September 12, 2018

1.	National Stock Exchange of India Ltd. Exchange Pla a, !th "loor Plot No. #$1, % &lock' &andra (Ea)t* + ,mbai -00 0!1 NSE Scrip #ode. /01I2#I34 ISIN. INE515I01016	2.	&SE Limited #orporate /elation)hip 1epartment Phiro e 7ee8eebho9 3o : er) 1alal Street' "ort + ,mbai -00 001 &SE Scrip #ode. ! -0;66 ISIN. INE515I01016

1ear Sir),

S,b8ect. <oting /e),lt) and Proceeding) of 15th 0nn,al %eneral +eeting held on September 12, 2018

3he 15th 0nn,al %eneral +eeting (=0%+>* of the #ompan9 : a) held on ?edne)da9, the 12th da9 of September, 2018 at ;.00 p.m. at ?alchand @irachand @all, -th "loor, Indian +erchant)A #hamber &,ilding, Indian +erchant) #hamber +arg, #h,rchgate, +,mbai B -00020.

In term) of Section 108 of the #ompanie) 0ct, 201; (Cthe 0ctA* read :ith /,le 20 of the #ompanie) (+anagement and 0dmini)tration* /,le), 201-, a) amended and /eg,lation -- of Sec,ritie) Exchange &oard of India (Li)ting 2bligation and 1i)clo),re /eD,irement)* /eg,lation 201! (=Li)ting /eg,lation)>*, the #ompan9 had proEided facilit9 to it) member) holding)hare) a) on c,tFoff date i.e. September 06, 2018 to exerci)e their right to Eote b9 electronic mean) on the b,)ine)))pecified in the 0%+ notice thro,gh remote eFEoting d,ring the period from September 05, 2018 at 5.00 a.m. to September 11, 2018 at !.00 p.m. and thro,gh electronic Eoting i.e. In)taFPoll at the 0%+ Een,e to tho)e member) :ho haEe attended the 0%+ b,t co,ld not exerci)e their Eote thro,gh remote eFEoting.

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1. <oting re),lt) in the format pre)cribed ,nder /eg,lation -- of Li)ting /eg,lation).
2. #ombined Scr,tini erA) /eport on /emote B EFEoting G <oting cond,cted at the 0%+ thro,gh In)taFPoll, p,r),ant to /,le 20 (-* of the #ompanie) (+anagement and 0dmini)tration* /,le), 201-, a) amended.
;. S,mmar9 of proceeding) of 15th 0%+ p,r),ant to /eg,lation ;0 of Li)ting /eg,lation).

4o, are reD,e)ted to take the aboEe information on 9o,r record).

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"or +,)ic &roadca)t Limited

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#ompan9 Secretar9 and #ompliance 2fficer
Encl. a) aboEe

	MUSIC BROADCAST LIMITED
Date of the AGM/EGM	12-09-2018
Total number of shareholders on record date	20315
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	30
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt Audited Balance Sheet as at March 31, 2018 and the Statement of Profit and Loss for the year ended on that date together with the Report of Board of Directors and the Auditors thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
				% of Votes Polled on outstanding			% of Votes in	% of Votes

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To ratify the remuneration payable to cost auditors for the financial year ending March 31, 2019.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% 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	E-Voting	40,734,999	40,734,999	100.0000	40,734,999	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		40,734,999	100.0000	40,734,999	0	100.0000	0.0000
Public- Institutions	E-Voting	6,764,475	5,252,956	77.6550	5,252,956	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5,252,956	77.655	5,252,956	0	100.0000	0.0000
Public- Non Institutions	E-Voting	9,146,905	3,317,852	36.2729	3,317,814	38	99.9988	0.0011
	Poll		1,429,444	15.6276	1,429,444	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		4,747,296	51.9005	4,747,258	38	99.9992	0.0008
	Total	56,646,379	50,735,251	89.5649	50,735,213	38	99.9999	0.0001

CS DEEPAK RANE
M.COM, A.C.S, LLB
PRACTISING COMPANY SECRETARY

A/616, Trimurttkrupa C.H.S.,
Eksar Road, Borivali (West),
Mumbai - 400 091.
Mobile : 98692 18182
E-mail: csdeepakrane@gmail.com

