



SUN TV NETWORK LIMITED

Murasoli Maran Towers, 73, MRC Nagar Main Road, MRC Nagar, Chennai - 600 028, India.
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Website: www.suntv.in CIN.: L22110TN1985PLC012491

September 7, 2018

National Stock Exchange of India Limited
Exchange Plaza Bandra - Reclamation,
BandraKurla Complex, Bandra East,
Mumbai - 400 051

Sir,

Sub: Proceedings of 33rd Annual General Meeting

Symbol: SUNTV, Series: EQ

Ref: Disclosure under Regulation 30 & 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform that the 33rd Annual General Meeting of the Company held on Friday, September 7, 2018 (commenced at 10.00 a.m. and concluded at 11.15 a.m.) at Kalaignar Arangam, Anna Arivalayam, 367/369, Anna Salai, Teynampet, Chennai - 600 018 passed all the resolutions as specified below with requisite majority:

1. Adoption of financial statements as at March 31, 2018 including the Audited Balance Sheet as at March 31, 2018 and Statement of Profit & Loss for the financial year ended on that date together with the Reports of Directors and Auditors thereon.
2. Confirmation of Interim Dividend already paid, as final dividend for the financial year 2017-18.
3. Re-appointment of Mr. K. Vijaykumar as Director of the Company, who retires by rotation.
4. Ratification of Remuneration of Cost Auditor for the financial year 2018-19.

Copy of the Scrutinizer's report along with requisite particulars of E-Voting results as per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed for your information and record.

Thanking you,

For Sun TV Network Limited

R. Ravi
Company Secretary &
Compliance Officer

Encl: as above

	SUN TV NETWORK LIMITED
Date of the AGM/EGM	07-09-2018
Total number of shareholders on record date	40336
No. of shareholders present in the meeting either in person or through Promoters and Promoter Group:	1
Public:	4479
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2018 together with the Report of the Board of Directors and Auditors thereon.							
group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes - in favour (4)	No. of Votes - against (5)	favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	29,55,63,457	29,55,63,457	100.0000	29,55,63,457	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		29,55,63,457	100.0000	29,55,63,457	0	100.0000	0.0000
Public- Institutions	E-Voting	6,49,21,283	4,40,79,615	67.8970	4,40,79,615	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		4,40,79,615	67.897	4,40,79,615	0	100.0000	0.0000
Public- Non Institutions	E-Voting	3,35,99,880	1,71,58,955	51.0685	1,71,58,954	1	99.9999	0.0000
	Poll		137	0.0004	137	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,71,59,092	51.0689	1,71,59,091	1	100.0000	0.0000
Total		39,40,84,620	35,68,02,164	90.5395	35,68,02,163	1	100.0000	0.0000

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Confirmation of Interim Dividend already paid, as final dividend for the financial year ended March 31, 2018							
group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes - in favour (4)	No. of Votes - against (5)	favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	29,55,63,457	29,55,63,457	100.0000	29,55,63,457	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		29,55,63,457	100.0000	29,55,63,457	0	100.0000	0.0000
Public- Institutions	E-Voting	6,49,21,283	5,15,80,411	79.4507	5,15,80,411	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5,15,80,411	79.4507	5,15,80,411	0	100.0000	0.0000
Public- Non Institutions	E-Voting	3,35,99,880	1,71,58,955	51.0685	1,71,58,904	51	99.9997	0.0002
	Poll		137	0.0004	137	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,71,59,092	51.0689	1,71,59,041	51	99.9997	0.0003
Total		39,40,84,620	36,43,02,960	92.4428	36,43,02,909	51	100.0000	0.0000



Resolution No.	3							
Resolution required: (Ordinary/Special)	ORDINARY - To appoint a Director in the place of Mr. K. Vijaykumar (DIN 03578076) who retires by rotation and being eligible, offers himself for re-appointment.							
group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes – in favour (4)	No. of Votes – against (5)	favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	29,55,63,457	29,55,63,457	100.0000	29,55,63,457	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		29,55,63,457	100.0000	29,55,63,457	0	100.0000	0.0000
Public-Institutions	E-Voting	6,49,21,283	5,15,80,411	79.4507	5,15,80,411	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5,15,80,411	79.4507	5,15,80,411	0	100.0000	0.0000
Public- Non Institutions	E-Voting	3,35,99,880	1,60,73,898	47.8392	1,60,73,827	71	99.9995	0.0004
	Poll		137	0.0004	137	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,60,74,035	47.8396	1,60,73,964	71	99.9996	0.0004
Total		39,40,84,620	36,32,17,903	92.1675	36,32,17,832	71	100.0000	0.0000

Resolution No.	4							
Resolution required: (Ordinary/Special)	ORDINARY - Ratification of remuneration of the Cost Auditor for the financial year ending March 31, 2019.							
group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes – in favour (4)	No. of Votes – against (5)	favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	29,55,63,457	29,55,63,457	100.0000	29,55,63,457	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		29,55,63,457	100.0000	29,55,63,457	0	100.0000	0.0000
Public-Institutions	E-Voting	6,49,21,283	5,15,80,411	79.4507	5,15,80,411	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		5,15,80,411	79.4507	5,15,80,411	0	100.0000	0.0000
Public- Non Institutions	E-Voting	3,35,99,880	1,71,58,945	51.0685	1,71,58,824	121	99.9992	0.0007
	Poll		137	0.0004	137	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,71,59,082	51.0689	1,71,58,961	121	99.9993	0.0007
Total		39,40,84,620	36,43,02,950	92.4428	36,43,02,829	121	100.0000	0.0000



Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of 33rd Annual General Meeting of the Shareholders of M/s. Sun TV Network Limited held on 7th September, 2018 at 10 A.M at Kalaignar Arangam, Anna Arivalayam, 367/369, Anna Salai, Teynampet, Chennai – 600 018.

