



AUGUST 3, 2015

The Manager, Listing Department, National Stock Exchange of India Ltd., 'Exchange Plaza', C-1, Block G, Bandra-Kurla Complex, Bandra (East), MUMBAI - 400 051

Dear Sir,

Sub: Compliance of Clause 35A of the Listing Agreement

As required under Clause 35A of the Listing Agreement, we are sending a copy of information in relation to 68th Annual General Meeting of the Company held on 31st July, 2015 for your information and record.

Thanking you,

Yours faithfully, For SAREQAMA INDIA LIMITED

(TONY PAUL)

GM-LEGAL & COMPANY SECRETARY

Encl. As above





AUGUST 3, 2015

BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, MUMBAI - 400 001

Attn: Listing Department

Dear Sirs,

Sub: Compliance of Clause 35A of the Listing Agreement

As required under Clause 35A of the Listing Agreement, we are sending a copy of information in relation to 68th Annual General Meeting of the Company held on 31st July, 2015 for your information and record.

Thanking you,

Yours faithfully, For SAREGAMA INDIA LIMITED

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GM-LEGAL & COMPANY SECRETARY

Encl. As above





AUGUST 3, 2015

The Calcutta Stock Exchange Limited, 7, Lyons Range, KOLKATA - 700 001

Dear Sirs,

Sub: Compliance of Clause 35A of the Listing Agreement

As required under Clause 35A of the Listing Agreement, we are sending a copy of information in relation to 68th Annual General Meeting of the Company held on 31st July, 2015 for your information and record.

Thanking you,

Yours faithfully, For SAREGAMA INDIA LIMITED

(TONY PAUL)
GM-LEGAL & COMPANY SECRETARY

Encl. As above

The stock Exchange Limited
Listing Department
Received
Contents not verified
SI. No. 109 Sates 3 9 8

Information in terms of Clause 35A of the Listing Agreement in relation to 68th Annual General Meeting of M/s. Saregama India Limited held on 31st July, 2015

Date of AGM: 31st July, 2015

Total Number of Shareholders on record date (24th July, 2015): 14983

3. No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoters Group: 3
Public : 240

4. No. of shareholders attended the meeting through Video Conferencing

Promoters and Promoters Group: Not Applicable
Public : Not Applicable

(Agenda-wise)

 Details of Agenda: As per Notice to the Members of Saregama India Ltd. dated 29th May, 2015.

6. Resolutions required : Ordinary/Special

7. Mode of Voting: Ballot/E-voting

8. In case of Poll/Postal Ballot/E-voting:

Promoter/Public	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	10291859	10291859	100	10291859	Nil	100	Nil
Public Institutional Holders	136971	20000	14.60	20000	Nil	100	Nil
Public - Others	6974108	1514877	21.72	1514876	1	99.9999	0.0001
Total	17402938	11826736		11826735	1		



21.72 1514874
14.60 20000
10291859
3=[(2)/(1)]*100
shares (4)
outstanding favour
Polled on Votes in
% of votes No. of



Total	Public - Others	Public Institutional Holders	Promoter and Promoter Group				Promoter/Public
17402938	6974108	136971	10291859	(1)	held	shares	No. of
11826734	1514875	20000	10291859	(2)	polled	votes	No. of
	21.72	14.60	100	shares 3=[(2)/(1)]*100	outstanding	Polled on	% of votes
11824904	1513045	20000	10291859	(4)	favour	Votes in	No. of
1830	1830	₹.	Z.	(5)	against	Votes	No. of
	99.88	100	100	(6) = [(4)/(2)]*100	votes polled	favour on	% of votes in % of votes
	0.12	N	N.	(6) = [(4)/(2)]*100 ((5)/(2)]*100	votes polled	against on	% of votes



	1	11826739		11826740	17402938	Total
1		1514880	21.72	1514881	6974108	Public - Others
Z		20000	14.60	20000	136971	Public Institutional Holders
Z	-	10291859	100	10291859	10291859	Promoter and Promoter Group
(5)		(4)	shares 3=[(2)/(1)]*100	(2)	(1)	
against		favour	outstanding	polled	held	
Votes		Votes in	Polled on	votes	shares	
No. of		No. of	% of votes	No. of	No. of	Promoter/Public