SCRUTINIZER'S REPORT – CONSOLDIATED

[Pursuant to provisions of section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

CONSOLDIATED SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND VOTING CONDUCTED THROUGH *INSTA – POLL* AT THE 19TH ANNUAL GENERAL MEETING ('AGM') OF MUSIC BROADCAST LIMITED HELD ON SEPTEMBER 12, 2018

To,
Mr. Vijay Tandon
The Chairman of the
19th Annual General Meeting of Members of
Music Broadcast Limited
5th Floor, RNA Corporate Park,
Off. Western Express Highway, Kalanagar,
Bandra (East), Mumbai – 400051

Sub: Passing of Resolution(s) through electronic voting Pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

Dear Sir,

I, Deepak Rane, Practicing Company Secretary (CP No.: 8717, Membership No.:24110), was appointed as the Scrutinizer by the Board of Directors of Music Broadcast Limited ('the Company') at its meeting held on May 22, 2018pursuant to provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard 2 on General Meeting and Regulation 44 of Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation 2015, as amended, to conduct the remote e-voting and to scrutinize the electronic voting through "Insta Poll" conducted at the 19th Annual General Meeting ("AGM") held on Wednesday, September 12, 2018, at 3.00 p.m. at Walchand Hirachand Hall, 4th Floor, Indian Merchants' Chamber Building, Indian Merchants Chamber Marg, Churchgate, Mumbai – 400020, Maharashtra and to submit consolidated report on result of the remote e-voting and voting through "Insta Poll" at the AGM.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to voting through electronic means on the resolutions contained in the Notice to the 19th AGM of the members of the Company. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and electronic

Consolidated Scrutinizer's report of the total votes cast "In Favour" or "Against", if any, to the Chairman on the resolutions, based on the reports generated from the remote e-voting system provided by Karvy Computershare Private Limited ("Karvy/Service Provider"), the authorised agency to provide evoting facilities and engaged by the Company.

DEEPAK RANE ACS - 24110 CP - 8717 Company Secretary

Report on Scrutiny

- The Company had appointed Karvy Computershare Private Limited ("Karvy") as the Service provider, for the purpose of extending the facility of Remote E-Voting to the members of the Company. Karvy is also Registrar and Share Transfer Agents ("RTA") of the Company.

- Remote E-Voting was open from **9.00 a.m. on Sunday, September 09, 2018 till 5.00 p.m. on Tuesday, September 11, 2018** and the Karvy remote E-Voting platform was blocked thereafter. The Members were required to cast their votes electronically conveying their assent or dissent in respect of Resolutions, on the Remote E-Voting platform provided by Karvy.

- Members of the Company as on "cut off" date (record date) i.e. **Thursday, September 06, 2018** were entitled to vote on the resolutions as set out in Notice of the 19th AGM of the Company.

- At the venue of the 19th AGM of the Company, the facility to vote electronically through "Insta-Poll" was provided to facilitate those members who were present in the meeting but could not earlier participate in the Remote E-Voting to cast their votes.

- On completion of voting at the AGM, Karvy provided us with the list of members who had cast their votes through Insta-Poll, their holding details and details of votes cast on the resolutions.

- The votes were reconciled with the records maintained by the Company and RTA with respect to authorization / proxies lodged with the Company.

- I unblocked the remote e-voting result on the Karvy E-voting platform in the presence of two witnesses, as prescribed in Sub Rule 4 (xii) of the said Rule 20 and downloaded the remote E-Voting results.

