RP - Sanjiv Goenka Group

saregama

5th August, 2022

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

Symbol: SAREGAMA

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

Scrip Code: 532163

Dear Sir/ Madam,

Sub.: Submission of voting results of 75th Annual General Meeting of the Company along with Consolidated Scrutinizer's report in respect of AGM held on Thursday, 4th August, 2022

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 marked as **"Annexure 1"** and Scrutinizers report duly countersigned by Mr. Vikram Mehra, Managing Director and Chairman of the 75th Annual General Meeting of the Company marked as **"Annexure 2".**

Request you to take the above on record.

Thanking you,

Yours faithfully,
For **Saregama India Limited**

SAREGAMA INDIA LTD.

Pankaj Mahesh Chaturvedi
Chief Financial Officer
Encl.: As above

"Annexure 1"

VOTING RESULTS IN TERMS OF REGULATION 44(3) OF THE SEBI (LODR) IN RELATION TO 75TH ANNUAL GENERAL MEETING OF SAREGAMA INDIA LIMITED HELD ON THURSDAY, 04TH AUGUST, 2022

Date of AGM:	04th August, 2022
Total Number of Shareholders on record date i.e. 28th July, 2022	62194
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoters Group Public	 No No
No of Shareholders attended the meeting through video Conferencing: Promoters and Promoter Group Public	 3 341

Resolution No. 1 - (a) Adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2022, together with the Report of the Board of Directors and Auditors thereon. (b) Adoption of the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2022 and the Report of Auditors thereon. (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 onvotes polled (7)=[(5)/(2)]*100
Promoter and PromoterGroup	Remote E-Voting	112769790	112769790	100	112769790	NIL	100	Nil
	E-Voting during AGM	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot(if applicable	NA	NA	NA	NA	NA	NA	NA
	Total	112769790	112769790	100	112769790	Nil	100	Nil
Public Institutions	Remote E-Voting	38176364	23193521	60.75	23005714	187807	99.19	0.81

	E-Voting during AGM	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot(if applicable	NA	NA	NA	NA	NA	NA	NA
	Total	38176364	23193521	60.75	23005714	187807	99.19	0.81
Public-Non Institutions	Remote E-Voting	41863336	11187876	26.72	11187746	130	100	Nil
	E-Voting during AGM	Nil	440	Nil	440	Nil	Nil	Nil
	Postal Ballot(if applicable	NA	NA	NA	NA	NA	NA	NA
	Total	41863336	1118831 6	26.72	1118818 6	130	100	NIl
Total		**192809490**	**147151627**	**76.32**	**146963690**	**187937**	**99.87**	**0.13**

Resolution No. 2 - To confirm the payment of Interim Dividend @ 300%, (i.e., Rs.30/- per equity share of Rs.10/- each), already paid for the financial year ended 31st March, 2022. (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 onvotes polled (7)=[(5)/(2)]*100
Promoter and PromoterGroup	Remote E-Voting	112769790	112769790	100	112769790	Nil	100	Nil
	E-Voting during AGM	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot(if applicable	NA	NA	NA	NA	NA	NA	NA
	Total	112769790	112769790	100	112769790	0	100	0
Public Institutions	Remote E-Voting	38176364	23193521	60.75	23193521	0	100.00	0.00
	E-Voting during AGM	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot(if	NA	NA	NA	NA	NA	NA	NA

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	applicable							
	Total	38176364	23193521	60.75	23193521	0	100.00	0.00
Public-Non Institutions	Remote E-Voting	41863336	11187850	26.72	11187724	126	100.00	0
	E-Voting during AGM	Nil	440	0.00	440	0	Nil	Nil
	Postal Ballot(if applicable	NA	NA	NA	NA	NA	NA	NA
	Total	41863336	11188290	26.72	11188164	126	100	0
Total		**192809490**	**147151601**	**76.32**	**147151475**	**126**	**100.00**	**0.00**