		11826733	64.76	11826734	17402938	Total
1	mark 1911	1514874	21 72	1514875	607/108	Dublic Othors
						Institutional Holders
Z.		20000	14.60	20000	136971	Public
						Promoter Group
59 Nil	7.0	10291859	100	10291859	10291859	Promoter and
			3=[(2)/(1)]*100			
(5)		(4)	shares	(2)	(1)	
against		favour	outstanding	polled	held	
Votes	3	Votes in	Polled on	votes	shares	
No. of		NO. 01	% of votes	NO. OF	No. of	Promoter/Public



Total 17402938	Public - Others 6974108	Public 136971 Institutional Holders	Promoter and 10291859 Promoter Group	(1)	neid
8 11806705	1514846	Z.	9 10291859	(2)	polled
	21.72	Z	100	shares 3=[(2)/(1)]*100	outstanding
11806649	1514790	Z.	10291859	(4)	favour
56	56	골	<u>z</u>	(5)	against
	99.9963	Z.	100	(6) = [(4)/(2)]*100	votes polled
	0.0037	N.	<u>N</u>	(6) = (7) = [(4)/(2)]*100 [(5)/(2)]*100	votes polled



	151	1514790 5	1514790 56
	Nii 102	628767	Nil 6087670T
1	3=[(2)/(1)]*100		
	(4)		(4) (5)
outstanding		favour	
	Vote	Votes in V	Votes in Votes
	NO.	No. of	10.0



Promoter/Public	No. of	No. of	% of votes	No. of	No. of	% of votes in	% of votes
	shares	votes	Polled on	Votes in	Votes	favour on	against on
	held	polled	outstanding	favour	against	votes polled	votes polled
	(1)	(2)	shares	(4)	(5)	(6) =	(7) =
			3=[(2)/(1)]*100			[(4)/(2)]*100 [(5)/(2)]*100	[(5)/(2)]*1
Promoter and Promoter Group	10291859	10291859	100	10291859	Z.	100	2
Public Institutional Holders	136971	<u>z</u>	Z:	N	<u>Z</u>	N.	N.
Public - Others	6974108	1514881	21.72	1514825	56	99.9963	0.0037
Total	17402938	11806740		11806684	56		



Resolution: 9

10291859 100 Nii Nii 1514875 21.72		100 Nii 21.72	100 10291859 Nii Nii Nii 21.72 151.4819 11806678
		10291859 Nil 151.4819	10291859 Nil Nil Nil 1514819 56
	10291859 Nii Nii 1514819	291859 14819 106678	291859 Nil Nil 14819 56



		1	11826733		11826734	17402938	Total
0.0001	99.9999	₽	1514874	21.72	1514875	6974108	Public - Others
₹.	100	Z.	20000	14.60	20000	136971	Public Institutional Holders
Z.	100	Z.	10291859	100	10291859	10291859	Promoter and Promoter Group
(7) = [(5)/((6) = (7) = [(4)/(2)]*100 [(5)/(2)]*100	(5)	(4)	shares 3=[(2)/(1)]*100	(2)	(1)	(48b)
votes polled	votes polled	against	favour	outstanding	polled	held	
against on	favour on	Votes	Votes in	Polled on	votes	shares	
% of votes	% of votes in	No. of	No. of	% of votes	No. of	No. of	Promoter/Public



Resolution: 11

	11826733 1		11826734	17402938	Total
	1514874 1	21.72	1514875	6974108	Public - Others
₹.	20000	14.60	20000	136971	Public Institutional Holders
₹.	10291859	100	10291859	10291859	Promoter Group
(5)	(4)	shares 3=[(2)/(1)]*:100	(2)	(1)	2.57
against	favour	outstanding	polled	held	
Votes	Votes in	Polled on	votes	shares	
No. of	No. of	% of votes	No. of	No. of	Promoter/Public



