

August 23, 2022

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

Sub: Intimation under Regulation 30 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Dear Sir/Ma’am,

This is to inform you that the 23rd Annual General Meeting (“AGM”) of the Company was held today i.e Tuesday, August 23, 2022 at 2:00 P.M. IST through video conference in accordance with the applicable circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India for transacting the business (es) as mentioned in the Notice dated May 24, 2022 convening the AGM.

In this regard, please find enclosed the following:

Particulars	Annexure
Summary of the proceedings of the AGM pursuant to Part A of Schedule III under Regulation 30 of the Listing Regulations.	Annexure - A
Voting results of the AGM pursuant to Regulation 44(3) of the Listing Regulations.	Annexure - B
Consolidated Scrutinizer’s Report dated August 23, 2022 on remote e-Voting and e-Voting at the AGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the (Management and Administration) Rules, 2014.	Annexure - C

The AGM concluded at 2:55 P.M. (IST).

The Voting Results along with the Scrutinizer’s Report dated August 23, 2022 is also available on the Company’s website at www.radiocity.in and on the website of Kfin Technologies Limited.

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

Yours Faithfully

For Music Broadcast Limited



Arpita Kapoor
Company Secretary and Compliance Officer



**SUMMARY OF PROCEEDINGS OF 23RD ANNUAL GENERAL MEETING OF
MUSIC BROADCAST LIMITED**

The 23rd Annual General Meeting (“AGM” or “the Meeting”) of Music Broadcast Limited (“the Company”) was held on Tuesday, August 23, 2022 at 2:00 p.m. (IST) through 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 2:00 p.m. and concluded at 2:55 p.m.

Mr. Arpita Kapoor, Company Secretary welcomed the shareholders and other invitees present at the 23rd Annual General Meeting of the Company. All Directors attended the Meeting on VC including Mr. Vijay Tandon, Chairman of the Board, Audit Committee and Risk Management Committee; Mr. Anuj Puri, Chairman of the Nomination and Remuneration Committee; Mr. Madhukar Kamath, Chairman of the Stakeholder Relationship Committee; Mr. Ravi Sardana, Independent Non-Executive Director, Ms. Anita Nayyar and Mr. Rahul Gupta- Non-Executive Directors of the Company, from their respective locations. She further informed that Mr. Shailesh Gupta, Chairman of the Corporate Social Responsibility Committee, Mr. Ashit Kukian, Chief Executive Officer and Mr. Prashant Domadia, Chief Financial Officer of the Company were present at the common venue of the AGM.

The Statutory Auditors and Secretarial Auditor & Scrutinizer were also present during the Meeting through VC. Thereafter, the Company Secretary ascertained the requisite quorum and called the Meeting to order.

The details of the number of members present at the meeting was as follows:

Promoter(s) & Promoter(s) Group	Public	Total
1	42	43

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

On request by the Chairman, the Company Secretary, briefed on certain points relating to participation in the meeting which, *inter alia*, 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 23rd AGM of the Company and the remote e-voting period commenced on Thursday, August 18, 2022 at 9:00 a.m. (IST) and ended on Monday, August 22, 2022 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 at 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 in a fair and transparent manner.



The Company Secretary 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 emailed to all shareholders, was taken as read.

The Chairman then addressed to the Shareholders on the Indian economy, Radio Industry and Company's performance for FY 2021-22.

The members were then requested to raise their queries on the Agenda Items as set out in the Notice convening the 23rd 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. Prashant Domadia, Chief Financial Officer of the Company.

The Company Secretary, 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 will be open for 15 minutes from the conclusion of the Meeting to enable the Members to cast their vote.

The Meeting concluded with a vote of thanks to the chair and gratitude was expressed to the Members, Directors and Invitees for participating in the Meeting.