- Thereafter, I as Scrutinizer

The Voting Result is as under:

(a) Resolution No.1:- Ordinary Resolution –

Adoption of the audited Balance Sheet at 31st March, 2018, the Statement of Profit and Loss for the financial year ended on that date and the reports of the Board of Directors' and Auditors' thereon:

Particulars	Remote e-voting		Voting at the AGM/ Insta Poll		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	28	4,93,05,807	26	14,29,444	54	5,07,35,251	100%
Dissent	0	0	0	0	0	0	0.00%
Abstain	0	0	0	0	0	0	0.00%
Total	28	4,93,05,807	26	14,29,444	54	5,07,35,251	100.00%

Accordingly, out of 5,07,35,251 votes cast (e-voting and ballot/Insta Poll), 5,07,35,251 votes were cast ASSENTING to the Ordinary Resolution constituting 100% of the total votes cast; 0 votes were cast DISSENTING to the Ordinary Resolution constituting 0% of the total votes cast.

(b) Resolution No.2:- Ordinary Resolution -

Appointment of Director in place of Ms. Apurva Purohit (DIN No. 00190097) who retires by rotation and being eligible, offers himself for re appointment:

Particulars	Remote e-voting		Voting at the AGM/ Insta Poll		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	26	4,92,32,357	26	14,29,444	52	5,06,61,801	99.851%
Dissent	2	73,450	0	0	2	73,450	0.149%
Abstain	0	0	0	0	0	0	0.00%
Total	28	4,93,05,807	26	14,29,444	54	507,35,251	100.00%

Accordingly, out of 5,07,35,251 votes cast (e-voting and ballot/Insta Poll), 5,06,61,801 votes were cast ASSENTING to the Ordinary Resolution constituting 99.851% of the total votes cast; 73,450 votes were cast DISSENTING to the Ordinary Resolution constituting 0.149% of the total votes cast.

MUSIC BROADCAST LIMITED MUMBAI

DEEPAK RANE ACS - 24110 CP - 8717

(c) **Resolution No.3:- Ordinary Resolution –**

Ratification of Remuneration of M/s Kishore Bhatia and Associates, Cost Accountant (Firm Registration No. 00294), the Cost Auditors for the financial year ending March 31, 2019:

Particulars	Remote e-voting		Voting at the AGM/ Insta Poll		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	26	4,93,05,769	26	14,29,444	54	5,07,35,213	99.9999%
Dissent	2	38	0	0	2	38	0.0001%
Abstain	0	0	0	0	0	0	0.00%
Total	28	4,93,05,807	26	14,29,444	54	507,35,251	100.00%

Accordingly, out of 507,35,251 votes cast (e-voting and ballot/Insta Poll), 5,07,35,213 votes were cast ASSENTING to the Ordinary Resolution constituting 99.9999% of the total votes cast; 38 votes were cast DISSENTING to the Ordinary Resolution constituting 0.0001% of the total votes cast.

Thanking you,

Yours faithfully,

DEEPAK RANE ACS - 24110 CP - 8717 Company Secretary

Deepak Rane
Practicing Company Secretary
(CP No.: 8717, Membership No.: 24110)

Place: Mumbai
Date: 12th September, 2018.

MUSIC BROADCAST LIMITED MUMBAI

SUMMARY OF PROCEEDING OF 19TH ANNUAL GENERAL MEETING

3he 15th **0**nn**,**al **%**eneral **+**eeting **(=0%+>*** of the **#**ompan**9 :** a**)** held on **?**edne**)**da**9**, the 12th da**9** of September, 2018 at **;**.00 p.m. at **?**alchand @irachand @all, **-**th

3hereafter, #ompan9 Secretar9 informed the +ember) that p,r),ant to the proEi)ion) of the #ompanie) 0ct, 201;, /,le) framed there,nder, the #ompan9 had extended the remote eFEoting facilit9 to the +ember) of the #ompan9 in re)pect of the re)ol,tion) to be pa))ed at the +eeting. 3he remote eFEoting commenced on S,nda9, September 05, 2018 at 5.00 a.m. and ended on 3,e)da9, September 11, 2018 at !.00 p.m.

@e f,rther informed that, the facilit9 for Eoting thro,gh electronic Eoting)9)tem i.e. In)taFPall :a) made aEailable to the +ember) :ho :ere pre)ent at the +eeting and had not ca)t their Eote) b9 remote eF Eoting and #ompan9 had appointed +r. 1eepak /ane, #ompan9 Secretar9 in Practice a) Scr,tini er for the p,rpo)e of)cr,tini ing the remote EFEoting proce)) and Eoting thro,gh In)taFPoll.

