

Rathi & Associates

COMPANY SECRETARIES

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31st March, 2025

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

Sub: Scrutinizer's Report on remote e-voting prior to and e-voting conducted at 02/2024-25 Extra-Ordinary General Meeting ("the EGM") of the members of The Indian Performing Right Society Limited ("the Company") held on 31st March, 2025

Dear Sir,

The Company vide resolution passed by the Board of Directors at their meeting held on 05th March, 2025 appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting prior to and e-voting at the EGM on the resolution contained in the Notice dated 05th March, 2025, 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, placed for the approval of members of the Company at the EGM held on 31st March, 2025, 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 read with Rules made thereunder and the Circulars, relating to remote e-voting prior to the EGM and e-voting at the EGM on the resolution as contained in the aforesaid Notice of the EGM of the Members of the Company.

My responsibility as Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting prior to the EGM and e-voting at the EGM 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 resolution, based on the reports in relation to the remote e-voting prior to the EGM and e-voting at the EGM as per the facility provided by Central Depository Services (India) Limited ('CDSL'), the agency engaged by the Company for the said purposes.



Pursuant to Section 101 of the Act, Notice of the EGM along with Explanatory Statement thereto under Section 102 of the Act, were sent to the Members by permitted means i.e. by e-mail.

Following resolution was proposed for approval by the Members at the EGM:

Ordinary Resolution for approval of the amendments to the Existing Tariff Scheme framed and presented by the Governing Council pursuant to the Copyright Act, 1957 and Copyright Rules, 2013 for the financial year 2025-26 and onwards and to authorize Board of Directors or the Chief Executive Officer of the Company to negotiate the License Fees, and give discounts and/or negotiate and/or agree for minimum annual royalty/license fees for all the Tariffs and to take all such actions and do all such things as may be required from time to time for giving effect to the above resolution and matters related thereto.

The Company provided remote e-voting facility to the members to cast votes on aforesaid resolution prior to the EGM. The Company also provided e-voting facility at the EGM to those members who had not casted their votes through remote e-voting, to enable them to cast their votes on the aforesaid resolution at the EGM. The e-voting facility remained open to Members for voting till 04.00 P.M. after conclusion of the EGM.

Remote e-voting facility was made available to the members of the Company to exercise their voting rights from 9.00 a.m. of Tuesday, 25th March, 2025 upto 5:00 p.m. of Sunday, 30th March, 2025. Accordingly, votes casted through remote e-voting upto 5:00 p.m. of Sunday, 30th March, 2025 and the votes casted at the EGM have been considered for my scrutiny.

The remote e-voting prior to EGM and e-voting at the EGM data was unblocked after closure thereof. As required under Rule 22(10) of the Companies (Management and Administration) Rules, 2014, a register has been maintained and particulars of all the e-votes received from the members have been recorded therein.

In case of members who casted votes through remote e-voting prior to the EGM as well as through e-voting conducted at the EGM, the voting through remote e-voting by such members prior to the EGM was treated as valid.



A summary of the votes cast by members through remote e-voting prior to the EGM and e-voting at the EGM with their pattern of voting is as per Annexure attached to this Report.

The results of the voting by members through remote e-voting prior to the EGM and e-voting at the EGM in respect of the above-mentioned resolution may accordingly be declared by the Chairman of the meeting or the CEO of the Company who has been duly authorized in this regard by the Chairman.

Yours sincerely,

For **RATHI & ASSOCIATES**
COMPANY SECRETARIES



HIMANSHU S. KAMDAR
PARTNER
M. NO. FCS 5171
COP NO. 3030
UDIN: F005171F004185611



ANNEXURE

Ordinary Resolution for approval of the Amendments to the Existing Tariff Scheme framed and presented by the Governing Council pursuant to the Copyright Act, 1957 and Copyright Rules, 2013 for the financial year 2025-26 and onwards and to authorize Board of Directors or the Chief Executive Officer of the Company to negotiate the License Fees, and give discounts and/or negotiate and/or agree for minimum annual royalty/license fees for all the Tariffs and to take all such actions and do all such things as may be required from time to time for giving effect to the above resolution and matters related thereto.

Sr. No.	Particulars	No. of members who voted	No. of votes
a.	Votes cast through e-voting at EGM		
	Author-Composer Members	208	3,64,818
	Publisher-Owner Members	30	11,568
b.	Votes cast through remote e-voting prior to EGM		
	Author-Composer Members	201	26,52,349
	Publisher-Owner Members	47	1,35,83,789
	Total		
	Author-Composer Members	409	30,17,167
	Publisher-Owner Members	77	1,35,95,357
c.	Less: Invalid e-voting at EGM /remote e-voting at EGM		
	Author-Composer Members	0	0
	Publisher-Owner Members	0	0
d.	Net valid e-voting at EGM /remote e-voting prior to EGM		
	Author-Composer Members	409	30,17,167
	Publisher-Owner Members	77	1,35,95,357
	(i) E-voting at EGM /remote e-voting prior to EGM with assent for the Resolution		
	Author-Composer Members	399	28,92,624
	Publisher-Owner Members	76	1,35,95,356
	% of Assent		
	Author-Composer Members		95.87
	Publisher-Owner Members		99.99
	(ii) E-voting at EGM /remote e-voting prior to EGM with dissent for the Resolution		
	Author-Composer Members	10	1,24,543
	Publisher-Owner Members	1	1
	% of Dissent		
	Author-Composer Members		*4.13
	Publisher-Owner Members		*0.01

*Rounded off to nearest decimal

