

August 18, 2021

The Manager,  
Listing Department,  
National Stock Exchange of India  
Limited  
Exchange Plaza, C-1,  
Block G, Bandra – Kurla Complex,  
Bandra (East),  
Mumbai – 400 051

The Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001

Symbol: SAREGAMA EQ

Scrip Code: 532163

Dear Sir/ Madam,

**Sub.: Voting results of 74<sup>th</sup> Annual General Meeting of the Company and Scrutinizers report**

**Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the voting results in “**Annexure 1**” and Scrutinizers report duly countersigned by the Company Secretary and Compliance Officer of the Company as “**Annexure 2**”.

Request you to take the above on record.

Thanking you,

Yours faithfully,  
For **Saregama India Limited**

**Kamana Goenka**

**Company Secretary and Compliance Officer**

Encl.: As above

**VOTING RESULTS IN TERMS OF REGULATION 44(3) OF THE SEBI (LODR) IN RELATION TO 74<sup>TH</sup> ANNUAL GENERAL MEETING OF SAREGAMA INDIA LIMITED HELD ON MONDAY, AUGUST 16, 2021**

Date of AGM:	August 16, 2021
Total Number of Shareholders on record date i.e. 09th August, 2021	37,221
No. of Shareholders present in the meeting either in person or through proxy:	Not applicable
Promoters and Promoters Group	Not applicable
Public	Not applicable
No of Shareholders attended the meeting through video Conferencing	61
Promoters and Promoter Group	2
Public	59

<b>Resolution No. 1 - (a) Adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Report of the Board of Directors and Auditors thereon.</b>	
<b>(b) Adoption of the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021 and the Report of Auditors thereon. (Ordinary resolution)</b>	
Whether promoter /Promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	No. of share held	No. votes Polled	% of votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% 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	Remote E-Voting	10291759	10291759	100	10291759	NIL	100	0.00
	E-Voting during AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot(if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	10291759	10291759	100	10291759	NIL	100	0.00
Public Institutional Holders	Remote E-Voting	2046680	1384985	67.67	1384985	NIL	100	0.00
	E-Voting during AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot(if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	2046680	1384985	67.67	1384985	NIL	100	0.00

Public – Others	Remote E-Voting	5089573	1825898	35.88	1825898	NIL	100	0.00
	E-Voting during AGM	NIL	10	NIL	10	NIL	NIL	NIL
	Postal Ballot(if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	5089573	1825908	35.88	1825908	NIL	100	0.00
<b>Total</b>		<b>17428012</b>	<b>13502652</b>	<b>77.48</b>	<b>13502652</b>	<b>NIL</b>	<b>100</b>	<b>0.00</b>

**Resolution No. 2 To confirm payment of interim dividend of Rs. 20 per equity share for the year ended March 31, 2021.  
(Ordinary Resolution)**

Whether promoter /Promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of share held	No. votes Polled	% of votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% 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	Remote E-Voting	10291759	10291759	100	10291759	NIL	100	0.00
	E-Voting during AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot(if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	10291759	10291759	100	10291759	NIL	100	0.00
Public Institutional Holders	Remote E-Voting	2046680	1384985	67.67	1384985	NIL	100	0.00
	E-Voting during AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot(if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	2046680	1384985	67.67	1384985	NIL	100	0.00
Public – Others	Remote E-Voting	5089573	1825898	35.88	1825898	NIL	100	0.00
	E-Voting during AGM	NIL	10	NIL	10	NIL	NIL	NIL
	Postal Ballot(if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	5089573	1825908	35.88	1825908	NIL	100	0.00
<b>Total</b>		<b>17428012</b>	<b>13502652</b>	<b>77.48</b>	<b>13502652</b>	<b>NIL</b>	<b>100</b>	<b>0.00</b>

**Resolution No. 3 - To appoint Mrs. Avarna Jain (DIN: 02106305), who retires by rotation and being eligible, offers herself for re-appointment as a Director. (Ordinary Resolution)**

Whether promoter /Promoter group are interested in the agenda/resolution?

