

To,
The Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (East),
Mumbai - 400051

Date: 27.09.2024

STOCK CODE: RADIOWALLA

Sub.: Voting Results & Scrutinizer's Report of the 14th Annual General Meeting ("AGM") held on September 25, 2024 of Radiowalla Network Limited ("the Company") under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to Regulation 44(3) and other applicable Regulations of the Listing Regulations, we hereby submit the Voting Results of the 14th AGM of the Shareholders of the company held on Wednesday, September 25, 2024 at 11:00 A.M. (IST) and concluded at 11:45 A.M. (IST) (including time allowed for e-voting at AGM), through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), and Consolidated Scrutinizer's Report on remote e-voting & e-voting conducted at the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

We hereby inform you that resolutions (both Ordinary and Special) have been passed by the Shareholders with the requisite majority as mandated under the Companies Act, 2013 and other applicable laws:

Item No.	Resolutions	Type of resolution
Ordinary Business		
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon;	Ordinary Resolution
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors thereon.	Ordinary Resolution

Formerly known as Radiowalla Network Pvt. Ltd.)
Registered Address: 16/A, Maratha Bhavan, Basement Floor Miller Tank Bund Road, Vasanthnagar,
Bangalore - 560052
Old Registered Address: 603, Sudhama Niwas, 16th Road, Khar West, Mumbai - 400052
CIN: [L93090KA2010PLC183658](#) Website: www.radiowalla.in Email id: sales@radiowalla.in
Tel: +91-80-44999999

Special Business		
1.	Approval for Managerial Remuneration Exceeding the Prescribed Limit for Mr. Harvinderjit Singh Bhatia	Special Resolution
2.	Approval for Managerial Remuneration Exceeding the Prescribed Limit for Mr. Anil Srivatsa	Special Resolution
3.	Approval for Managerial Remuneration Exceeding the Prescribed Limit for Mr. Harpreet Singh	Special Resolution

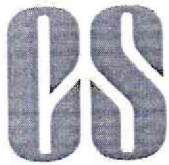
Further, as required voting results will also be submitted in XBRL mode.

Kindly take the above information on record.

Thanking You
Yours Faithfully

**For and on behalf of
RADIOWALLA NETWORK LIMITED**


Kiran Gurnani
Company Secretary and Compliance Officer
M. No. A63039



SPDA AND ASSOCIATES
PRACTICING COMPANY SECRETARIES

CONSOLIDATED SCRUTINIZER'S REPORT

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

To,

The Chairman of

14th Annual General Meeting of the Shareholders of Radiowalla Network Limited ("the Company") held on Wednesday, September 25, 2024, at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"),

Subject: Consolidated Scrutinizer's Report on voting through Remote e-Voting and e-Voting conducted during the 14th AGM of the Company.

The Board of Directors of Radiowalla Network Limited (hereinafter referred to as "the Company") at its meeting held on Monday, August 26, 2024 has appointed me as the scrutinizer for the purpose of scrutinizing the remote e-voting process ("e-voting") as well as to scrutinize the e-voting conducted at the AGM pursuant to Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules and circulars issued by the MCA and SEBI relating to conducting of AGM through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") and voting through electronic means on the resolutions contained in the Notice of the 14th Annual General Meeting of the Shareholders.

My responsibility as a scrutinizer for the voting through electronic means is restricted to the extent of preparation and presentation of Consolidated Scrutinizer's Report of the votes cast



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"in favour" and/or "against" the resolutions stated in the Notice of the AGM, based on the reports generated from e-voting system provided by National Securities Depository Limited (hereinafter referred to as "NSDL"), the authorized agency engaged by the Company to provide e-voting facilities to vote at the AGM.

