

**dayal and lohia**  
chartered accountants

**Consolidated Scrutinizer's Report on the results of the remote e-voting process and Poll conducted at the Extraordinary General Meeting of the Members of Reliance Broadcast Network Limited (the "Company") held on June 21 2019 at 401, 4<sup>th</sup> Floor, INFINITI, Link Road, Oshiwara, Andheri (West), Mumbai – 400 053.**

**The Chairman of the Extraordinary General Meeting**  
**Reliance Broadcast Network Limited**  
401, 4<sup>th</sup> Floor,  
INFINITI, Link Road,  
Oshiwara, Andheri (West),  
Mumbai 400 053.

Dear Sir,

1. The Board of Directors of the Company appointed me, Rinkit K Uchat, Chartered Accountant in practice, Partner of M/s. Dayal and Lohia, Chartered Accountants, as a scrutinizer for the purpose of scrutinizing the :
  - (i) e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) as amended; and
  - (ii) poll conducted under the provisions of Section 109 of the Act read with Rule 21 of the Rules;on the businesses contained in the Notice dated May 27, 2019 (the "Notice") of the Extraordinary General Meeting of the Members of Reliance Broadcast Network Limited (the "Company") held on June 21, 2019 at 401, 4<sup>th</sup> Floor, INFINITI, Link Road, Oshiwara, Andheri (West), Mumbai – 400 053 (EGM).
2. The management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules relating to voting through remote e-voting means and through Poll on the business contained in the Notice of the EGM of the Members of the Company.
3. The Company has appointed M/s. KarvyFintechPrivate Limited ("Karvy"), the agency authorised under Rule 20 of the Rules, to provide remote e-voting facility to the Members of the Company from 10:00 A.M. on June 17, 2019 to 5:00 P.M. on June 20, 2019.
4. My responsibility as a scrutinizer for the voting process (by remote e-voting and Poll at the EGM), was restricted to scrutinize the remote e-voting process and poll at the EGM in a fair and transparent manner and to prepare a consolidated Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the remote e-voting system provided by Karvy and based on the result of Poll taken at the EGM.



5. Separate Scrutinizer's Reports of even date have been issued on the remote e-voting and on the poll taken at the EGM on the businesses contained in the Notice to the EGM. I submit a consolidated Scrutinizer's report on the results of voting by remote e-voting and Poll taken at the EGM as under:-

**Resolution No. 1** - Special Resolution for Issue of Equity Shares on Preferential basis to Reliance Entertainment Networks Private Limited.

	Number of members			Number of votes contained in			
	Remote e-voting	Poll @ AGM	Total	Remote e-voting	Poll @ AGM	Total	%
In favour	3	28	31	170	7,45,14,824	7,45,14,994	99.99998
Against	1	0	1	15	0	15	0.00002
Total	4	28	32	185	7,45,14,824	7,45,15,009	100.00000
Invalid / Abstained	0	0	0	0	0	0	---

Based on the aforesaid results, Special Resolution 1 of the Notice dated May 27, 2019 has been passed by the Members through poll at the EGM and through remote e-voting with requisite majority.

**Resolution No. 2** - Special Resolution for Issue of Equity Shares on Preferential basis to Music Broadcast Limited.

	Number of members			Number of votes contained in			
	Remote e-voting	Poll @ AGM	Total	Remote e-voting	Poll @ AGM	Total	%
In favour	3	28	31	170	7,45,14,824	7,45,14,994	99.99998
Against	1	0	1	15	0	15	0.00002
Total	4	28	32	185	7,45,14,824	7,45,15,009	100.00000
Invalid / Abstained	0	0	0	0	0	0	---

Based on the aforesaid results, Special Resolution 2 of the Notice dated May 27, 2019 has been passed by the Members through poll at the EGM and through remote e-voting with requisite majority.

**Resolution No. 3** - Special Resolution for Alteration of Articles of Association of the Company.

	Number of members			Number of votes contained in			
	Remote e-voting	Poll @ AGM	Total	Remote e-voting	Poll @ AGM	Total	%
In favour	3	28	31	170	7,45,14,824	7,45,14,994	99.99998
Against	1	0	1	15	0	15	0.00002
Total	4	28	32	185	7,45,14,824	7,45,15,009	100.00000
Invalid / Abstained	0	0	0	0	0	0	---

Based on the aforesaid results, Special Resolution 3 of the Notice dated May 27, 2019 has been passed by the Members through poll at the EGM and through remote e-voting with requisite majority.



6. In terms of the Notice for the EGM dated May 27, 2019, the Members who had already voted through remote e-voting were not entitled to vote at the EGM. As such, votes, if any, cast by the Members through poll at the meeting who had already voted at remote e-voting were treated as invalid.
7. A Compact Disc (CD) containing Electronic data and other relevant records relating to remote e-voting and Poll has been kept in my safe custody and shall be retained until the minutes of the EGM is approved and signed, and shall be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,



**Rinkit K Uchat**  
Practicing Chartered Accountant  
Membership No. 145557  
Partner  
**Dayal and Lohia**  
Chartered Accountants  
(Firm registration No.102200W)

Place : Mumbai.  
Dated : June 21, 2019.

Countersigned by:  
For **Reliance Broadcast Network Limited**

**Chairman of the Extraordinary General Meeting**