

Rathi & Associates

COMPANY SECRETARIES

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15th September, 2022

To,
The Chairman
The Indian Performing Right Society Limited
208, Golden Chambers,
New Andheri Link Road,
Andheri (West),
Mumbai – 400 053



Sub: Scrutinizer's Report on the remote e-voting and physical voting through ballots at 52nd Annual General Meeting (52nd AGM) of the members of The Indian Performing Right Society Limited held on 15th September, 2022.

Dear Sir,

The Indian Performing Right Society Limited ("the Company") at their Board Meeting held on 30th June, 2022 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 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, at the 52nd Annual General Meeting held on 15th September, 2022 (52nd AGM) in respect of the resolutions contained in the Notice dated 30th June, 2022 of 52nd AGM and Addendum to Notice dated 03rd September, 2022, placed for the approval of Members of the Company, 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 Act and rules made thereunder, relating to remote e-voting and physical voting by ballots on the resolutions as contained in the Notice and Addendum to Notice. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting and physical voting by ballots 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 remote e-voting facility. Further, the Company distributed ballots to the members present at the 52nd Annual General Meeting to enable them to vote.

Pursuant to Section 101 of the Act, Notice of 52nd AGM and Addendum to Notice of 52nd AGM along with Explanatory Statement under Section 102 of the Act were sent to the Members by permitted means, for seeking the approval of the Members on following resolutions:



1. **Resolution No. 1** as an Ordinary Resolution for adoption of Audited Balance Sheet as on 31st March 2022, Income and Expenditure Account and Cash Flow Statement for the year ended on that date and the Reports of Directors and Auditors thereon and the Annual Transparency Report for F.Y. 2021-22, in respect of the Company's administration of the Performing/Mechanical and other Rights vested in it by its members and the Confederate Societies.
2. **Resolution No. 2** as a Special Resolution for re-appointment of Mr. Upadrashta Vidya Sagar (DIN: 08304251), Author-Composer Director, Region - South, who retired by rotation and being eligible, had offered himself for re-appointment.
3. **Resolution No. 3** as a Special Resolution for re-appointment of Mr. Sumit Chatterjee (DIN: 02269713), Publisher Owner Director representing Sony Music Entertainment India Private Limited, Region - West, who retired by rotation and being eligible, had offered himself for re-appointment.
4. **Resolution No. 4** as a Special Resolution for re-appointment of Mr. Aditya Gupta (DIN: 02815692), Publisher Owner Director representing Aditya Music (India) Pvt. Ltd., Region - South, who retired by rotation and being eligible, had offered himself for re-appointment.
5. **Resolution No. 5** as a Special Resolution for re-appointment of Mr. Sahithi Cherukupalli (DIN:07769259), Author Director, Region - South, who retired by rotation and being eligible, had offered himself for re-appointment.
6. **Resolution No. 6** as a Special Resolution for appointment of Mr. Tapas Relia (DIN: 09562466) as Author-Composer Director, Region - North, who shall be liable to retire by rotation.
7. **Resolution No. 7** as a Special Resolution for approval of the "Tariff Scheme" framed and presented by the Governing Council pursuant to the Copyright Act, 1957 and Copyright Rules, 2013 for the financial year 2022-23 and onwards and to authorize the Board of Directors to revise/alter/modify Scheme based on the collections made, from time to time and to take all such actions as may be required to give effect to this resolution and matters related thereto.
8. **Resolution No. 8** as a Special Resolution for approval of Distribution Policy/Rules and Methods pursuant to the Copyright Act, 1957 and Copyright Rules, 2013.
9. **Resolution No. 9** as an Ordinary Resolution for declaration pursuant to Rule 47(3) of the Copyright Rules, 2013 in the matter of renewal of Registration of the Company as Copyright Society under the Copyright Act, 1957.



10. **Resolution No. 10** as a Special Resolution for appointment of Mr. Syed Ahmed (DIN: 08298783), as an Author-Composer Director, Region - East, of the Company, who shall be liable to retire by rotation.

