

## MGT-13

### Consolidated Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as amended]

To,

**The Chairman of the Annual General Meeting (AGM) of the Shareholders of Reliance Mediaworks Limited held on Wednesday, November 15, 2023 at 12.00 p.m. IST through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).**

Dear Sir,

1. I, Mr. Sharatkumar K Shetty, Practicing Company Secretary, Mumbai have been appointed as Scrutinizer by the Board of Directors of Reliance Mediaworks Limited ("Company") for the purpose of scrutinizing remote e- voting process and e-voting by the members who had participated in the AGM through video conferencing but have not casted their votes through remote e-voting, in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as mentioned in notice dated October 18, 2023 convening Annual General Meeting.
2. The Management of the Company is responsible for the compliance of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time relating to voting through electronic means by remote e-voting and e-voting at the AGM by the shareholders on the resolutions proposed in the Notice of the AGM of the Company. My responsibility is only to the extent of making Scrutinizer's Report for ascertaining the votes cast in favour or against for respective resolutions based on the reports generated from the electronic voting system provided by Kfin Technologies Limited ("KFintech").
3. The Company had availed the services of remote e- voting and e-voting during the AGM from Kfin Technologies Limited ("KFintech"), the agency authorized under the rules.
4. The Shareholders holding equity shares as on the "cut- off date" i.e. November 03, 2023 were entitled to vote on the resolutions proposed in the Notice calling the Annual General Meeting of the Company. The remote e- voting commenced on November 12, 2023 from 9.00 A.M (IST) and concluded on November 14, 2023 at 5.00 P.M (IST).

✉ Email

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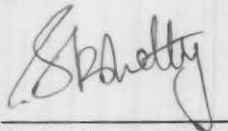
A2-211, Kailas Complex, LBS Marg,

Bhandup (West), Mumbai - 400078

5. The votes casted were unblocked on Monday, November 14, 2023 for remote e-voting and on Wednesday, November 15, 2023 for e-voting during the meeting and the records were received from KFintech after the conclusion of the e-voting at the AGM in the presence of two witnesses who are not in the employment of the Company.
6. The electronic data and all other relevant records relating to the remote e- voting and e-voting by the members at the AGM is under my safe custody and will be handed over to the Chairman / ~~Company Secretary~~ for preserving safely after the Chairperson considers, approves and signs the minutes of the AGM.
7. All the resolutions as set out in the notice of the Annual General Meeting were passed with requisite majority.

**Thanking you,**

**For Sharatkumar Shetty & Associates  
Practising Company Secretary**



**Sharatkumar Shetty  
Membership No - A31888  
Cop No - 18123  
Peer Review No - 2326/2022  
UDIN No.: A031888E001879173  
Place: Mumbai  
Date: 15<sup>th</sup> November, 2023**



**Consolidated Report of the Remote E- Voting together with E-voting by the members  
at the AGM**

**Item No.1: Ordinary Resolution** – To consider and adopt: a) The audited standalone financial statement of the company for the Financial year ended March 31, 2023 and the reports of Board of Directors and Auditors thereon; and b) The audited consolidated financial statements of the Company for the financial year ended March 31, 2023 and the reports of Auditors thereon.

**(i) Voted in favour of the resolution:**

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	30	18,23,77,680	100*
Number of members present and voted through e-voting at the AGM	20	2076	0*
<b>Total</b>	<b>50</b>	<b>18,23,79,756</b>	<b>100</b>

\*Percentage has been rounded off to 100

**(ii) Voted against the resolution:**

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	3	77	0
Number of members present and voted through e-voting at the AGM	0	0	0
<b>Total</b>	<b>3</b>	<b>77</b>	<b>0</b>

**(iii) Invalid/ Abstain Votes:**

Mode of Voting	Number of Members voting	Number of votes cast by them
Number of members voted through remote e- voting	0	0
Number of members present and voted through e-voting at the AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**Item No.2: Ordinary Resolution** –To consider and re-appoint Mr. Basantkumar Vijaysingh Varma (DIN: 08305670) as Director of the Company who retires by rotation and being eligible offers himself for re-appointment.