Total 17402938	Public - Others 6974108	Public 136971 Institutional Holders	Promoter and 10291859 Promoter Group	(1)	held	shares	Promoter/Public No. of
			-		1000		
11826734	1514875	20000	10291859	(2)	polled	votes	10.01
	21.72	14.60	100	shares 3=[(2)/(1)]*100	outstanding	Polled on	Calon IO 62
11826733	1514874	20000	10291859	(4)	favour	Votes in	NO. 01
1	1	₹.	Z.	(5)	against	Votes	NO. 01
	99.9999	100	100	(6) = [(4)/(2)]*100	votes polled	favour on	UI Salon 10 %
	0.0001	N.	Z.	(6) = (7) = [(4)/(2)]*100 [(5)/(2)]*100	votes polled	against on	% of votes



Resolution: 13

33 1	_	_	11826733		11826734	17402938	Total
4 1			1514874	21.72	1514875	6974108	Public - Others
<u>z</u>	Z.		20000	14.60	20000	136971	Public Institutional Holders
N.			10291859	100	10291859	10291859	Promoter and Promoter Group
(5)	(5)		(4)	shares 3=[(2)/(1)]*100	(2)	(1)	
agains	against		favour	outstanding	polled	held	
Votes	Votes		Votes in	Polled on	votes	shares	
No. of	No. of		NO. OF	% of votes	No. of	No. of	Promoter/Public No. of

For SAREGAMA INDIA LTD.

(TONY PAUL)
GM - Legal & Company Secretary





August 3, 2015

The Manager, Listing Department, National Stock Exchange of India Ltd., 'Exchange Plaza', C-1, Block G, Bandra-Kurla Complex, Bandra (East), MUMBAI - 400 051

Dear Sir,

Sub: Voting Results

Please refer to our letter dated 19th June, 2015 informing yourselves for holding of the 68th Annual General Meeting (68th AGM) of the Members of the Company on 31st July, 2015 at Mohit Moitra Mancha, 34/1, Raja Manindra Road, Paikpara, Kolkata-700 037.

Please find enclosed combined Scrutinizer's Report prepared by Mr. Mohan Ram Goenka, Practicing Company Secretary of MR & Associates on the basis of remote e-voting and voting by ballot paper at the 68th AGM venue.

This is for your information and record.

Please acknowledge receipt.

Thanking you,

Yours faithfully, For SAREGAMA INDIA LIMITED

(TONY PAUL) GM-LEGAL & COMPANY SECRETARY

Encl. Scrutinizer's Report dated 31st July, 2015





August 3, 2015

BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, MUMBAI - 400 001

Attn: Listing Department

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(TONY PAUL) GM-LEGAL & COMPANY SECRETARY Living Department

Living Department

Received

Contents not verified

SI. No. OD Dated 3. 7

Encl. Scrutinizer's Report dated 31st July, 2015

E-mail: co.sec@saregama.com

Consolidated Scrutinizer's Report

[Voting through ballot paper & remote e-voting]

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of Sixty-Eighth Annual General Meeting of the Equity shareholders of Saregama India Limited, held on the 31st day of July, 2015 at Mohit Moitra Mancha, 34/1, Raja Manindra Road, Paikpara, Kolkata-700 037

Dear Sir,

- I Mohan Ram Goenka, Partner of M R & Associates, Practising Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of Saregama India Limited (the Company) for the purpose of Scrutinizing the e-voting process (remote e-voting) and Voting through Ballot paper at the Annual General Meeting under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Rules, 2015 and Clause 358 of the Listing Agreement.
- 2. The Management of the Company is responsible to ensure the Compliance of the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means and Voting through Ballot paper at the venue of the Annual General Meeting on the resolutions contained in the notice of Sixty Eighth Annual General Meeting of the shareholders of the Company. My responsibility as a Scrutinizer for the e-voting process (remote e-voting) and Voting through Ballot paper at the Annual General Meeting is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Consolidated Scrutinizer's Report for the Votes cast in "favour" or "against" on the resolution stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means and voting done by way of ballot paper at the venue of Annual General Meeting.