On behalf of SPDA and Associates

Priyanka Sethia

Practicing Company Secretary

Firm Reg No. P2021KR088500

M No. 34049 | CP No. 22740

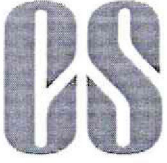
UDIN: A034049F001349968

Place: Bangalore



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I, hereby submit my report as under;

The Company appointed NSDL as a service provider for extending the facility of providing remote e-voting and e-voting at the AGM to the Shareholders of the Company. MAASHITLA® SECURITIES PRIVATE LIMITED is the Registrar and Share Transfer Agents (hereinafter referred to as "RTA") of the Company.

The NSDL had provided a system for recording the votes of the Shareholders electronically on the items of the business stated in the Notice of the AGM.

The NSDL had set up electronic voting facility on their website, <https://www.evoting.nsdl.com>. The Company had uploaded the items of the business to be transacted at the AGM on the website of the NSDL to facilitate their Shareholders to cast their vote through Remote E-voting and E-voting at the AGM.

The Company informed that in compliance with the MCA Circulars and SEBI Circulars and on the basis of the Register of Members and the list of Beneficial Owners made available by the RTA of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the NSDL completed dispatch of Notice of AGM on Saturday, August 31, 2024 by E-mail to 416 Members who had already registered their email IDs with the Company / Depositories.

In compliance with the MCA circulars, the Notice were sent only through e-mail to those Shareholders whose email addresses were registered with the RTA/Depositories as on the Cut-off date with an instruction to cast their votes through e-voting system only as provided by NSDL. The notices sent contained the detailed procedure to be followed by the Shareholders who were desirous of casting their votes electronically as provided in Rule 20.



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The Cut-off date for the purpose of identifying Shareholders who will be entitled to vote on the resolutions placed for approval of the Shareholders was Wednesday, September 18, 2024 ("cutoff date").

The remote e-voting period remained open from September 22, 2024, at 09.00 A.M., (IST) and ended on September 24, 2024 at 05.00 P.M. {IST}. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through Video Conferencing ("VC") / Other Audio-Visual Means {"OAVM"} and who had not voted on remote e-voting voting system during the AGM.

After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM by shareholders were unblocked and downloaded from the e-voting website of NSDL - <https://www.evoting.nsdl.com> in the presence of two witnesses who are not in the employment of the company as prescribed in sub rule 4(xii) of the said rule 20. The e-voting data/ results downloaded from the e-voting system of NSDL were scrutinised and reviewed.

Based on the data downloaded from NSDL E-voting system, the total votes cast in favour or against on the resolutions proposed in the notice of the 14th Annual General Meeting are as under:

Item No. 1(a) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voting "in Favor" of resolution:

Number of members	Number of votes cast by them (shares)	% of total number of valid votes cast
10	3375873	100%



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(ii) Voting "against" the resolution

Number of members	Number of votes cast by them (shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes

Number of members	Number of votes cast by them (shares)	% of total number of valid votes cast
0	0	0

Percentage of votes cast in favour: 100.0000% | Percentage of votes cast against: 0.0000%

RESULT:

Since, the number of votes cast in favour of the resolution is 100% based on the aforesaid result, I report that the ordinary resolution as set out in Item No. 1(a) in the notice of AGM dated August 31, 2024 has been passed by the shareholders. The resolution is deemed to be passed as on the date of AGM.

Item No. 1 (b): To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors thereon.

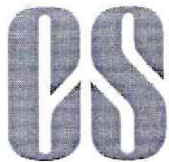
(iii) Voting "in Favor" of resolution:

Number of members	Number of votes cast by them (shares)	% of total number of valid votes cast
10	3375873	100%



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PRACTICING COMPANY SECRETARIES

(iv) Voting "against" the resolution

Number of members	Number of votes cast by them (shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes

Number of members	Number of votes cast by them (shares)	% of total number of valid votes cast
0	0	0

Percentage of votes cast in favour: 100.0000% | Percentage of votes cast against: 0.0000%

RESULT:

Since, the number of votes cast in favour of the resolution is 100% based on the aforesaid result, I report that the ordinary resolution as set out in Item No. 1(b) in the notice of AGM dated August 31, 2024 has been passed by the shareholders. The resolution is deemed to be passed as on the date of AGM.