**(i) Voted in favour of the resolution:**

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	29	18,23,77,655	100*
Number of members present and voted through e-voting at the AGM	20	2,076	0
<b>Total</b>	<b>49</b>	<b>18,23,79,731</b>	<b>100</b>

\*Percentage has been rounded off to 100

**(ii) Voted against the resolution:**

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	4	102	0*
Number of members present and voted through e-voting at the AGM	0	0	0
<b>Total</b>	<b>4</b>	<b>102</b>	<b>0</b>

\*Percentage has been rounded off to 100

**(iii) Invalid/ Abstain Votes:**

Mode of Voting	Number of Members voting	Number of votes cast by them
Number of members voted through remote e- voting	0	0
Number of members present and voted through e- voting at the AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



**Item No.3: Ordinary Resolution** – To appoint Mr. Govindan Ramaswami Kaundar (DIN: 09481171) as Non-Executive Director of the Company.

**(i) Voted in favour of the resolution:**

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	29	18,23,77,655	100*
Number of members present and voted through e-voting at the AGM	20	2,076	0
<b>Total</b>	<b>49</b>	<b>18,23,79,731</b>	<b>100</b>

\*Percentage has been rounded off to 100

**(ii) Voted against the resolution:**

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	4	102	0*
Number of members present and voted through e-voting at the AGM	0	0	0
<b>Total</b>	<b>4</b>	<b>102</b>	<b>0</b>

\*Percentage has been rounded off to 100

**(iii) Invalid/ Abstain Votes:**

Mode of Voting	Number of Members voting	Number of votes cast by them
Number of members voted through remote e- voting	0	0
Number of members present and voted through e- voting at the AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**Item No.4: Ordinary Resolution** – To appoint Mr. Prabin Kumar Jha (DIN: 09623906) as Independent Director of the Company.

**(i) Voted in favour of the resolution:**

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	29	18,23,77,655	100*
Number of members present and voted through e-voting at the AGM	20	2,076	0
<b>Total</b>	<b>49</b>	<b>18,23,79,731</b>	<b>100</b>

\*Percentage has been rounded off to 100

**(ii) Voted against the resolution:**

Mode of Voting	Number of Members voting	Number of votes cast by them	% of total number of valid votes cast
Number of members voted through remote e- voting	4	102	0*
Number of members present and voted through e-voting at the AGM	0	0	0
<b>Total</b>	<b>4</b>	<b>102</b>	<b>0</b>

\*Percentage has been rounded off to 100

**(iii) Invalid/ Abstain Votes:**

Mode of Voting	Number of Members voting	Number of votes cast by them
Number of members voted through remote e- voting	0	0
Number of members present and voted through e- voting at the AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

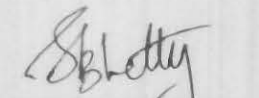
Based on the data downloaded from Kfintech e-voting system, I am submitting herewith a consolidated report on the remote e- voting together with that of e-voting by the members at the AGM.

Electronic data and other relevant records relating to e-voting conducted during the AGM has been kept in my safe custody and shall be retained until the minutes of the AGM are approved and signed, and shall be handed over to the Director for safe keeping.

Thanking you,

Yours faithfully,

For Sharatkumar Shetty & Associates  
Practising Company Secretary



Sharatkumar Shetty  
Membership No - A31888  
Cop No - 18123  
Peer Review No - 2326/2022  
UDIN No.: A031888E001879173  
Place: Mumbai  
Date: 15<sup>th</sup> November, 2023



Witness 1



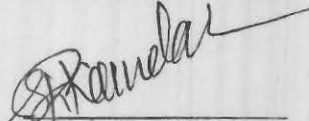
Ishwari Chavan

Witness 2



Navish Pujari

This is to further inform you that on the basis of voting as above, ordinary resolutions as mentioned in the notice dated 18<sup>th</sup> October, 2023 has been passed with requisite majority.

  
Govindan Kaundar  
Chairman