3hereafter, the follo:ing re)ol,tion) a))et o,t in the Notice conEening the 0nn,al %eneral +eeting :ere propo)ed and)econded b9 the +ember).F

Ordinary Business	
1	0doption of "inancial Statement) together :ith /eport) thereon for the financial 9ear ended +arch ;1, 2018 (2rdinar9 /e)ol,tion*
2	/eFappointment of +). 0p,rEa P,rohit (1IN B 0015005I* a) 1irector (2rdinar9 /e)ol,tion*
Special Business	
;	/atification of the rem,neration of +$) Hi)hor &hatia and 0))ociate), #o)t 0cco,ntant for the financial 9ear ended +arch ;1, 2015 (2rdinar9 /e)ol,tion*

2n the inEitation of the #hairman,)eEeral member) addre))ed the meeting, gaEe their),gge)tion) and)o,ght clarification) on the #ompan9A) acco,nt) and b,)ine))e) :hich :a))ati)factor9 an):ered b9 +r. Pra)hant 1omadia, #hief "inancial 2fficer of the #ompan9.

3hereafter, the #ompan9 Secretar9,)tated that the con)olidated re),lt) of the remote eFEoting and In)taF Poll)hall be informed to Stock Exchange) and al)o be placed on the :eb)ite of the #ompan9 and HarE9 #omp,ter)hare PriEate Limited (=/egi)trar and Share 3ran)fer 0gent)>*.

3he meeting concl,ded at -.00 p.m. after the +ember) ca)t their Eote).

0ll the afore)aid re)ol,tion) haEe been pa))ed b9 the +ember) :ith oEer :helming ma&orit9.

3hanking 9o,

4o,r) faithf,ll9
"or +,)ic &roadca)t Limited

#hirag &agadia
#ompan9 Secretar9 and #ompliance 2fficer
Encl. a$a

Chairman's insight

1ear Shareholder)

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1,ring the 9ear 201IF18, :e reported a gro:th of 10J, :ith reEen,e) of /). 258.2- crore) a) again)t /). 2I1.-2 crore) in the preEio,) 9ear. 0) a re),lt, o,r E&I310 increa)ed to /). 5I.05 crore) from /). 51.2! crore) in la)t 9ear. 2,r Net Profit increa)ed b9 -1J, ,p /). !1.I2 crore) again)t /). ;6.66 crore) reported la)t 9ear

2,r foc,) on efficient reach for o,r adEerti)er) and releEance acro)) market) for o,r con),mer) ha) helped in deliEering 8J Eol,me gro:th Ei)FKFEi) !J ind,)tr9 gro:th rate in "4 1IF18. ?e contin,e to

0) 9o**,** all are a**:** are the fir**)**t b**,9**Fback of **9**o**,**r #ompan**9** f**,**ll**9** paid **,**p e**D,**it**9)**hare**)**, at a price not exceeding IN**/ ;**8**!** per e**D,**it**9)**hare from the open market thro**,**gh **)**tock exchange mechani**)**m i**)** in progre**))**. **&,9** back opened on **6**th **0,**g**,)**t, 2018. I am happ**9** to **)**hare that **,**p to the la**)**t trading da**9** i.e. 11th September 2018 **9**o**,**r #ompan**9** ha**)** bo**,**ght back **!.-**0 lakh**))**hare**)** and **/)**. 1**I**.**I5** #rore**) (;**2.21**J*** ha**)** been **,**tili**)**ed for b**,9**back.

#oncl**,**ding, I **:** o**,**ld like to place on record appreciation**)** to all o**,**r ad**E**erti**)**er**)**, emplo**9**ee**),)**hareholder**)**, go**E**ernment and banker**) :** ho ha**E**e contrib**,**ted in o**,**r gro**:** th **)**tor**9** and belie**E**e that the #ompan**9 :** ill contin**,**e to deli**E**er a**)** per expectation**)** and li**E**e **,**p to the tr**,)**t repo**)**ed.

? arm regard**)**,

Vijay Tandon