RP - Sanjiv Goenka Group
Growing Legacies

saregama

JULY 31, 2014

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: Outcome of 67th Annual General Meeting
Ref: Voting Results (e-Voting)

Please refer to our letter dated 20th June, 2014 to yourselves informing yourselves for holding of the 67th Annual General Meeting (67th AGM) of the members of the Company on 30th July, 2014 at Mohit Moitra Mancha, 34/1, Raja Manindra Road, Paikpara, Kolkata-700 037.

Please find enclosed Announcement dated 31st July, 2014 in respect of voting results made by Mr. G. B. Aayeer, Chairman of Company's 67th AGM for Resolution Nos. 1 to 9 and by Mr. B. Raychaudhuri also Chairman of Company's 67th AGM for Resolution No. 10.

The above announcements have been based on the Scrutinizer's Report prepared by Mr. Mohan Ram Goenka, Practicing Company Secretary of MR & Associates.

This is for your information and record.

Please acknowledge receipt.

Thanking you,

Yours faithfully,
For SAREGAMA INDIA LIMITED

(TONY PAUL)
COMPANY SECRETARY
& HEAD LEGAL

Encl. 1) Announcement dated 31st July, 2014
2) Scrutinizer's Report dated 30th July, 2014

RP - Sanjiv Goenka Group

Growing Legacies

Result

Result of the Electronic Voting on the Ordinary and Special Resolutions at the 67th Annual General Meeting of the Company held on Wednesday, July 30, 2014

On the basis of the Scrutinizer's Report for the Electronic Voting dated 30th July, 2014, the summary of which is mentioned as hereunder, Mr. G. B. Aayeer, Chairman of Company's 67th Annual General Meeting (67th AGM) announced the results of voting at the 67th AGM held on Wednesday, July 30, 2014 at Mohit Moitra Mancha, 34/1, Raja Manindra Road, Paikpara, Kolkata - 700 037 that all Ordinary Resolutions as set out in Item No. 1 to 9 and one Special Resolution as set out in Item No. 10 in the Notice dated 12th June, 2014 of the 67th AGM have been duly passed by the requisite majority.

Resolution Nos. as given in the notice of 67th Annual General Meeting	Particulars of Vote Cast					Result Declared
		Electronic Voting*		Voting Result		
		Nos.	%	Nos.	%	
Ordinary Business						
1. Ordinary Resolution for adoption of financial statements for the year ended 31st March, 2014	Votes cast in favour	11573470	99.99998 (approx.)	11573470	99.99998 (approx.)	Approved by requisite majority
	Votes casts against	2	0.00002(approx.)	2	0.00002(approx.)	
	Invalid votes	NIL	NIL	NIL	NIL	
2. Ordinary Resolution to declare Dividend on Equity Shares	Votes cast in favour	11573470	99.99998 (approx.)	11573470	99.99998 (approx.)	Approved by requisite majority
	Votes casts against	2	0.00002(approx.)	2	0.00002(approx.)	
	Invalid votes	NIL	NIL	NIL	NIL	
3. Ordinary Resolution to reappoint Mr. Sanjiv Goenka, who retires by rotation	Votes cast in favour	11573470	99.99998 (approx.)	11573470	99.99998 (approx.)	Approved by requisite majority
	Votes casts against	2	0.00002(approx.)	2	0.00002(approx.)	
	Invalid votes	NIL	NIL	NIL	NIL	
4. Ordinary Resolution to re-appoint Messrs. Price waterhouse as Statutory Auditors	Votes cast in favour	11573435	99.99968 (approx.)	11573435	99.99968(approx.)	Approved by requisite majority
	Votes casts against	37	0.00032(approx.)	37	0.00032(approx.)	
	Invalid votes	NIL	NIL	NIL	NIL	
5. Ordinary Resolution to appoint Mr. Sumantra Banerjee as an Independent Director	Votes cast in favour	11573420	99.99955 (approx.)	11573420	99.99955(approx.)	Approved by requisite majority
	Votes casts against	52	0.00045(approx.)	52	0.00045(approx.)	
	Invalid votes	NIL	NIL	NIL	NIL	