Yes



	applicable Total	2046680	1384985	67.67	1384985	NIL	100	0.00
Public – Others	Remote E- Voting	5089573	1825898	35.88	1825891	7	99.99	0.0004
	E-Voting during AGM	NIL	10	NIL	10	NIL	NIL	NIL
	Postal Ballot(if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	5089573	1825908	35.88	1825901	7	99.99	0.0001
<b>Total</b>		<b>17428012</b>	<b>13502652</b>	<b>77.48</b>	<b>13502645</b>	<b>7</b>	<b>99.99</b>	<b>0.0001</b>

**Resolution No. 5 - Variation in the remuneration paid/payable to Mr. Vikram Mehra (DIN: 03556680), Managing Director of the Company. (Special Resolution)**

Whether promoter /Promoter group are interested in the agenda/resolution?	No
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Category	Mode of Voting	No. of share held	No. votes Polled	% of votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% 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	Remote E- Voting	10291759	10291759	100	10291759	NIL	100	0.00
	E-Voting during AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot(if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	10291759	10291759	100	10291759	NIL	100	0.00
Public Institutional Holders	Remote E- Voting	2046680	1384985	67.67	1384985	NIL	100	0
	E-Voting during AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot(if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	2046680	1384985	67.67	1384985	NIL	100	0
Public – Others	Remote E- Voting	5089573	1571898	30.88	1571891	7	99.99	0.0004
	E-Voting during AGM	NIL	10	NIL	10	NIL	NIL	NIL
	Postal Ballot(if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	5089573	1571908	30.88	1571901	7	99.99	0.0001
<b>Total</b>		<b>17428012</b>	<b>13248652</b>	<b>76.02</b>	<b>13248645</b>	<b>7</b>	<b>99.99</b>	<b>0.0001</b>

**Resolution No. 6 - Continuation of directorship of Mr. Santanu Bhattacharya (DIN: 01794958), as Non-executive Independent Director in terms of**

**Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (Special Resolution)**

Whether promoter /Promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of share held	No. votes Polled	% of votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% 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	Remote E-Voting	10291759	10291759	100	10291759	NIL	100	0.00
	E-Voting during AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot(if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	10291759	10291759	100	10291759	NIL	100	0.00
Public Institutional Holders	Remote E-Voting	2046680	1384985	67.67	558974	826011	40.36	59.64
	E-Voting during AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot(if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	2046680	1384985	67.67	558974	826011	40.36	59.64
Public – Others	Remote E-Voting	5089573	1825898	35.88	1825886	12	100	0.
	E-Voting during AGM	NIL	10	NIL	10	NIL	NIL	NIL
	Postal Ballot(if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	5089573	1825908	35.88	1825896	12	100	0.
<b>Total</b>		<b>17428012</b>	<b>13502652</b>	<b>77.48</b>	<b>12676629</b>	<b>826023</b>	<b>93.88</b>	<b>6.12</b>

**Resolution No. 7 - Re-appointment of Mr. Noshir Naval Framjee (DIN: 01646640) as a Non-Executive Independent Director of the Company for a period of 5 years. (Special Resolution)**

Whether promoter /Promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of share held	No. votes Polled	% of votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% 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	Remote E-Voting	10291759	10291759	100	10291759	NIL	100	0.00
	E-Voting during AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot(if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	10291759	10291759	100	10291759	NIL	100	0.00

Public Institutional Holders	Remote E-Voting	2046680	1384985	67.67	558678	826307	40.34	59.66
	E-Voting during AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot(if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>2046680</b>	<b>1384985</b>	<b>67.67</b>	<b>558678</b>	<b>826307</b>	<b>40.34</b>	<b>59.66</b>
Public – Others	Remote E-Voting	5089573	1825898	35.88	1825886	12	99.99	0.0007
	E-Voting during AGM	NIL	10	NIL	10	NIL	NIL	NIL
	Postal Ballot(if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>5089573</b>	<b>1825908</b>	<b>35.88</b>	<b>1825896</b>	<b>12</b>	<b>100</b>	<b>0.00</b>
<b>Total</b>		<b>17428012</b>	<b>13502652</b>	<b>77.48</b>	<b>12676333</b>	<b>826319</b>	<b>93.88</b>	<b>6.12</b>