The following items of business, as per the Notice convening the 23rd AGM of the Company dated May 24, 2022 were transacted at the meeting:

ORDINARY BUSINESS	
1.	To receive, consider and adopt Audited Balance Sheet as at March 31, 2022, 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. Rahul Gupta (DIN- 00359182), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)
SPECIAL BUSINESS	
3.	To ratify the remuneration payable to M/s Kishore Bhatia & Associates, Cost Accountants (Firm Registration No. 00294) Cost Auditors of the Company for the financial year ending March 31, 2023. (Ordinary Resolution)
4.	To appoint Mr. Ravi Sardana (DIN- 06938773) as an Independent Non-Executive Director of the Company. (Special Resolution)

Upon conclusion of the AGM, after scrutiny of the votes, the Scrutinizer submitted his report to the Company Secretary, as authorised by the Chairman of the Company. As per the report submitted by the Scrutinizer considering the votes cast through remote e-Voting and e-Voting at the AGM, all the aforesaid resolutions as set out in the Notice of the AGM were passed with requisite majority.

**Yours Faithfully
For Music Broadcast Limited**



**Arpita Kapoor
Company Secretary and Compliance Officer**



VOTING RESULTS OF THE 23RD ANNUAL GENERAL MEETING (AGM) PURSUANT TO REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Date of AGM	August 23, 2022
Total number of shareholders on record date (i.e as on August 16, 2022)	32802
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	NA
b) Public	NA
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	42
No. of resolution passed in the meeting	4



Resolution No: 1								
To receive, consider and adopt Audited Balance Sheet as at March 31, 2022, and the Statement of Profit and Loss for the year ended on that date together with the Reports of Board of Directors and the Auditors thereon								
Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	255989649	100.00	255989649	0	100.0000	0.0000
	E-voting at the AGM		0	0.00	0	0	0.00	0.00
	Total	255989649	255989649	100.0000	255989649	0	100.0000	0.0000
Public-Institutions	E-Voting	19378880	18921468	97.6396	18921468	0	100.0000	0.0000
	E-voting at the AGM		0	0.00	0	0	0.00	0.00
	Total	19378880	18921468	97.6396	18921468	0	100.0000	0.0000
Public-Non Institutions	E-Voting	70317096	1046706	1.4886	1045735	971	99.9072	0.0928
	E-voting at the AGM		970	0.0014	970	0	100.0000	0.0000
	Total	70317096	1047676	1.4899	1046705	971	99.9073	0.0927
Total		345685625	275958793	79.8294	275957822	971	99.9996	0.0004



Resolution No: 2								
To appoint a Director in place of Mr. Rahul Gupta (DIN- 00359182), who retires by rotation and being eligible, offers himself for re-appointment								
Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	255989649	100.0000	255989649	0	100.0000	0.0000
	E-voting at the AGM		0	0.00	0	0	0.00	0.00
	Total	255989649	255989649	100.0000	255989649	0	100.0000	0.0000
Public-Institutions	E-Voting	19378880	18921468	97.6396	18921468	0	100.0000	0.0000
	E-voting at the AGM		0	0.00	0	0	0.00	0.00
	Total	19378880	18921468	97.6396	18921468	0	100.0000	0.0000
Public-Non Institutions	E-Voting	70317096	1046706	1.4886	1045689	1017	99.9028	0.0972
	E-voting at the AGM		970	0.0014	970	0	100.0000	0.0000
	Total	70317096	1047676	1.4899	1046659	1017	99.9029	0.0971
Total		345685625	275958793	79.8294	275957776	1017	99.9996	0.0004