Item No. 2 Approval for Managerial Remuneration Exceeding the Prescribed Limit for Mr. Harvinderjit Singh Bhatia

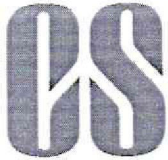
(i) Voting "in Favor" of resolution:

Number of members	Number of votes cast by them (shares)	% of total number of valid votes cast
9	3127785	100%



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PRACTICING COMPANY SECRETARIES

(ii) Voting "against" the resolution

Number of members	Number of votes cast by them (shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes

Number of members	Number of votes cast by them (shares)	% of total number of valid votes cast
0	0	0

Percentage of votes cast in favour: 100.0000% | Percentage of votes cast against: 0.0000%

RESULT:

Since, the number of votes cast in favour of the resolution is 100% based on the aforesaid result, I report that the special resolution as set out in Item No. 3 in the notice of AGM dated August 31, 2024 has been passed by the shareholders. The resolution is deemed to be passed as on the date of AGM.

Item No. 3 Approval for Managerial Remuneration Exceeding the Prescribed Limit for Mr. Anil Srivatsa

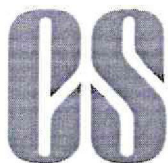
(i) Voting "in Favor" of resolution:

Number of members	Number of votes cast by them (shares)	% of total number of valid votes cast
9	1988141	100%



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(ii) Voting "against" the resolution

Number of members	Number of votes cast by them (shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes

Number of members	Number of votes cast by them (shares)	% of total number of valid votes cast
0	0	0

Percentage of votes cast in favour: 100.0000% | Percentage of votes cast against: 0.0000%

RESULT:

Since, the number of votes cast in favour of the resolution is 100% based on the aforesaid result, I report that the special resolution as set out in Item No. 3 in the notice of AGM dated August 31, 2024 has been passed by the shareholders. The resolution is deemed to be passed as on the date of AGM.

Item No. 4: Approval for Managerial Remuneration Exceeding the Prescribed Limit for Mr. Harpreet Singh

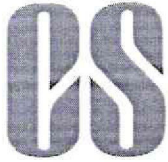
(i) Voting "in Favor" of resolution:

Number of members	Number of votes cast by them (shares)	% of total number of valid votes cast
10	3375873	100%



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PRACTICING COMPANY SECRETARIES

(ii) Voting "against" the resolution

Number of members	Number of votes cast by them (shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid votes

Number of members	Number of votes cast by them (shares)	% of total number of valid votes cast
0	0	0

Percentage of votes cast in favour: 100.00% | Percentage of votes cast against: 0.0000%

RESULT:

Since, the number of votes cast in favour of the resolution is 100% based on the aforesaid result, I report that the special resolution as set out in Item No. 4 in the notice of AGM dated August 31, 2024 has been passed by the shareholders. The resolution is deemed to be passed as on the date of AGM.

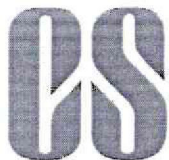
All the Resolutions mentioned in the notice of AGM dated August 31, 2024 as per the results above stand passed under remote e-voting and e-voting at the AGM with the requisite majority and are deemed to be passed as on the date of AGM.

The electronic data and all other relevant records relating to the e-voting are in my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairperson considers, approves and signs the Minutes/Report of the aforesaid AGM.



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PRACTICING COMPANY SECRETARIES

I thank you for the opportunity given to act as a Scrutinizer for the remote e-voting and e-voting at AGM.

Date: 27.09.2024

Place: Bangalore

CS Priyanka Sethia

Scrutinizer

M.No: 34049

CP. No. 22740

Partner

M/s. SPDA & Associates

Practising Company Secretaries

Firm Reg No. P2021KR088500

UDIN: A034049F001349968



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