ppL

PHONOGRAPHIC PERFORMANCE LTD.

Crescent Towers, 7th Floor, B/68, Veera Estate, Off New Link Road, Andheri (West), Mumbai 400 053
Tel. : 2673 6301 / 2 / 3 • Fax : 2673 6304 CIN - U 74999 MH 1941 GAP 142271

Declaration of results of voting by Members through remote e-voting and by e-voting at 79th Annual General Meeting of Phonographic Performance Limited held on 15th July, 2020

The 79th Annual General Meeting was held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue and in compliance with, pursuant to Circular no. 14/2020 dated 08th April 2020 and 17/2020 dated 13th April 2020 issued by Ministry of Corporate Affairs (MCA). In terms of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, **Phonographic Performance Limited** ('the Company') provided facility to its Members for voting through remote e-voting and by e-voting on the resolutions contained in the Notice dated 16th June, 2020 of 79th Annual General Meeting ('79th AGM').

The Board had appointed M/s Rathi & Associates, Company Secretaries as Scrutinizer to scrutinize the voting processes for the 79th AGM of the Company.

For the purpose of report, the Scrutinizer considered and took on record voting done by members through remote e-voting during the period from 09.00 a.m. of Sunday, 12th July, 2020 upto 5.00 p.m. of Tuesday, 14th July, 2020, being the dates fixed for remote e-voting. Further, the Scrutinizer also considered and took on record voting by members electronically at the 79th AGM held on 15th July, 2020.

Based on the Scrutinizer's Report dated 16th July, 2020 ***I hereby declare that all the resolutions as set out in the Notice dated 16th June, 2020 of the 79th AGM of the Company, have been duly passed with requisite majority***, the details of which are specified herein below:

P.P.L. Mumbai-53

ppL

PHONOGRAPHIC PERFORMANCE LTD.

Crescent Towers, 7th Floor, B/68, Veera Estate, Off New Link Road, Andheri (West), Mumbai 400 053
Tel. : 2673 6301 / 2 / 3 • Fax : 2673 6304 CIN - U 74999 MH 1941 GAP 142271

Sl. No.	Brief description	% Votes in Favour (Assent)	% Votes Against (Dissent)	Passed as
1.	For adoption of the Audited Financial Statements comprise of Balance Sheet as at 31st March, 2020, and Profit & Loss Account and Statement and Cash Flow for the financial year ended on that date along with the Schedules, Annexures and Notes thereto and the Reports of the Board of Directors and the Auditors thereon.	100*	0	Ordinary
2.	For appointment of a Director in place of Mr. Bhushan Kumar Dua (DIN: 00126614), who retired by rotation and being eligible, had offered himself for re-appointment.	99.57	0.43	Special
3.	For appointment of a Director in place of Mr. Mandar Ramesh Thakur (DIN: 05333792), who retired by rotation and being eligible, had offered himself for re-appointment.	99.57	0.43	Special
4.	For regularization of appointment of Mr. Selvaraj Shanmugam (DIN: 06854006), as a Director of the Company, who was appointed as an Additional Director by the Board of Directors at their Meeting held on Friday, January 24, 2020 to hold office upto the date of Annual General Meeting.	100*	0	Special
5.	For regularization of appointment of Mr. G.B Aayeer (DIN: 00087760), as a Director of the Company, who was appointed as an Additional Director by the Board of Directors at their Meeting held on Tuesday, June 16, 2020, to hold office upto the date of Annual General Meeting.	100*	0	Special
6.	For regularization of appointment of Mr. Rajat Kakar (DIN: 01592740), as a Director of the Company, who was appointed as an Additional Director by the Board of Directors at their Meeting held on Tuesday, June 16, 2020, to hold office upto the date of Annual General Meeting .	100*	0	Special
7.	For appointment of Mr. G.B Aayeer (DIN: 00087760) as Managing Director and Chief Executive Officer of the Company for a term of two years with effect from 1st July, 2020, on the terms and conditions as mentioned in the agreement executed between the Board of Directors and the Managing Director.	99.94	0.06	Special
8.	For approval of the revised Public Performance Tariff Chart.	100*	0	Special
9.	For approval of the revised Radio Broadcasting Tariff Chart.	100*	0	Special
10.	For approval of Member's License Fees Distribution / Payment - Basis & Methodology i.e. Distribution Scheme for F.Y. 2020-21 and onwards.	100*	0	Special
11.	For approval to alteration of Articles of Association hereby altered by deleting the Article 24(1), 24(2) and 24(3) and replaced with new Article 24 (1), 24(2) and 24 (3) of the Company.	99.99*	0.01	Special

*Rounded off to nearest decimal.

Regd. Office : Crescent Towers, 7th Floor, B/68, Veera Estate, Off New Link Road, Andheri (West), Mumbai 400 053

ppL

PHONOGRAPHIC PERFORMANCE LTD.

Crescent Towers, 7th Floor, B/68, Veera Estate, Off New Link Road, Andheri (West), Mumbai 400 053
Tel. : 2673 6301 / 2 / 3 • Fax : 2673 6304 CIN - U 74999 MH 1941 GAP 142271

The Scrutinizer's Report dated 17th July, 2020 is annexed herewith.

For **Phonographic Performance Limited**

Mandar Ramesh Thakur
Chairman
DIN: 05333792

Date: 17th July, 2020
Place: Mumbai

Regd. Office : Crescent Towers, 7th Floor, B/68, Veera Estate, Off New Link Road, Andheri (West), Mumbai 400 053