Resolution No. 3 -To appoint Mr. Vikram Mehra (DIN: 03556680), who retires by rotation and being eligible, offers himself for re-appointment as a 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 onvotes polled (7)=[(5)/(2)]*100
Promoter and PromoterGroup	Remote E-Voting	112769790	112769790	100	112769790	0	100	0
	E-Voting during AGM	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot(if applicable	NA	NA	NA	NA	NA	NA	NA
	Total	112769790	112769790	100	112769790	0	100	0
Public Institutions	Remote E-Voting	38176364	23193521	60.75	23193521	0	100.00	0.00
	E-Voting during AGM	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot(if applicable	NA	NA	NA	NA	NA	NA	NA
	Total	38176364	23193521	60.75	23193521	0	100.00	0.00
Public-Non Institutions	Remote E-Voting	41863336	8467756	20.23	8467596	160	100.00	0

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	E-Voting during AGM	Nil	440	0.00	440	0	Nil	Nil
	Postal Ballot(if applicable	NA	NA	NA	NA	NA	NA	NA
	Total	41863336	8468196		8468036	160	100	0
Total		192809490	144431507	74.91	144431347	160	100.00	0.00

Resolution No. 4 - To re-appoint M/s B S R & Co. LLP, Chartered Accountants (ICAI Firm Registration Number – 101248W/W-100022) as the Statutory Auditors of the Company. (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 onvotes polled (7)=[(5)/(2)]*100
Promoter and PromoterGroup	Remote E-Voting	112769790	112769790	100	112769790	Nil	100	Nil
	E-Voting during AGM	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot(if applicable	NA	NA	NA	NA	NA	NA	NA
	Total	112769790	112769790	100	112769790	0	100	0
Public Institutions	Remote E-Voting	38176364	23193521	60.75	23005714	187807	99.19	0.81
	E-Voting during AGM	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot(if applicable	NA	NA	NA	NA	NA	NA	NA
	Total	38176364	23193521	60.75	23005714	187807	99.19	0.81
Public-Non Institutions	Remote E-Voting	41863336	11187756	26.72	11187516	240	100.00	0
	E-Voting during AGM	Nil	440	0.00	440	0	Nil	Nil
	Postal Ballot(if applicable	NA	NA	NA	NA	NA	NA	NA



	Total	41863336	11188196		11187956	240	100	0
Total		192809490	147151507	76.32	146963460	188047	99.87	0.13

Resolution No. 5 -Ratification of remuneration of Cost Auditor. (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 onvotes polled (7)=[(5)/(2)]*100
Promoter and PromoterGroup	Remote E-Voting	112769790	112769790	100	112769790	0	100	0
	E-Voting during AGM	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot(if applicable	NA	NA	NA	NA	NA	NA	NA
	Total	112769790	112769790	100	112769790	0	100	0
Public Institutions	Remote E-Voting	38176364	23193521	60.75	23005714	187807	99.19	0.81
	E-Voting during AGM	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot(if applicable	NA	NA	NA	NA	NA	NA	NA
	Total	38176364	23193521	60.75	23005714	187807	99.19	0.81
Public-Non Institutions	Remote E-Voting	41863336	11187876	26.72	11186695	1181	99.99	0.01
	E-Voting during AGM	Nil	440	0.00	440	0	Nil	Nil
	Postal Ballot(if applicable	NA	NA	NA	NA	NA	NA	NA
	Total	41863336	11188316	26.72	11187135	1181	100	0
Total		192809490	147151627	76.32	146962639	188988	99.87	0.13



Annexure - 2

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MR & Associates

COMPANY SECRETARIES

46, B. B. Ganguly Street, 406, Kolkata - 700 012
Tel No: 033 2237 9517 / 4007 7907
Email : mrasso1996@gmail.com / goenkamohan@gmail.com

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 Annual General Meeting (AGM) of the Members of SAREGAMA INDIA LIMITED (CIN:L22213WB1946PLC014346), held on Thursday, the 4th day of August, 2022 at 11.30 A.M(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) revoting through remote e-voting (i.e., voting prior to AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM) and (ii) e-voting during the AGM (process of e-voting at the venue of AGM through electronic voting system) on the resolutions contained in the notice dated May 02, 2022 ("Notice") issued in accordance with the Ministry of Corporate Affairs ("MCA") General Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020 and General Circular No. 02/2021 dated 13th January, 2021, Circular No. 20/2021 dated 12th December, 2021, Circular No. 21/2021 dated 14th December, 2021 and Circular No. 02/2022 dated 5th May, 2022, and General Circular No. 03/2022 dated 5th May, 2022 and all other relevant circulars issued from time to time (collectively referred to as "MCA Circulars"), permitted convening the Annual General Meeting ("AGM"/ "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the AGM of the Company is being held through VC/OAVM. The AGM was convened on Thursday, the 4th day of August, 2022 at 11.30 A.M 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 Annual General Meeting of the Members of the Company dated May 02, 2022. 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.