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

Remote e-voting facility was made available to members of the Company to exercise their voting rights from 9.00 a.m. of Monday, 12th September, 2022 upto 5.00 p.m. of Wednesday, 14th September, 2022. Accordingly, e-votes cast up to 5.00 p.m. of Wednesday, 14th September, 2022 have been considered for my scrutiny.

After the conclusion of the 52nd Annual General Meeting, physical voting conducted through ballots at the meeting was unlocked in the presence of witnesses being the members of the Company, namely Mr. Utpal Jivrajani and Mr. Mayur Chouhan for voting by Author-Composer Members and Mr. Vishal Kataria and Mr. Sanjayraj Gaurinandan for voting by Publisher Owner Members. Thereafter the voting through remote e-voting was unlocked in the presence of two witnesses not in employment of the Company, namely Ms. Rashi Shah and Ms. Twinkle Wadhwa. In case of members who voted through remote e-voting prior to as well as by ballots at the 52nd Annual General Meeting, the ballots of such members were treated as invalid.

In accordance with Article 24 of the Articles of Association of the Company, Author-Composer Members were permitted to vote on resolutions for appointment of Author-Composer Directors and Publisher-Owner Members were permitted to vote on resolutions for appointment of Publisher-Owner Directors. In case of members who voted otherwise, their respective votes were deemed to be invalid.


A summary of the votes casted by members through remote e-voting prior to and by ballots at the 52nd Annual General Meeting with their pattern of voting is as per Annexure annexed to this Report.

The results of the voting by members through remote e-voting prior to and by physical ballots at the 52nd Annual General Meeting 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

M. NO. FCS 5171

COP NO.: 3030

UDIN: F005171D000980739



Resolution No. 1: as an Ordinary Resolution for adoption of Audited Balance Sheet as on 31st March, 2022, Income and Expenditure Account and Cash Flow Statement for the year ended on that date and the Reports of Directors and Auditors thereon and the Annual Transparency Report for F.Y. 2021-22, in respect of the Company's administration of the Performing/Mechanical and other Rights vested in it by its members and the Confederate Societies.

Sr. No.	Particulars	No. of ballots/ remote e-voting confirmations	No. of votes
a.	Votes casted through ballots		
	Author-Composer Members	260	260
	Publisher-Owner Members	41	67,491
b.	Remote e-voting confirmations received		
	Author-Composer Members	476	476
	Publisher-Owner Members	84	9,62,805
	Total		
	Author-Composer Members	736	736
	Publisher-Owner Members	125	10,30,296
c.	Less: Invalid ballots/remote e-voting confirmations		
	Author-Composer Members	32	32
	Publisher-Owner Members	5	3,645
d.	Net valid ballots/remote e-voting confirmations		
	Author-Composer Members	704	704
	Publisher-Owner Members	120	10,26,651
	(i) Ballots/remote e-voting confirmations with assent for the Resolution		
	Author-Composer Members	692	692
	Publisher-Owner Members	120	10,26,651
	% of Assent		
	Author-Composer Members		*98.30
	Publisher-Owner Members		100
	(ii) Ballot/remote e-voting confirmations with dissent for the Resolution		
	Author-Composer Members	12	12
	Publisher-Owner Members		-
	% of Dissent		
	Author-Composer Members		1.70
	Publisher-Owner Members		-

* Rounded off to the nearest number



Resolution No. 2: as Special Resolution for re-appointment of Mr. Upadrashta Vidya Sagar (DIN: 08304251), Author-Composer Director, Region - South, who retired by rotation and being eligible, had offered himself for re-appointment.

Sr. No.	Particulars	No. of ballots/ remote e-voting confirmations	No. of votes
a.	Votes casted through ballots		
	Author-Composer Members	247	247
	Publisher-Owner Members	-	-
b.	Remote e-voting confirmations received		
	Author-Composer Members	481	481
	Publisher-Owner Members	83	9,62,779
	Total		
	Author-Composer Members	728	728
	Publisher-Owner Members	83	9,62,779
c.	Less: Invalid ballots/remote e-voting confirmations		
	Author-Composer Members	35	35
	Publisher-Owner Members	83	9,62,779
d.	Net valid ballots/remote e-voting confirmations		
	Author-Composer Members	693	693
	Publisher-Owner Members	-	-
	(i) Ballots/remote e-voting confirmations with assent for the Resolution		
	Author-Composer Members	410	410
	Publisher-Owner Members	-	-
% of Assent			
	Author-Composer Members		59.16
	Publisher-Owner Members		-
	(ii) Ballot/remote e-voting confirmations with dissent for the Resolution		
	Author-Composer Members	283	283
	Publisher-Owner Members	-	-
% of Dissent			
	Author-Composer Members		*40.84
	Publisher-Owner Members		-