Dear Sir,

1. I, Lakshmi Subramanian, a Practising Company Secretary, have been appointed as a scrutinizer by the board of Directors of M/s. Sun TV Network Limited (The Company) for the purpose of
 - (i) Scrutinizing the E-voting process (Remote e-voting) under the provisions of section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended (Rules) and,
 - (ii) Poll under the provisions of section 109 of the Companies Act, 2013 read with Rule 21 of the rules, on the resolutions contained in the notice to the 33rd Annual General Meeting of the Shareholders of M/s. Sun TV Network Limited held on 7th September, 2018 at 10 A.M at Kalaignar Arangam, Anna Arivalayam, 367/369, Anna Salai, Teynampet, Chennai – 600 018.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. by remote e-voting and voting by poll at the AGM) for the resolutions contained in the notice to the 33rd Annual General Meeting (AGM) of the Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting and poll at the AGM) is restricted to make a consolidated Scrutinizer's report of the votes cast; in favour or against the resolution based on the reports generated from the e-voting system provided by M/s. Karvy Computershare Private Limited, the agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting) and the Physical Ballot voting data compiled, generated and provided by the same.

2. I have issued separate Scrutinizer's Report dated 7th September, 2018 on the remote e-voting through electronic system and on the poll on the resolutions contained in the notice to the AGM. I submit herewith my consolidated scrutinizer's report on the results of voting through electronic means (i.e. by remote e-voting and poll at the AGM) as follows:



1-To receive, consider and adopt the Financial Statements of the Company prepared under Indian Accounting Standards(Ind-AS) as on a Standalone and Consolidated basis, for the financial year ended 31st March, 2018 and the Reports of the Board of Directors (the Board) and Auditors thereon

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	248	364418309
Total Number of Ballot Papers Received (Physical Voting)	9	165
Invalid Votes:		
E-voting	Nil	Nil
Physical Voting	1	15
Abstained voting including partial voting (E-voting)	18	7608796
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	229	356802026
Number of valid votes cast in favour of the Resolution (Physical Voting)	8	137
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	1	1
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.99%	

Result: The above resolution requiring requisite majority for passing as an Ordinary Resolution was received.



2- To confirm the Interim Dividends of Rs. 2.50/- per Equity share(50%) of face value of Rs.5 each declared on August 11, 2017, November 10, 2017, February 9, 2018, March 12, 2018 already paid, as final Dividend for the financial year ended March 31, 2018.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	248	364418309
Total Number of Ballot Papers Received (Physical Voting)	9	165
Invalid Votes:		
E-voting	Nil	Nil
Physical Voting	1	15
Abstained voting including partial voting (E-voting)	1	108000
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	245	364302772
Number of valid votes cast in favour of the Resolution (Physical Voting)	8	137
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	2	51
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.99%	

Result: The above resolution requiring requisite majority for passing as an Ordinary Resolution was received.



3- To appoint a Director in place of Mr. Vijaykumar (DIN:03578076) who retires by rotation, and being eligible, offers himself for reappointment.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	248	364418309
Total Number of Ballot Papers Received (Physical Voting)	9	165
Invalid Votes:		
E-voting	Nil	Nil
Physical Voting	1	15
Abstained voting including partial voting (E-voting)	5	1193057
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	240	363217695
Number of valid votes cast in favour of the Resolution (Physical Voting)	8	137
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	3	71
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.99%	

Result: The above resolution requiring requisite majority for passing as an Ordinary Resolution was received.



SPECIAL BUSINESS

4- Ratification the remuneration of Rs. 2,20,000/- (Rupees Two Lakh Twenty And Thousand Only) plus applicable taxes and out of pocket expenses payable to M/s. S. Sundar & Associates, Cost Accountants, [Registration No: 101188] for conducting the audit of cost records of the company for the financial year ending March 31, 2019.”

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	248	364418309
Total Number of Ballot Papers Received (Physical Voting)	9	165
Invalid Votes:		
E-voting	Nil	Nil
Physical Voting	1	15
Abstained voting including partial voting (E-voting)	2	108010
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	242	364302692
Number of valid votes cast in favour of the Resolution (Physical Voting)	8	137
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	4	121
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.99%	

Result: The above resolution requiring requisite majority for passing as an Ordinary Resolution was received.

Therefore I am forwarding the consolidated voting results casted through E-voting and Poll for the 33rd Annual General Meeting of the Shareholders of M/s. Sun TV Network Limited held on 7th September, 2018 at 10 A.M at Kalaignar Arangam, Anna Arivalayam, 367/369, Anna Salai, Teynampet, Chennai – 600 018.

For and on Behalf of Lakshmmi Subramanian & Associates


Lakshmmi Subramanian
Scrutinizer
Date: 07.09.2018