**Resolution No. 8 - Appointment of Ms. Suhana Murshed (DIN: 08572394) as a Non-Executive Independent Woman Director (Ordinary Resolution)**

Whether promoter /Promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of share held	No. votes Polled	% of votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% 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	Remote E-Voting	10291759	10291759	100	10291759	NIL	100	0.00
	E-Voting during AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot(if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>10291759</b>	<b>10291759</b>	<b>100</b>	<b>10291759</b>	<b>NIL</b>	<b>100</b>	<b>0.00</b>
Public Institutional Holders	Remote E-Voting	2046680	1384985	67.67	558678	826307	40.34	59.66
	E-Voting during AGM	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot(if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>2046680</b>	<b>1384985</b>	<b>67.67</b>	<b>558678</b>	<b>826307</b>	<b>40.34</b>	<b>59.66</b>
Public – Others	Remote E-Voting	5089573	1825898	35.88	1825832	66	99.9964	0.0036
	E-Voting during AGM	NIL	10	NIL	10	NIL	NIL	NIL
	Postal Ballot(if applicable)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	<b>Total</b>	<b>5089573</b>	<b>1825908</b>	<b>35.88</b>	<b>1825842</b>	<b>66</b>	<b>100</b>	<b>0.00</b>
<b>Total</b>		<b>17428012</b>	<b>13502652</b>	<b>77.48</b>	<b>12676279</b>	<b>826373</b>	<b>93.88</b>	<b>6.12</b>

*MR & Associates*

Company Secretaries

**CONSOLIDATED SCRUTINIZER'S REPORT**

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

To,

The Chairman of the 74<sup>th</sup> Annual General Meeting (AGM) of the Members of Saregama India Limited (CIN:L22213WB1946PLC014346), held on Monday, the 16<sup>th</sup> day of August, 2021 at 12.00 Noon (IST) through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM").

Dear Sir,

1. I, Mohan Ram Goenka, Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner of MR & Associates, was duly appointed as a Scrutinizer by the Board of Directors of Saregama India Limited (the Company) for the purpose of Scrutinizing the process of (i) remote e-voting (i.e., voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM) and (ii) e-voting during AGM (process of e-voting at the AGM through electronic voting system) on the resolutions contained in the notice dated May 12, 2021 ("Notice") issued in accordance with General Circular Nos. 02/2021 dated 13th January, 2021, 20/2020 dated 5th May, 2020, 17/2020 dated 13th April, 2020 and 14/2020 dated 8th April, 2020, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the AGM through VC / OAVM. The AGM was convened on Monday, 16<sup>th</sup> August 2021 at 12:00 Noon IST through VC / OAVM.
2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic modes on the resolutions proposed in the Notice of AGM of the Members of the Company dated May 12, 2021. My responsibility as a Scrutinizer for the e-voting process (i.e., through remote e-voting and e-voting during AGM) is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the AGM of the Company, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility for voting through electronic means and the documents furnished to me electronically for my verification.



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goenkamohan@gmail.com

Mobile No.9831074332  
Phone No : 2237 9517

3. The Members holding ordinary shares as on the "cut-off date" i.e. August 9, 2021 were entitled to vote on the resolutions proposed in the Notice calling the AGM.
4. In terms of the aforesaid Notice and as per 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, and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility was kept open from Friday, August 13, 2021 (09:00 a.m. IST) till Sunday, August 15, 2021 (5.00 p.m. IST) and pursuant to MCA Circulars referred above, the Company had also provided e-voting facility during the AGM to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by NSDL.
5. After the closure of e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and were counted.
6. The votes cast through remote e-voting were unblocked in the presence of two persons who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
7. Based on the results made available to me, 95 members have casted their votes through remote e-voting platform and 3 members have casted their votes through e-voting during AGM. The brief analysis of the results of the voting through Remote e-voting and e-voting at the AGM, based on the report generated by NSDL, scrutinized on test-check basis and relied upon by me, are as under:

