

Consolidated Scrutinizer's Report on the results of the remote e-voting process and e-voting conducted at the 33rd Annual General Meeting (the "AGM") of Reliance MediaWorks Limited (the "Company") held on September 30, 2020 through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

**The Chairman of the Annual General Meeting
Reliance MediaWorks Limited**

Communication Center.
Film City Complex,
Goregaon East,
Mumbai 400 065.

Dear Sir,

1. The Board of Directors of the Company appointed me, Anil Lohia, Chartered Accountant in practice, Partner of M/s. Dayal and Lohia, Chartered Accountants, as a scrutinizer for the purpose of scrutinizing the :

- (i) the remote e-voting process (the "remote e-voting") under the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules") as amended; and
- (ii) process of voting through electronic voting system (the "e-voting") during the AGM under the provisions of Section 109 of the Act read with Rule 21 of the Rules;

on each of the business contained in the Notice dated August 14, 2020 (the "Notice") of the 33rd Annual General Meeting of the Members of Reliance MediaWorks Limited held on September 30, 2020, through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

2. The management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules relating to voting through remote e-voting means and through Poll on the business contained in the Notice of the 33rd AGM of the Members of the Company.
3. The Company has appointed Kfin Technologies Private Limited ("Kfintech"), the agency authorised under Rule 20 of the Rules, to provide remote e-voting facility to the Members of the Company from 10:00 A.M. on September 26, 2020 to 5:00 P.M. on September 29, 2020.



4. My responsibility as a scrutinizer for the voting process (by remote e-voting and e-voting during the AGM), was restricted to scrutinize the remote e-voting process and e-voting during the AGM in a fair and transparent manner and to prepare a consolidated Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the remote e-voting system provided by Kfintech and based on the result of e-voting conducted during the AGM.
5. Separate Scrutinizer's Reports of even date have been issued on the remote e-voting and on the e-voting conducted during the AGM on the business contained in the Notice to the AGM. I submit a consolidated Scrutinizer's report on the results of voting by remote e-voting and e-voting during the AGM as under:-

Item No. 1:-

Ordinary Resolution to Consider and adopt :

- a) the audited financial statement of the Company for the financial year ended March 31, 2020, and the reports of the Board of Directors and Auditors thereon, and
- b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2020 and the report of the Auditors thereon.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	28	2	30	18,43,09,853	145	18,43,09,998	99.9997
Against	8	-	8	629	-	629	0.0003
Total	36	2	38	18,43,10,482	145	18,43,10,627	100.0000
Invalid / Abstained	-	-	-	-	-	-	---

Based on the aforesaid results, Ordinary Resolution No. 1 of the Notice dated August 14, 2020 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.



Item No. 2:-

Ordinary Resolution to appoint Mrs. Sangeeta Sharma as an Independent Director.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	26	2	28	18,43,09,771	145	18,43,09,916	99.9996
Against	10	-	10	711	-	711	0.0004
Total	36	2	38	18,43,10,482	145	18,43,10,627	100.0000
Invalid / Abstained	-	-	-	-	-	-	---

Based on the aforesaid results, Ordinary Resolution No. 2 of the Notice dated August 14, 2020 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

Item No. 3:-

Ordinary Resolution to appoint Mr. Basant Varma as a Manager of the Company.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	26	2	28	18,43,09,771	145	18,43,09,916	99.9996
Against	10	-	10	711	-	711	0.0004
Total	36	2	38	18,43,10,482	145	18,43,10,627	100.0000
Invalid / Abstained	-	-	-	-	-	-	---

Based on the aforesaid results, Ordinary Resolution No. 3 of the Notice dated August 14, 2020 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.



Item No. 4:-

Special Resolution to re-appoint Mr. Sushilkumar Agrawal as an Independent Director.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	26	2	28	18,43,09,771	145	18,43,09,916	99.9996
Against	10	-	10	711	-	711	0.0004
Total	36	2	38	18,43,10,482	145	18,43,10,627	100.0000
Invalid / Abstained	-	-	-	-	-	-	---

Based on the aforesaid results, Special Resolution No. 4 of the Notice dated August 14, 2020 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

Item No. 5:-

Ordinary Resolution to appoint Mr. Sunil Wadikar as a Whole-time Director.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	26	2	28	18,43,09,771	145	18,43,09,916	99.9996
Against	10	-	10	711	-	711	0.0004
Total	36	2	38	18,43,10,482	145	18,43,10,627	100.0000
Invalid / Abstained	-	-	-	-	-	-	---

Based on the aforesaid results, Ordinary Resolution No. 5 of the Notice dated August 14, 2020 has been passed by the Members through through e-voting during the AGM and through remote e-voting with requisite majority.

6. In terms of the Notice for the AGM dated August 14, 2020, the Members who had already voted through remote e-voting were not entitled to vote through e-voting during the AGM. As such, votes cast by the Members through e-voting during the AGM who had already voted at remote e-voting were treated as invalid.



7. A Compact Disc (CD) containing Electronic data and other relevant records relating to remote e-voting and e-voting during the AGM has been kept in safe custody and shall be retained until the minutes of the AGM is approved and signed, and shall be handed over to the Company Secretary for the safe keeping.

Thanking You,

Yours faithfully,



Anil Lohia

Practicing Chartered Accountant

Membership No. 31626

Partner

Dayal & Lohia

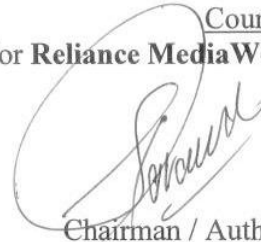
Chartered Accountants

(Firms registration No.102200W)

Place : Mumbai.

Dated : September 30, 2020.

Countersigned by:
For **Reliance MediaWorks Limited**



Chairman / Authorised person