

SAAVN MEDIA LIMITED

(formerly known as Saavn Media Private Limited)

Registered Office: A Wing, 19th Floor, One BKC, G Block, BKC, Bandra East, Mumbai – 400 051

CIN: U72300MH2011PLC221359 || Email: contact.in@saavn.com || Tel: +91-22-35662700

Transcript of Tenth Annual General Meeting of Saavn Media Limited held on Thursday, August 26, 2021 at 5:30 P.M. through Video Conferencing.

Mr. Rahul Sawale, Company Secretary:

Good Evening!

Dear Members, Directors, Auditors and others present at the meeting, I, Rahul Sawale, Company Secretary of the Company welcome all of you to the Meeting.

This meeting is conducted through video conference from the registered office of the Company (the deemed venue of the Meeting).

Mr. Anshuman Thakur, Mr. Arvind Tiwari, Ms. Jyoti Deshpande, Mr. Paramdeep Singh, Mr. Rishi Malhotra and Mr. Vinodh Bhat, Directors of the Company are present in the Meeting.

Mr. Akash Mukesh Ambani (Chairman) is unable to attend the meeting due to his preoccupation.

Representatives of the Statutory Auditor is also present.

Request, the Directors present to elect the Chairman for the meeting.

Mr. Anshuman Thakur:

I propose Mr. Arvind Tiwari as Chairman of the meeting.

Mr. Arvind Tiwari, Chairman:

It is 5:30 P.M. and time to start the Tenth Annual General Meeting of Saavn Media Limited.

I welcome all of you to the Tenth Annual General Meeting of the Company.

Considering the present Covid -19 pandemic, the Ministry of Corporate Affairs (MCA), in compliance with various circulars, permitted the holding of the Annual General Meeting ("Meeting") through Video Conference ("VC") / Other Audit Visual Means ("OAVM") without the physical presence of the Members at a common venue. Accordingly, the Meeting is being held through video-conference.

The Company has taken all feasible steps to ensure that the Members are provided an opportunity to participate in the Meeting and vote. The Company has provided adequate VC facility to the Members to participate in this Meeting and also vote.

Members / Representatives attending the meeting through VC would be considered for the purpose of quorum under Section 103 of the Companies Act, 2013.

Requisite quorum is present and therefore I call the meeting to the order.

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Authorization has been lodged with the Company for 653,027 equity shares representing 95.04 percent of the Company's equity share capital.

The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts with related party and companies and bodies corporate, etc. in which Directors are interested, the Auditor's Report of the Company for the year ended March 31, 2021 and documents referred in the notice convening this Meeting are available and will remain accessible to the Members for electronic inspection, if they so desire, till the conclusion of the Meeting.

The Company Secretary has confirmed that the Company has not received any query from the shareholders on the designated email address mentioned in the Notice calling the Meeting.

Dear Members,

Notice dated July 30, 2021 convening this Meeting, along with a copy of the Annual Report for the financial year ended March 31, 2021, has already been circulated to the Members of the Company electronically, pursuant to the MCA Circulars.

With your permission, I shall take the same as read.

The Auditor's Report on the financial statement of the Company for the financial year ended March 31, 2021 does not contain any qualification, reservation, adverse remark or disclaimer. Accordingly, the Report is not required to be read out, as provided in the Companies Act, 2013.

I now move the resolution for Item Number 1 of the Notice:

ITEM NO. 1: Consideration and adoption of the audited financial statement of the Company for the financial year ended March 31, 2021, the reports of the Board of Directors and Auditors thereon, by way of an ordinary resolution:

This item has to be transacted to ensure compliance with the provisions of Section 129(2) of the Companies Act, 2013.

May I request a shareholder to propose and another shareholder to second the same.

Sir, I, Jyoti Jain, member of the Company propose the resolution.

I, Arvind Tiwari, member of the Company second the resolution.

Mr. Arvind Tiwari, Chairman:

I request the Members to seek clarification, if any, pertaining to this item of business.
(None of the Members of the Company sought any clarification.)

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Thereafter, Mr. Arvind Tiwari, Chairman read the resolution:

“RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

Now I put the resolution to vote.

“Those in favor of the motion please raise your hand.”

“Those against the motion please raise your hand.”

Since the resolution was approved unanimously, I declare the resolution passed unanimously.

I now move the resolution for Item Number 2 of the Notice:

ITEM NO. 2: Appointment of Ms. Jyoti Deshpande as Director, who retires by rotation, by way of an ordinary resolution:

This item has to be transacted to ensure compliance with the provisions of Section 152(6) of the Companies Act, 2013.

May I request a shareholder to propose and another shareholder to second the same.

Sir, I, Anshuman Thakur, member of the Company propose the resolution.

Sir, I, Jyoti Jain, member of the Company second the resolution.

Mr. Arvind Tiwari, Chairman:

I request the Members to seek clarification, if any, pertaining to this item of business. (None of the Members of the Company sought any clarification.)

Thereafter, Mr. Arvind Tiwari, Chairman read the resolution:

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Ms. Jyoti Deshpande (DIN: 02303283), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company.”

Now I put the resolution to vote.

“Those in favor of the motion please raise your hand.”

“Those against the motion please raise your hand.”

Since the resolution was approved unanimously, I declare the resolution passed unanimously.

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I now move the resolution for Item Number 3 of the Notice:

ITEM NO. 3: Appointment of Mr. Paramdeep Singh as Director, who retires by rotation, by way of an ordinary resolution:

This item has to be transacted to ensure compliance with the provisions of Section 152(6) of the Companies Act, 2013.

May I request a shareholder to propose and another shareholder to second the same.

Sir, I, Jyoti Jain, member of the Company propose the resolution.

Sir, I, Anshuman Thakur, member of the Company second the resolution.

Mr. Arvind Tiwari, Chairman:

I request the Members to seek clarification, if any, pertaining to this item of business.
(None of the Members of the Company sought any clarification.)

Thereafter, Mr. Arvind Tiwari, Chairman read the resolution:

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Paramdeep Singh (DIN: 03579758), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company.”

Now I put the resolution to vote.

“Those in favor of the motion please raise your hand.”

“Those against the motion please raise your hand.”

Since the resolution was approved unanimously, I declare the resolution passed unanimously.

I now move the resolution for Item Number 4 of the Notice:

ITEM NO. 4: Appointment of Mr. Vinodh Bhat as Director, who retires by rotation, by way of an ordinary resolution:

This item has to be transacted to ensure compliance with the provisions of Section 152 (6) of the Companies Act, 2013.

May I request a shareholder to propose and another shareholder to second the same.

Sir, I, Jyoti Jain, member of the Company propose the resolution.

Sir, I, Anshuman Thakur, member of the Company second the resolution.

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Mr. Arvind Tiwari, Chairman:

I request the Members to seek clarification, if any, pertaining to this item of business.
(None of the Members of the Company sought any clarification.)

Thereafter, Mr. Arvind Tiwari, Chairman read the resolution:

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Vinodh Bhat (DIN: 08093958), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company.”

Now I put the resolution to vote.

“Those in favor of the motion please raise your hand.”

“Those against the motion please raise your hand.”

Since the resolution was approved unanimously, I declare the resolution passed unanimously.

I announce that all the business set out in the Notice of this meeting had been considered and the meeting stands closed.

Thank you.

I, Jyoti Jain, member of the Company propose a vote of thanks to the Chairman.

Thank you.

Mr. Arvind Tiwari, Chairman: Thank you Mr. Jain.

The meeting concluded at 5:45 P.M.