.in](mailto:info@dgc.co.in) Mob: 8080452228

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

Particulars	Remote E-voting		E-voting during the Tribunal Convened Meeting		Total	
	Number of Unsecured Creditors	Number of votes cast by them	Number of Unsecured Creditors	Number of votes cast by them	Number of Unsecured Creditors	Number of votes cast by them
Total Valid Votes						
Total votes cast in favour of the Resolution	192	20133628	1	30714	193	20164342
% of Votes cast in favour	100	100	100	100	-	-
Total votes Cast against the Resolution	0	0	0	0	0	0
% of votes cast against	0	0			-	-

**Result:-**

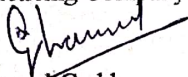
In accordance with the provisions of Sections 230 of the Act, the Scheme shall be considered and approved on the date of this Meeting by the Unsecured Creditors, only if, the Scheme is approved by majority of persons representing three-fourth in value of the Unsecured Creditors of the Company present, through E-voting during the meeting including Remote E-voting subject to the subsequent approval of Hon'ble NCLT or any other requisite authorities, if any.

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 resolutions is the date of the Tribunal convened Unsecured Creditors Meeting i.e. June 23<sup>rd</sup> 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]

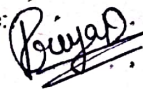
FCS 8955/ COP: 10394

DATE: 24/06/2022

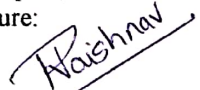
PLACE: Mumbai

UDIN: F008955D000527319

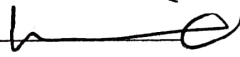
**Witness No. 1-**

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