**Item No. 1 – Ordinary Resolution:**

**1. To receive, consider and adopt:**

**(a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon.**

**(b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021 and the Report of Auditors thereon.**

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Mobile No.9831074332  
Phone No : 2237 9517

# MR & Associates

Company Secretaries

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	98	13502652	98	13502652	100.00
Dissent	0	0	0	0	0.00
Total	98	13502652	98	13502652	100.00
Abstain / Invalid	0	0	-	-	-

## Item No. 2 – Ordinary Resolution:

To confirm payment of interim dividend of Rs. 20 per equity share for the year ended March 31, 2021.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	98	13502652	98	13502652	100.00
Dissent	0	0	0	0	0.00
Total	98	13502652	98	13502652	100.00
Abstain / Invalid	0	0	-	-	-

## Item No. 3 – Ordinary Resolution:

To appoint Mrs. Avarna Jain (DIN: 00074796), who retires by rotation and being eligible, offers herself for re-appointment as a Director.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	94	13493042	94	13493042	99.93
Dissent	3	9555	3	9555	0.07
Total	97	13502597	97	13502597	100.00
Abstain / Invalid	0	0	-	-	-

## Item No. 4 – Ordinary Resolution:

Ratification of remuneration of Cost Auditor.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	96	13502645	96	13502645	100.00
Dissent	2	7	2	7	0.00
Total	98	13502652	98	13502652	100.00
Abstain / Invalid	0	0	-	-	-

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Mobile No.9831074332  
Phone No : 2237 9517

**Item No. 5 – Special Resolution:**

Variation in the remuneration paid/payable to Mr. Vikram Mehra (DIN: 03556680), Managing Director of the Company.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	95	13248645	95	13248645	100.00
Dissent	2	7	2	7	0.00
Total	97	13248652	97	13248652	100.00
Abstain / Invalid	0	0	-	-	-

**Item No. 6 – Special Resolution:**

Continuation of directorship of Mr. Santanu Bhattacharya (DIN: 01794958), as Non-executive Independent Director in terms of Regulation 17 (1A) of the SEBI (LODR) Regulations, 2015.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	86	12676629	86	12676629	93.88
Dissent	12	826023	12	826023	6.12
Total	98	13502652	98	13502652	100.00
Abstain / Invalid	0	0	-	-	-

**Item No. 7 – Special Resolution:**

Re-appointment of Mr. Noshir Naval Framjee (DIN: 01646640) as a Non-Executive Independent Director of the Company for a period of 5 years.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	85	12676333	85	12676333	93.88
Dissent	13	826319	13	826319	6.12
Total	98	13502652	98	13502652	100.00
Abstain / Invalid	0	0	-	-	-

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Mobile No.9831074332  
Phone No : 2237 9517

**Item No. 8 – Ordinary Resolution:**

**Appointment of Ms. Suhana Murshed (DIN: 08572394) as a Non-Executive Independent Woman Director.**

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	84	12676279	84	12676279	93.88
Dissent	14	826373	14	826373	6.12
Total	98	13502652	98	13502652	100.00
Abstain / Invalid	0	0	-	-	-

8. Based on the foregoing, the resolution no. 1 & 2 shall be deemed to have been passed unanimously and resolution no.s(s) 3 to 8 shall be deemed to have been passed with requisite majority.

All the relevant records / electronic data relating to the e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the said AGM.

Thanking You,

For MR & Associates  
Company Secretaries

GOENKA MOHAN RAM

[M R Goenka]  
Partner  
CP No: 2551  
UDIN No : F004515C000792071



Date: 16.08.2021  
Place: Kolkata

**Countersigned by:-**

For Saregama India Limited

Company Secretary