



The Indian Performing Right Society Limited

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CIN : U92140MH1969GAP014359

Declaration of results of voting through remote e-voting and by physical ballots at 46th Annual General Meeting of The Indian Performing Right Society Limited held on 29th December, 2016

In terms of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, **The Indian Performing Right Society Limited** ('the Company') provided remote e-voting facility and voting through Ballot Forms to the Members vide Notice dated 30th November, 2016 of 46th Annual General Meeting ('46th AGM').

The Board had appointed Mr. Himanshu S. Kamdar, Practicing Company Secretary, Partner, M/s Rathi & Associates, Company Secretaries as Scrutinizer to scrutinize the voting processes for the 46th AGM of the Company.

The Scrutinizer considered voting done by members through remote e-voting during the period from 09.00 a.m. of Monday, 26th December, 2016 upto 5.00 p.m. of Wednesday, 28th December, 2016, being the dates fixed for remote e-voting. Further, to enable those members who could not vote through remote e-voting, physical Ballot Forms were distributed at the 46th AGM held on 29th December, 2016.

Based on the Scrutinizer's Report dated 30th December, 2016, **I hereby declare that both the resolutions as set out in the Notice dated 30th November, 2016 of the 46th AGM of the Company, have been duly passed with requisite majority**, the details of which are specified herein below:

Sl. No.	Brief description	% Votes in Favour (Assent)	% Votes Against (Dissent)	Passed as
1.	To consider and adopt the Audited Balance Sheet as on 31 st March 2016, Income and Expenditure Account for the year ended on that date and the Reports of Directors and Auditors thereon, in respect of the Company's administration of the Performing Rights vested in it by its members and the Confederate Societies	99.80	0.20	Ordinary
2.	To ratify the appointment of M/s. R.K. Khanna & Associates, Chartered Accountants (Firm Registration No. 105082W) as Statutory Auditors of the Company to hold office from the conclusion of ensuing Annual General Meeting up till the conclusion of next Annual General Meeting for the Financial Year 2016-17 and to authorize the Board of Directors to fix their remuneration.	99.76	0.24	Ordinary

The Scrutinizer's Report on the voting process conducted for the 46th AGM is annexed herewith.

For The Indian Performing Right Society Limited

Date: 30th December, 2016

Place: Mumbai



SD/-
Hasan Kamaal
Chairman

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Rathi & Associates

COMPANY SECRETARIES

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30th December, 2016

To

The Chairman

The Indian Performing Right Society Limited

208, Golden Chambers,

New Andheri Link Road, Andheri (West),

Mumbai – 400 053

Dear Sir,

Sub: **Scrutinizer's Report on the remote e-voting and physical voting through ballots at 46th Annual General Meeting of the members of The Indian Performing Right Society Limited**

The Indian Performing Right Society Limited ("the Company") at their Board of Directors meeting held on 30th November, 2016 has appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and physical voting through ballots as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time, on the resolutions placed for the approval of Members of the Company as per the Notice dated 30th November, 2016 of 46th Annual General Meeting ("46th AGM") which was held on 29th December 2016, be carried out in a fair and transparent manner.

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 remote e-voting and physical ballot voting on the resolutions as contained in the aforesaid Notice of 46th AGM of the members of the Company. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting and physical ballot is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facility. Further, the Company distributed physical ballots to the members present at the 46th AGM to enable them to vote.

As required under Section 101 of the Act, a Notice along with Explanatory Statement under the Section 102 of the Act, for the 46th AGM was sent to the Members by permitted means for seeking approval of members on following resolutions:



1. **Resolution No. 1** as an Ordinary Resolution for adoption of the Audited Balance Sheet as at 31st March, 2016, Income and Expenditure Account and Cash Flow Statement for the year ended on that date together with the Reports of Directors and Auditors thereon in respect of the Company's administration of the Performing Rights vested in it by its members and the Confederate Societies.
2. **Resolution No. 2** as an Ordinary Resolution for ratification of appointment of M/s R.K. Khanna & Associates, Chartered Accountants (Firm Registration No. 105082W) as the Statutory Auditors of the Company to hold office from the conclusion of 46th Annual General Meeting up till the conclusion of 47th Annual General Meeting for the Financial Year 2016-17 and to authorize the Board of Directors to fix their remuneration.

The Company provided the remote e-voting facility offered by CDSL to the members of the Company to cast votes on aforesaid resolutions.

Remote e-voting facility was made available to members of the Company to exercise their voting rights from 9.00 a.m. of Monday, 26th December, 2016 upto 5.00 p.m. of Wednesday, 28th December, 2016. Accordingly, e-votes casted upto 5.00 p.m. of Wednesday, 28th December, 2016 have been considered for my scrutiny.

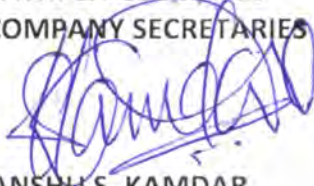
After the conclusion of the 46th AGM, first the voting conducted through physical ballots at the meeting was unlocked in the presence of two witnesses not in employment of the Company, namely Mr. Safal Jain and Mr. Darshil Shah. Thereafter the voting through remote e-voting was unlocked in the presence of two witnesses not in employment of the Company, namely Mr. Satish Singasane and Mr. Anand Jha. In case of members who voted through remote e-voting as well as by physical ballots at the 46th AGM, the physical ballots of such members were treated as invalid. A summary of the votes casted by members through remote e-voting and by physical ballots at the 46th AGM with their pattern of voting is as per Annexure annexed to this Report.

The results of the voting by members through remote e-voting and by physical ballots at the 46th AGM in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the Company.

Thanking you,

Yours sincerely,

For **RATHI & ASSOCIATES**
COMPANY SECRETARIES



HIMANSHU S. KAMDAR
PARTNER
FCS NO. 5171
COP NO. 3030



ANNEXURE

The summary of the votes casted through remote e-voting and by physical ballots received for each of the resolutions is given below:

For Resolution No. 1:

Sr. No.	Particulars	Resolution 1	
		No. of Ballots / Remote E-Voting	No. of Works voted
a.	Votes casted through physical ballot	90	3,75,958
b.	Remote e-voting confirmations received	32	1,76,429
	Total	122	5,52,387
c.	Less: Invalid physical ballot/remote e-voting confirmation	1	10
d.	Net valid physical ballots/remote e-voting confirmations	121	5,52,377
	(i) Physical ballots/remote e-voting confirmations with assent for the Resolution	119	5,51,297
	% of Assent		*99.80
	(ii) Physical Ballot Forms / Remote e-Voting with dissent for the Resolution	2	1,080
	% of Dissent		*0.20

For Resolution No.2:

Sr. No.	Particulars	Resolution 2	
		No. of Ballots / Remote E-Voting	No. of Works voted
a.	Votes casted through physical ballot	89	3,75,950
b.	Remote e-voting confirmations received	33	1,76,431
	Total	122	5,52,381
c.	Less: Invalid physical ballot/remote e-voting confirmation	1	10
d.	Net valid physical ballots/remote e-voting confirmations	121	5,52,371
	(i) Physical ballots/remote e-voting confirmations with assent for the Resolution	116	5,51,052
	% of Assent		*99.76
	(ii) Physical Ballot Forms / Remote e-Voting with dissent for the Resolution	5	1,319
	% of Dissent		*0.24

* Rounded off to nearest number.