Resolution No: 3								
To ratify the remuneration payable to M/s Kishore Bhatia and Associates, Cost Accountants (Firm Registration No. 00294) Cost Auditors of the Company for the financial year ending March 31, 2023								
Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstandi ng 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	255989649	100.0000	255989649	0	100.0000	0.0000
	E-Voting at the AGM		0	0.00	0	0	0.00	0.00
	Total	255989649	255989649	100.0000	255989649	0	100.0000	0.0000
Public- Institutions	E-Voting	19378880	18921468	97.6396	18921468	0	100.0000	0.0000
	E-Voting at the AGM		0	0.00	0	0	0.00	0.00
	Total	19378880	18921468	97.6396	18921468	0	100.0000	0.0000
Public- Non Institutions	E-Voting	70317096	1046601	1.4884	1045514	1087	99.8961	0.1039
	E-Voting at the AGM		970	0.0014	970	0	100.0000	0.0000
	Total	70317096	1047571	1.4898	1046484	1087	99.8962	0.1038
Total		345685625	275958688	79.8294	275957601	1087	99.9996	0.0004



Resolution No: 4 To appoint Mr. Ravi Sardana (DIN- 06938773) as Independent Non-Executive Director of the Company								
Resolution required: (Ordinary / Special)		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstandi ng 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	255989649	100.0000	255989649	0	100.0000	0.0000
	E-Voting at the AGM		0	0.00	0	0	0.00	0.00
	Total	255989649	255989649	100.0000	255989649	0	100.0000	0.0000
Public- Institutions	E-Voting	19378880	18921468	97.6396	18921468	0	100.0000	0.0000
	E-Voting at the AGM		0	0.00	0	0	0.00	0.00
	Total	19378880	18921468	97.6396	18921468	0	100.0000	0.0000
Public- Non Institutions	E-Voting	70317096	1046706	1.4886	1045750	956	99.9087	0.0913
	E-Voting at the AGM		970	0.0014	970	0	100.0000	0.0000
	Total	70317096	1047676	1.4899	1046720	956	99.9088	0.0912
Total		345685625	275958793	79.8294	275957837	956	99.9997	0.0003

It is to be noted that:

1. The votes cast does not include invalid votes.
2. All the aforesaid resolutions were passed by the members of the Company with requisite majority.

For Music Broadcast Limited

Arpita



Arpita Kapoor
Company Secretary and Compliance Officer



Annexure - C**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 INSTAPOLL AT THE 23RD ANNUAL GENERAL MEETING ('AGM') OF MUSIC BROADCAST LIMITED HELD ON TUESDAY, AUGUST 23, 2022 AT 02:00 P.M.

To,
Ms. Arpita Kapoor
Company Secretary
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 Instapoll at the 23rd Annual General Meeting of the Music Broadcast Limited ("Company") held on Tuesday, August 23, 2022 ("AGM") through video conferencing ("VC")/other audio-visual means (OVAM) pursuant to provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 ("Rules") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

I, Deepak Rane, Practicing Company Secretary (CP No.: 8717, Membership No.:24110), was appointed as Scrutinizer by the Board of Directors of the Company at its meeting held on May 24, 2022 pursuant to provisions of Section 108 of the Act read with Rule 20 of the Rules, Secretarial Standard 2 on General Meetings and Regulation 44 of the Listing Regulations, as amended, to act as Scrutinizer for the remote E-voting and the Instapoll at the AGM through VC/OAVM Facility, and to submit consolidated report on result of the remote e-voting and Instapoll at the AGM.

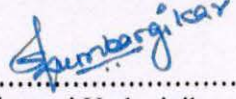
The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to voting through remote e-voting as well as Instapoll at the AGM on the resolutions contained in the Notice dated May 24, 2022 of the AGM of the members of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, both through remote e-voting and Instapoll 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 KFin Technologies Limited ("KFinTech/Service Provider"), the authorised agency to provide e-voting facilities and engaged by the Company.