Saregama India Ltd. Kolkata

6. Ordinary Resolution to appoint Mr. Pradipta Kumar Mohapatra as an Independent Director	Votes cast in favour	11573420	99.99955 (approx.)	11573420	99.99955(approx.)	Approved by requisite majority
	Votes casts against	52	0.00045(approx.)	52	0.00045(a pprox.)	
	Invalid votes	NIL	NIL	NIL	NIL	
7. Ordinary Resolution to appoint Mr. Harshavardhan Neotia as an Independent Director	Votes cast in favour	11573420	99.99955 (approx.)	11573420	99.99955(approx.)	Approved by requisite majority
	Votes casts against	52	0.00045(approx.)	52	0.00045(a pprox.)	
	Invalid votes	NIL	NIL	NIL	NIL	
8. Ordinary Resolution to appoint Mr. Bhaskar Raychaudhuri as an Independent Director	Votes cast in favour	11573420	99.99955 (approx.)	11573420	99.99955(approx.)	Approved by requisite majority
	Votes casts against	52	0.00045(approx.)	52	0.00045(a pprox.)	
	Invalid votes	NIL	NIL	NIL	NIL	
9. Ordinary Resolution to ratify the remuneration of M/s. Shome & Banerjee, Cost Auditors of the company	Votes cast in favour	11573435	99.99968 (approx.)	11573435	99.99968(approx.)	Approved by requisite majority
	Votes casts against	37	0.00032(approx.)	37	0.00032(a pprox.)	
	Invalid votes	NIL	NIL	NIL	NIL	
Special Resolution						
10. Special Resolution to approve payment of remuneration to Mr. G B Ayeer, Whole time director of the Company	Votes cast in favour	11573470	99.99998 (approx.)	11573470	99.99998 (approx.)	Approved by requisite majority
	Votes casts against	2	0.00002(approx.)	2	0.00002(a pprox.)	
	Invalid votes	NIL	NIL	NIL	NIL	

*Note: In terms of the output received from the NSDL, The Number of "Not Voted" cases have *been excluded from the above calculation.*

G. B. Aayeer
Chairman
(except for the Resolution No. 10)
Saregama India Limited
DIN : 00087760

Place : Kolkata
Dated : July 31, 2014

B. Raychaudhuri
Chairman
(For the Resolution No. 10)
Saregama India Limited
DIN : 00277913

Place : Kolkata
Dated : July 31, 2014

Saregama India Ltd. Kolkata

MR & Associates
Company Secretaries

Form No. MGT 13

Scrutinizer's Report

[Pursuant to rule Section 108 of the Companies Act, 2013 and rule 20(3) (xi) of the Companies (Management and Administration)Rules, 2014]

To,

The Chairman of 67th Annual General Meeting of the members of
Saregama India Limited. (the Company) held on 30th July, 2014 at Mohit Moitra Mancha, 34/1, Raja Manindra Road, Paikpara, Kolkata – 700 037

Dear Sir,

I Mohan Ram Goenka, Company Secretary in Practice, have been Appointed by the Board of Directors of Saregama India Limited. (the Company) as a Scrutinizer for the purpose of Scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration)Rules, 2014 (Rules) on the Resolution contained in the notice to the 67th Annual General Meeting (AGM) of the members of the Company, to be held on 30th July, 2014, at 10:00 A.M at Mohit Moitra Mancha, 34/1, Raja Manindra Road, Paikpara, Kolkata – 700 037.

1. 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 on the Resolution contained in the notice of 67th Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to making a Scrutinizer's Report for the "Votes cast in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by NSDL. The authorized agency to provide e-voting facilities, engaged by the Company.

2. Further to the above, I submit my Report as under:

(I) The e-voting period remained open from **22nd July, 2014 (9:00 A.M.) to 24th July, 2014 (6:00 P.M.)**

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

Mobile No.9831074332
Phone No : 2237 9517

(II) The member of the Company as on "**cut off" date i.e. 30.06.2014** were entitled to vote on the resolutions. (Item No. 1 to 10 as set out in the notice of 67th AGM of the Company.)

(III) The votes cast were unblocked on 25.07.2014 in the presence of two witnesses Mrs. Tanvee Srivastava and Ms. Smita Mondal who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Tanvee Srivastava

Mrs. Tanvee Srivastava

Smita Mondal.

Ms.Smita Mondal

(iv) Thereafter, the details containing inter alia, list of equity shareholders, who voted "for" "against" each of the resolution that were put to vote, were generated from the e-voting website of NSDL i.e. www.evoting.nsdl.com and based on such report generated, the results of the e-voting is as under:

Item No. 1 :-

Ordinary Resolution to consider and adopt the financial statements of the Company for the year ended March 31, 2014, including the audited Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and the consolidated financial statements for the year ended on that date and the reports of the Board of Directors (the 'Board') and Auditors thereon.