MR & Associates Company Secretaries 卐

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3.. The Members holding equity shares as on the "cut-off date" i.e. July 28, 2022 were entitled to vote on the resolutions proposed in the Notice calling the Annual General Meeting.

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 and the Circulars issued by the Ministry of Corporate Affairs, the remote e-voting facility was kept open from Monday, 1st August, 2022 (9:00 A.M. IST) till Wednesday, 3rd August, 2022 (5.00 P.M. IST) and pursuant to MCA Circulars referred above, the Company had also provided venue e-voting facility 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 National Securities Depository Limited (NSDL).

5. After the closure of remote e-voting at the AGM, the report on voting done at the AGM electronically and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

6. The votes cast through remote e-voting were unblocked in the presence of two witness 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 342 members have casted their votes through remote e-voting facility and 2 members had casted its votes through e-voting system provided in the Meeting. The brief analysis of the results of the voting through Remote e-voting facility and e-voting system provided in the Meeting, 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 :

To receive, consider and adopt

a) The Audited Standalone Financial Statements of the Company for the Financial year ended March 31, 2022 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, 2022 and the Report of the Auditors thereon.

Particulars	No. of votes contained in Remote E-Voting & E-voting at AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	339	146963690	339	146963690	99.8723
Dissent	5	187937	5	187937	0.1277
Total	344	147151627	344	147151627	100.00

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Abstain / Invalid	0	0	-	-	-

Item No. 2 - Ordinary Resolution :

To confirm the payment of Interim Dividend @300%, (i.e.,Rs.30/- per equity shares of Rs.10/-each), already paid for the Financial Year ended 31st March, 2022.

Particulars	No. of votes contained in Remote E-Voting & E-voting at AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	337	147151475	337	147151475	99.9999
Dissent	5	126	5	126	0.0001
Total	342	147151601	342	147151601	100.00
Abstain / Invalid	0	0	-	-	-

Item No. 3 - Ordinary Resolution :

To appoint Mr. Vikram Mehra (DIN: 03556680), who retires by rotation and being eligible, offers himself for re-appointment as a Director.

Particulars	No. of votes contained in Remote E-Voting & E-voting at AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	335	144431347	335	144431347	99.9999
Dissent	6	160	6	160	0.0001
Total	341	144431507	341	144431507	100.00
Abstain / Invalid	1	2720000	-	-	-

*voting by interested person taken into abstained

Item No. 4 - Ordinary Resolution :

To re-appoint M/s. B S R & Co. LLP, Chartered Accountants (ICAI Firm Registration Number - 101248W/W-100022) as the Statutory Auditors of the company.

Particulars	No. of votes contained in Remote E-Voting & E-voting at AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	332	146963460	332	146963460	99.8722
Dissent	10	188047	10	188047	0.1278
Total	342	147151507	342	147151507	100.00
Abstain / Invalid	0	0	-	-	-

SAREGAMA INDIA LTD.

MR & Associates Company Secretaries

Item No. 5 - Ordinary Resolution :

Ratification of remuneration of Cost Auditor

Particulars	No. of votes contained in Remote E-Voting & E-voting at AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	327	146962639	327	146962639	99.8716
Dissent	17	188988	17	188988	0.1284
Total	344	147151627	344	147151627	100.00
Abstain / Invalid	0	0	-	-	-

8. Based on the foregoing, the resolution no.(s) 1 to 5 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.

For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 720/2020

MR & Associates Company Secretaries

MOHAN RAM GOENKA

[M R Goenka]
Partner
C P No.: 2551
UDIN No.: F004515D000742956

Place : Kolkata
Date : 04.08.2022

Countersigned By:

For, Saregama India Limited

Vikram Mehra
Managing Director
DIN: 03556680

SAREGAMA INDIA LTD.