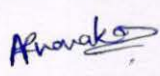


Report on Scrutiny:

- The Company had appointed KFin Technologies 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 **Thursday, August 18, 2022 at 9:00 a.m. (IST) till Monday, August 22, 2022 at 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 and Instapoll platform provided by KFintech.
- Members of the Company as on “cut-off” date (record date) i.e. **Tuesday, August 16, 2022** were entitled to vote on the resolutions as set out in Notice of the AGM of the Company.
- On completion of Instapoll at the AGM, I unblocked the results of remote e-voting and Instapoll at the AGM on the KFintech e-voting platform, as prescribed in Sub Rule 4 (xii) of the said Rules and downloaded the results of the AGM, in presence of two witnesses, Ms. Sharvari Umbarigikar, R/o C 502, Raylon Arcade, Kondivia, Andheri East, Mumbai - 400059 and Ms Aarti Khanvkar R/o C 502, Raylon Arcade, Kondivia, Andheri East, Mumbai - 400059, who are not in the employment of the Company and/ or KFintech.

They have signed below in confirmation of the E-votes being unblocked in their presence:


.....
Ms. Sharvari Umbarigikar


.....
Ms Aarti Khanvkar

Based on the aforesaid results, I report that the 3 (Three) Ordinary Resolutions and 1 (One) Special Resolution as set out at Item No. 1 to Item No. 4 of the Notice of the 23rd AGM, held on August 23, 2022 have been passed with the requisite majority.

The Voting Results are as under:



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

Adoption of the Audited Balance Sheet at 31st March, 2022, 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	81	27,59,56,852	9	970	90	27,59,57,822	99.9996%
Dissent	4	971	Nil	Nil	4	971	0.0004%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	85	27,59,57,823	9	970	94	27,59,58,793	100.00%

Accordingly, out of 27,59,58,793 votes cast (remote e-voting and Instapoll at the AGM), 27,59,57,822 votes were cast ASSENTING to the Ordinary Resolution constituting 99.9996% of the total votes cast; 971 votes were cast DISSENTING to the Ordinary Resolution constituting 0.0004% of the total votes cast.

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

Appointment of Director in place of Mr. Rahul Gupta (DIN No. 00359182), 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	78	27,59,56,806	9	970	87	27,59,57,776	99.9996%
Dissent	6	1017	Nil	Nil	6	1,017	0.0004%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	84	27,59,57,823	9	970	93	27,59,58,793	100%

Accordingly, out of 27,59,58,793 votes cast (remote e-voting and Instapoll at the AGM), 27,59,57,776 votes were cast ASSENTING to the Ordinary Resolution constituting 99.9996% of the total votes cast; 1,017 votes were cast DISSENTING to the Ordinary Resolution constituting 0.0004% 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, 2023.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	76	27,59,56,631	9	970	85	27,59,57,601	99.9995%
Dissent	8	1087	Nil	Nil	8	1087	0.0005%
Abstain	1	105	Nil	Nil	1	105	0.0000%
Total	85	27,59,57,823	9	970	94	27,59,58,793	100%

Accordingly, out of 27,59,58,793 votes cast (remote e-voting and Instapoll at the AGM), 27,59,57,601 votes were cast ASSENTING to the Ordinary Resolution constituting 99.9995% of the total votes cast; 1087 votes were cast DISSENTING to the Ordinary Resolution constituting 0.0005% of the total votes cast. There were 105 votes chose to remain absent.

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

Appointment of Mr. Ravi Sardana (DIN- 06938773) as Independent Non-Executive Director of the Company:


Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	79	27,59,56,867	9	970	88	27,59,57,837	99.9997%
Dissent	4	956	Nil	Nil	4	956	0.0003%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	83	27,59,57,823	9	970	92	27,59,58,793	100.00%

Accordingly, out of 27,59,58,793 votes cast (remote e-voting and Instapoll at the AGM), 27,59,57,837 votes were cast ASSENTING to the Special Resolution constituting 99.9997% of the total votes cast; 956 votes were cast DISSENTING to the Ordinary Resolution constituting 0.0003% of the total votes cast.



Thanking you,

Yours faithfully,



CS Deepak Rane
Practicing Company Secretary
Membership Number A24110
CP Number: 8717
UDIN: - A024110D000833921
Peer Review No. 2063/2022

Date: August 23, 2022

Place: Mumbai

Countersigned by:

For Music Broadcast Limited



Arpita Kapoor
Company Secretary