Our Office :

46, B. B. Ganguly Street, 4th Floor R. No.: 6, Kolkata 700012, E Mail: goenkamohan@hotmail.com goenkamohan@gmail.com

- 3. At the 68th Annual General Meeting of the Company held on July 31, 2015, the Chairman at the end of discussions on the resolution(s) announced the voting through ballot paper to facilitate the members present at the meeting who could not participate in the remote e-voting to record their votes.
- 4. The shareholders holding equity shares as on the "cut-off date" i.e., July 24, 2015 were entitled to vote on the resolutions proposed in the notice calling the 68th Annual General Meeting (Item No. 1 to 13 as set out in the Notice of the 68th AGM of saregama India Limited) by remote e-voting or voting through ballot paper at the 68th AGM.
- 5. I have issued separate Scrutinizer's Report on the remote e-voting and voting through ballot paper at the Annual General Meeting on the resolutions contained in the notice to the AGM. I submit herewith my consolidated Scrutinizer's Report on the results of voting through electronic means (i.e., by remote e-voting) and voting through ballot paper at the Annual General Meeting as under:

Item No. 1 - Ordinary Resolution:

Adoption of Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2015, and the Reports of the Board of Directors and the Auditors thereon.

Mode of Voting	10,000,000,000	favour of olution	The Contract of the Contract o	gainst the olution	Invalid Votes
	No. of votes (shares)	% of total number of valid votes cast	No. of votes (shares)	% of total number of valid votes cast	No. of shares
Remote E-Voting	11817183	100	1	0	0
Voting through Ballot Form	9552	100	0	0	0
Total	11826735	100	1	0	0

Our Office:

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R. No.: 6, Kolkata 700012,

E Mail: goenkamohan@hotmail.com goenkamohan@gmail.com

Item No. 2 - Ordinary Resolution :

Declaration of dividend on Equity Shares

Mode of Voting		favour of colution	State of the second	gainst the olution	Invalid Votes
	No. of votes (shares)	% of total number of valid votes cast	No. of votes (shares)	% of total number of valid votes cast	No. of shares
Remote E-Voting	11817183	100	1	0	0
Voting through Ballot Form	9550	100	0	0	0
Total	11826733	100	1	0	0

Item No. 3 - Ordinary Resolution:

Appointment of Director in place of Mrs. Sushila Goenka (DIN 00087692), who retires by rotation and being eligible, offers herself for reappointment

Mode of Voting		favour of olution		gainst the olution	Invalid Votes
	No. of votes (shares)	% of total number of valid votes cast	No. of votes (shares)	% of total number of valid votes cast	No. of shares
Remote E-Voting	11815354	99.98	1830	0.02	0
Voting through Ballot Form	9550	100	0	0	0
Total	11824904	99.98	1830	0.02	0

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R. No.: 6, Kolkata 700012,

E Mail: goenkamohan@hotmail.com goenkamohan@gmail.com Mobile No.9831074332

Phone No: 2237 9517

Item No. 4 - Ordinary Resolution:

Ratification of the appointment of M/s. Price Waterhouse (Firm Registration No. 301112E) as Statutory Auditor till the conclusion of the AGM to be held in the Calendar Year 2017 & fixing of remuneration thereof

Mode of Voting		favour of olution		gainst the olution	Invalid
	No. of votes (shares)	% of total number of valid votes cast	No. of votes (shares)	% of total number of valid votes cast	No. of shares
Remote E-Voting	11817183	100	1	0	0
Voting through Ballot Form	9556	100	0	0	0
Total	11826739	100	1	0	0

Item No. 5- Ordinary Resolution:

Appointment of Mr. Vikram Mehra as a Non-Independent Executive Director, liable to retire by rotation

Mode of Voting		favour of olution		gainst the olution	Invalid Votes	
	No. of votes (shares)	% of total number of valid votes cast	No. of votes (shares)	% of total number of valid votes cast	No. of shares	
Remote E-Voting	11817183	100	1	0	0	
Voting through Ballot Form	9550	100	0	0	0	,
Total	11826733	100	1	0	0 /	

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Item No. 6 Special resolution:

Issue of shares under under a Scheme titled 'Saregama Employees Stock Option Scheme 2013'

Mode of Voting		favour of olution	100000000000000000000000000000000000000	gainst the dution	Invalid Votes
	No. of votes (shares)	% of total number of valid votes cast	No. of votes (shares)	% of total number of valid votes cast	No. of shares
Remote E-Voting	11797099	99.99	56	0.01	0
Voting through Ballot Form	9550	100	0	0	0
Total	11806649	99.99	56	0.01	0

Item No. 7 - Special Resolution:

Issue of Stock Options to the employees of subsidiary companies under 'Saregama Employees Stock Option Scheme 2013'

Mode of Voting		favour of colution		gainst the olution	Invalid Votes
	No. of votes (shares)	% of total number of valid votes cast	No. of votes (shares)	% of total number of valid votes cast	No. of shares
Remote E-Voting	11797099	99.99	56	0.01	0
Voting through Ballot Form	9556	100	0	0	0
Total	11806649	99.99	56	0.01	0

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Mobile No.9831074332

Phone No: 2237 9517

Item No. 8 Special Resolution:

Grant and issue of stock appreciation rights under a Scheme titled 'Saregama Stock Appreciation Rights Scheme - 2014',

Mode of Voting		favour of olution	25.47.09	gainst the olution	Invalid Votes
	No. of votes (shares)	% of total number of valid votes cast	No. of votes (shares)	% of total number of valid votes cast	No. of shares
Remote E-Voting	11797128	99.99	56	0.01	0
Voting through Ballot Form	9556	100	0	0	0
Total	11806684	99.99	56	0.01	0

Item No. 9 - Special Resolution:

Grant and issue of stock appreciation rights to the employees of subsidiary companies under a Scheme titled 'Saregama Stock Appreciation Rights Scheme - 2014',

Mode of Voting		favour of colution		gainst the olution	Invalid Votes
	No. of votes (shares)	% of total number of valid votes cast	No. of votes (shares)	% of total number of valid votes cast	No. of shares
Remote E-Voting	11797128	99.99	56	0.01	0
Voting through Ballot Form	9550	100	0	0	0
Total	11806678	99.99	56	0.01	0

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Item No. 10 - Special Resolution

Appointment of Mr. Vikram Mehra (DIN 03556680) as Managing Director of the company for a period of 5 (five) years

Mode of Voting		favour of olution		gainst the olution	Invalid Votes
	No. of votes (shares)	% of total number of valid votes cast	No. of votes (shares)	% of total number of valid votes cast	No. of shares
Remote E-Voting	11817183	100	1	0	0
Voting through Ballot Form	9550	100	0	0	0
Total	11826733	100	1	0	0

Item No. 11 - Special Resolution

Re-appointment of Mr. G. B. Aayeer (DIN 00087760) as Whole Time Director of the company for a period of 3 years

Mode of Voting	Visit in second lines	favour of olution	ALTONOMIC CONTRACTOR OF THE PARTY OF THE PAR	gainst the olution	Invalid Votes
	No. of votes (shares)	% of total number of valid votes cast	No. of votes (shares)	% of total number of valid votes cast	No. of shares
Remote E-Voting	11817183	100	1	0	0
Voting through Ballot Form	9550	100	0	0	0
Total	11826733	100	1	0	0

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Item No. 12 - Special Resolution

Shifting of Registrars & Share Transfer Agents office.

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	No. of votes (shares)	% of total number of valid votes cast	No. of votes (shares)	% of total number of valid votes cast	No. of shares
Remote E-Voting	11817183	100	1	0	0
Voting through Ballot Form	9550	100	0	0	0
Total	11826733	100	1	0	0

Item No. 13 - Special Resolution

Fixation of borrowing power u/s 180(1)(c) of the Company Act 2013.

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	No. of votes (shares)	% of total number of valid votes cast	No. of votes (shares)	% of total number of valid votes cast	No. of shares
Remote E-Voting	11817183	100	1	0	0
Voting through Ballot Form	9550	100	0	0	0
Total	11826733	100	1	0	0

Our Office:

46, B. B. Ganguly Street, 4th Floor

R. No.: 6, Kolkata 700012,

E Mail: goenkamohan@hotmail.com goenkamohan@gmail.com

- Based on the foregoing, the resolution No.(s) 1 to 13 shall be deemed to have been passed with the requisite majority.
- 7. All the relevant records relating to the e-voting and ballot paper is under my safe custody and will be handed over to the Chairman or any other person duly authorised for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours Faithfully

Mohan Ram Goenka

Practicing Company Secretary

C. P. No: 2551

Place: Kolkata Date: 31.07.2015

Countersigned by:

For SAREGAMA INDIA LTD.

GM - Legal & Company Secretary