* Rounded off to the nearest number



Resolution No. 3: as Special Resolution for re-appointment of Mr. Sumit Chatterjee (DIN: 02269713), Publisher Owner Director representing Sony Music Entertainment India Private Limited, Region - West, who retired by rotation and being eligible, had offered himself for re-appointment.

Sr. No.	Particulars	No. of ballots/ remote e-voting confirmations	No. of votes
a.	Votes casted through ballots		
	Author-Composer Members	-	-
	Publisher-Owner Members	42	67,967
b.	Remote e-voting confirmations received		
	Author-Composer Members	298	298
	Publisher-Owner Members	84	9,62,805
	Total		
	Author-Composer Members	298	298
	Publisher-Owner Members	126	10,30,772
c.	Less: Invalid ballots/remote e-voting confirmations		
	Author-Composer Members	298	298
	Publisher-Owner Members	4	3,549
d.	Net valid ballots/remote e-voting confirmations		
	Author-Composer Members	-	-
	Publisher-Owner Members	122	10,27,223
	(i) Ballots/remote e-voting confirmations with assent for the Resolution		
	Author-Composer Members	-	-
	Publisher-Owner Members	117	10,20,323
	% of Assent		
	Author-Composer Members		-
	Publisher-Owner Members		*99.33
	(ii) Ballot/remote e-voting confirmations with dissent for the Resolution		
	Author-Composer Members	-	-
	Publisher-Owner Members	5	6,900
	% of Dissent		
	Author-Composer Members		-
	Publisher-Owner Members		0.67

* Rounded off to the nearest number



Resolution No. 4: as Special Resolution for re-appointment of Mr. Aditya Gupta (DIN: 02815692), Publisher Owner Director representing Aditya Music (India) Pvt. Ltd., Region - South, who retired by rotation and being eligible, had offered himself for re-appointment.

Sr. No.	Particulars	No. of ballots/ remote e-voting confirmations	No. of votes
a.	Votes casted through ballots		
	Author-Composer Members	-	-
	Publisher-Owner Members	40	67,403
b.	Remote e-voting confirmations received		
	Author-Composer Members	295	295
	Publisher-Owner Members	84	9,62,805
	Total		
	Author-Composer Members	295	295
	Publisher-Owner Members	124	10,30,208
c.	Less: Invalid ballots/remote e-voting confirmations		
	Author-Composer Members	295	295
	Publisher-Owner Members	4	3,549
d.	Net valid ballots/remote e-voting confirmations		
	Author-Composer Members	-	-
	Publisher-Owner Members	120	10,26,659
	(i) Ballots/remote e-voting confirmations with assent for the Resolution		
	Author-Composer Members	-	-
	Publisher-Owner Members	116	10,26,439
	% of Assent		
	Author-Composer Members		-
	Publisher-Owner Members		*99.98
	(ii) Ballot/remote e-voting confirmations with dissent for the Resolution		
	Author-Composer Members	-	-
	Publisher-Owner Members	4	220
	% of Dissent		
	Author-Composer Members		-
	Publisher-Owner Members		0.02

* Rounded off to the nearest number



Resolution No. 5: as Special Resolution for re-appointment of Mr. Sahithi Cherukupalli (DIN: 07769259), Author Director, Region - South, who retired by rotation and being eligible, had offered himself for re-appointment.