(i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
27	11573470	99.99998(approx.)

(ii) Voted against the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
2	2	0.00002(approx.)

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

Mobile No.9831074332
Phone No : 2237 9517

(iii) Invalid Votes :

Total Number of members whose votes were declared invalid.	Total Number of votes cast by them
NIL	NIL

Item No. 2:-

Ordinary Resolution to declare dividend

(i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
27	11573470	99.99998(approx.)

(ii) Voted against the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
2	2	0.00002(approx.)

(iii) Invalid Votes :

Total Number of members whose votes were declared invalid.	Total Number of votes cast by them
NIL	NIL

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

Mobile No.9831074332
Phone No : 2237 9517

Item No. 3 :-

Ordinary Resolution to reappoint Mr. Sanjiv Goenka, who retires by rotation and, being eligible, seeks re-appointment.

(i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
27	11573470	99.99998(approx.)

(ii) Voted against the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
2	2	0.00002(approx.)

(iii) Invalid Votes :

Total Number of members whose votes were declared invalid.	Total Number of votes cast by them
NIL	NIL

Item No. 4 :-

Ordinary Resolution to re-appoint of Messrs. Price waterhouse as Statutory Auditors of the Company and fixing their Remuneration.

(i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
26	11573435	99.99968(approx.)

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



Mobile No.9831074332
Phone No : 2237 9517

(ii) Voted against the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
3	37	0.00032(approx.)

(iii) Invalid Votes :

Total Number of members whose votes were declared invalid.	Total Number of votes cast by them
NIL	NIL

Item No. 5 :-

Ordinary Resolution to appoint Mr. Sumantra Banerjee as an Independent Director

(i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
26	11573420	99.99955(approx.)

(ii) Voted against the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
3	52	0.00045(approx.)

(iii) Invalid Votes :

Total Number of members whose votes were declared invalid.	Total Number of votes cast by them
NIL	NIL

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

Mobile No.9831074332
Phone No : 2237 9517

Item No. 6 :-

Ordinary Resolution to appoint Mr. Pradipta Kumar Mohapatra as an Independent Director

(i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
26	11573420	99.99955(approx.)

(ii) Voted against the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
3	52	0.00045(approx.)

(iii) Invalid Votes :

Total Number of members whose votes were declared invalid.	Total Number of votes cast by them
NIL	NIL

Item No. 7 :-

Ordinary Resolution to appoint Mr. Harshavardhan Neotia as an Independent Director

(i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
26	11573420	99.99955(approx.)

(ii) Voted against the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
3	52	0.00045(approx.)

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



Mobile No.9831074332
Phone No : 2237 9517

(iii) Invalid Votes :

Total Number of members whose votes were declared invalid.	Total Number of votes cast by them
NIL	NIL

Item No. 8 :-

Ordinary Resolution to appoint Mr. Bhaskar Raychaudhuri as an Independent Director

(i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
26	11573420	99.99955(approx.)

(ii) Voted against the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
3	52	0.00045(approx.)

(iii) Invalid Votes :

Total Number of members whose votes were declared invalid.	Total Number of votes cast by them
NIL	NIL

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

Mobile No.9831074332
Phone No : 2237 9517

Item No. 9 :-

Ordinary resolution for ratification of remuneration of M/s. Shome & Banerjee Cost Auditors of the Company

(i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
26	11573435	99.99968(approx.)

(ii) Voted against the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
3	37	0.00032(approx.)

(iii) Invalid Votes :

Total Number of members whose votes were declared invalid.	Total Number of votes cast by them
NIL	NIL

Item No. 10 :-

Special resolution for approval of Managerial remuneration payable to Mr . G B Aayeer, Whole time Director.

(i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
27	11573470	99.99998(approx.)

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

Mobile No.9831074332
Phone No : 2237 9517

(ii) Voted against the Resolution:

Number of members voted	Number of votes cast by them	% of the Total Number of Valid Votes cast (Favour and Against)
2	2	0.00002(approx.)

(iii) Invalid Votes :

Total Number of members whose votes were declared invalid.	Total Number of votes cast by them
NIL	NIL

Thanking You,

Yours Faithfully,

Mohan Ram Goenka
Practicing Company Secretary
C.P. No: 2551

MR & Associates Company Secretaries

Place: Kolkata
Date: 30th July, 2014

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

Mobile No.9831074332
Phone No : 2237 9517