Sr. No.	Particulars	No. of ballots/ remote e-voting confirmations	No. of votes
a.	Votes casted through ballots		
	Author-Composer Members	246	246
	Publisher-Owner Members	-	-
b.	Remote e-voting confirmations received		
	Author-Composer Members	430	430
	Publisher-Owner Members	55	8,33,117
	Total		
	Author-Composer Members	676	676
	Publisher-Owner Members	55	8,33,117
c.	Less: Invalid ballots/remote e-voting confirmations		
	Author-Composer Members	27	27
	Publisher-Owner Members	55	8,33,117
d.	Net valid ballots/remote e-voting confirmations		
	Author-Composer Members	649	649
	Publisher-Owner Members	-	-
	(i) Ballots/remote e-voting confirmations with assent for the Resolution		
	Author-Composer Members	511	511
	Publisher-Owner Members	-	-
% of Assent			
	Author-Composer Members		*78.74
	Publisher-Owner Members		-
	(ii) Ballot/remote e-voting confirmations with dissent for the Resolution		
	Author-Composer Members	138	138
	Publisher-Owner Members	-	-
% of Dissent			
	Author-Composer Members		21.26
	Publisher-Owner Members		-

* Rounded off to the nearest number



Resolution No. 6: as Special Resolution for appointment of Mr. Tapas Relia (DIN: 09562466) as Author-Composer Director, Region - North, who shall be liable to retire by rotation.

Sr. No.	Particulars	No. of ballots/ remote e-voting confirmations	No. of votes
a.	Votes casted through ballots		
	Author-Composer Members	239	239
	Publisher-Owner Members	-	-
b.	Remote e-voting confirmations received		
	Author-Composer Members	481	481
	Publisher-Owner Members	56	8,33,327
	Total		
	Author-Composer Members	720	720
	Publisher-Owner Members	56	8,33,327
c.	Less: Invalid ballots/remote e-voting confirmations		
	Author-Composer Members	29	29
	Publisher-Owner Members	56	8,33,327
d.	Net valid ballots/remote e-voting confirmations		
	Author-Composer Members	691	691
	Publisher-Owner Members	-	-
	(i) Ballots/remote e-voting confirmations with assent for the Resolution		
	Author-Composer Members	373	373
	Publisher-Owner Members	-	-
% of Assent			
	Author-Composer Members		*53.98
	Publisher-Owner Members		-
	(ii) Ballot/remote e-voting confirmations with dissent for the Resolution		
	Author-Composer Members	318	318
	Publisher-Owner Members	-	-
% of Dissent			
	Author-Composer Members		46.02
	Publisher-Owner Members		-

* Rounded off to the nearest number



Resolution No. 7: as Special Resolution for approval of the “Tariff Scheme” framed and presented by the Governing Council pursuant to the Copyright Act, 1957 and Copyright Rules, 2013 for the financial year 2022-23 and onwards and to authorize the Board of Directors to revise/alter/modify Scheme based on the collections made, from time to time and to take all such actions as may be required to give effect to this resolution and matters related thereto.

Sr. No.	Particulars	No. of ballots/ remote e-voting confirmations	No. of votes
a.	Votes casted through ballots		
	Author-Composer Members	243	243
	Publisher-Owner Members	41	66,889
b.	Remote e-voting confirmations received		
	Author-Composer Members	486	486
	Publisher-Owner Members	84	9,62,805
	Total		
	Author-Composer Members	729	729
	Publisher-Owner Members	125	10,29,694
c.	Less: Invalid ballots/remote e-voting confirmations		
	Author-Composer Members	29	29
	Publisher-Owner Members	4	3,549
d.	Net valid ballots/remote e-voting confirmations		
	Author-Composer Members	700	700
	Publisher-Owner Members	121	10,26,145
	(i) Ballots/remote e-voting confirmations with assent for the Resolution		
	Author-Composer Members	677	677
	Publisher-Owner Members	119	10,25,949
% of Assent			
Author-Composer Members			96.71
Publisher-Owner Members			*99.98
	(ii) Ballot/remote e-voting confirmations with dissent for the Resolution		
	Author-Composer Members	23	23
	Publisher-Owner Members	2	196
% of Dissent			
Author-Composer Members			*3.29
Publisher-Owner Members			0.02

* Rounded off to the nearest number



Resolution No. 8: as Special Resolution for approval of Distribution Policy/Rules and Methods pursuant to the Copyright Act, 1957 and Copyright Rules, 2013.

Sr. No.	Particulars	No. of ballots/ remote e-voting confirmations	No. of votes
a.	Votes casted through ballots		
	Author-Composer Members	243	243
	Publisher-Owner Members	26	64,435
b.	Remote e-voting confirmations received		
	Author-Composer Members	486	486
	Publisher-Owner Members	84	9,62,805
	Total		
	Author-Composer Members	729	729
	Publisher-Owner Members	110	10,27,240
c.	Less: Invalid ballots/remote e-voting confirmations		
	Author-Composer Members	28	28
	Publisher-Owner Members	4	3,549
d.	Net valid ballots/remote e-voting confirmations		
	Author-Composer Members	701	701
	Publisher-Owner Members	106	10,23,691
	(i) Ballots/remote e-voting confirmations with assent for the Resolution		
	Author-Composer Members	663	663
	Publisher-Owner Members	101	10,14,165
% of Assent			
Author-Composer Members			*94.58
Publisher-Owner Members			*99.07
	(ii) Ballot/remote e-voting confirmations with dissent for the Resolution		
	Author-Composer Members	38	38
	Publisher-Owner Members	5	9,526
% of Dissent			
Author-Composer Members			5.42
Publisher-Owner Members			0.93

* Rounded off to the nearest number



Resolution No. 9 as an Ordinary Resolution for declaration pursuant to Rule 47(3) of the Copyright Rules, 2013 in the matter of renewal of Registration of the Company as Copyright Society under the Copyright Act, 1957.

Sr. No.	Particulars	No. of ballots/ remote e-voting confirmations	No. of votes
a.	Votes casted through ballots		
	Author-Composer Members	243	243
	Publisher-Owner Members	39	67,401
b.	Remote e-voting confirmations received		
	Author-Composer Members	487	487
	Publisher-Owner Members	84	9,62,805
	Total		
	Author-Composer Members	730	730
	Publisher-Owner Members	123	10,30,206
c.	Less: Invalid ballots/remote e-voting confirmations		
	Author-Composer Members	28	28
	Publisher-Owner Members	4	3,549
d.	Net valid ballots/remote e-voting confirmations		
	Author-Composer Members	702	702
	Publisher-Owner Members	119	10,26,657
	(i) Ballots/remote e-voting confirmations with assent for the Resolution		
	Author-Composer Members	696	696
	Publisher-Owner Members	117	10,26,559
% of Assent			
	Author-Composer Members		*99.15
	Publisher-Owner Members		99.99
	(ii) Ballot/remote e-voting confirmations with dissent for the Resolution		
	Author-Composer Members	6	6
	Publisher-Owner Members	3	98
% of Dissent			
	Author-Composer Members		0.85
	Publisher-Owner Members		*0.01

* Rounded off to the nearest number



Resolution No. 10: as Special Resolution for appointment of Mr. Syed Ahmed (DIN: 08298783), as an Author-Composer Director, Region - East, of the Company, who shall be liable to retire by rotation.

Sr. No.	Particulars	No. of ballots/ remote e-voting confirmations	No. of votes
a.	Votes casted through ballots		
	Author-Composer Members	253	253
	Publisher-Owner Members	-	-
b.	Remote e-voting confirmations received		
	Author-Composer Members	491	491
	Publisher-Owner Members	55	8,29,925
	Total		
	Author-Composer Members	744	744
	Publisher-Owner Members	55	8,29,925
c.	Less: Invalid ballots/remote e-voting confirmations		
	Author-Composer Members	32	32
	Publisher-Owner Members	55	8,29,925
d.	Net valid ballots/remote e-voting confirmations		
	Author-Composer Members	712	712
	Publisher-Owner Members	-	-
	(i) Ballots/remote e-voting confirmations with assent for the Resolution		
	Author-Composer Members	520	520
	Publisher-Owner Members	-	-
% of Assent			
	Author-Composer Members		73.03
	Publisher-Owner Members		-
	(ii) Ballot/remote e-voting confirmations with dissent for the Resolution		
	Author-Composer Members	192	192
	Publisher-Owner Members		-
% of Dissent			
	Author-Composer Members		*26.97
	Publisher-Owner Members		-

* Rounded off to the nearest number

