entertainment network (India) limited

Corporate Office: Trade Gardens, Ground Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel (West), Mumbai 400 013, India. Tel: 022 6753 6983. Fax: 022 6753 6800

August 31, 2017

BSE Limited, Rotunda Building, P. J. Towers, Dalal Street, Fort, Mumbai: 400 001.	**National Stock Exchange of India Limited,** Exchange Plaza, Bandra Kurla Complex, Bandra- (East), Mumbai – 400 051.

BSE Scrip Code: 532700/ Symbol: ENIL: Reg. 44 Voting results of 18th AGM

Dear Sir/Madam,

As per Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and all other applicable provisions of the Companies Act, 2013, the Company had provided to its members the facility to cast their votes by electronic means on all the resolutions as stated in the 18th Annual General Meeting (AGM). Since voting by show of hands was not permissible as per the Companies Act, 2013, at the 18th AGM the Chairman ordered for a poll for the voting on all the resolutions and voting was conducted by means of poll. As per the Companies Act, 2013, Members who had already voted through Remote E-voting, did not vote on Poll at the 18th AGM.

The Board of Directors had appointed Mr. Hemanshu Kapadia, Practicing Company Secretary (Membership No: F3477) - proprietor of M/s. Hemanshu Kapadia & Associates, as a Scrutinizer to scrutinize the Remote E-voting process in a fair and transparent manner. The Chairman appointed Mr. Hemanshu Kapadia, Practicing Company Secretary (Membership No: F3477) - proprietor of M/s. Hemanshu Kapadia & Associates, and Mr. Vipin Mehta, Member of the Company as the Scrutinizers to conduct the Poll process at the 18th AGM in a fair and transparent manner.

The Scrutinizer issued separate Scrutinizer's Report on the Remote E-voting. The Scrutinizers issued separate Scrutinizers' Report on the poll taken on all the resolutions contained in the notice of the 18th AGM of the Company. The Scrutinizers also submitted the combined report on the result of Remote E-voting together with that of Poll. Reports of Scrutinizers were furnished on August 31, 2017.

Mode of voting for all the resolutions at the 18th AGM: Remote E-voting was conducted between August 25, 2017 and August 29, 2017 and poll was taken at the AGM.

Pursuant to the Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['Listing Regulations'], please find attached herewith the voting results of the 18th Annual General Meeting (AGM) of the Company held on August 30, 2017.

entertainment network (India) limited

Corporate Office: Trade Gardens, Ground Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel (West), Mumbai 400 013, India. Tel: 022 6753 6983. Fax: 022 6753 6800

As per the consolidated Report of the Scrutinizer(s), all the resolutions as set out in the Notice of 18th AGM have been duly approved by the Members of the Company with requisite majority.

Resolution No.	Brief description of resolutions (Kindly refer to the AGM notice for complete resolutions)	Outcome of voting
1	Ordinary Resolution: Adoption of the audited financial statements of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon.	Approved with requisite majority
2	Ordinary Resolution: Adoption of the audited consolidated financial statements of the Company for the financial year ended March 31, 2017 and the Report of the Auditors thereon.	Approved with requisite majority
3	Ordinary Resolution: To declare dividend on equity shares.	Approved with requisite majority
4	Ordinary Resolution: Re-appointment of Mr. Prashant Panday (DIN: 02747925), as a Director, liable to retire by rotation.	Approved with requisite majority
5	Ordinary Resolution: Ratification of appointment of S. R. Batliboi & Associates LLP, Chartered Accountants (ICAI Firm Registration number - 101049W/ E300004), as the Auditors of the Company and to authorize the Board of Directors to fix their remuneration.	Approved with requisite majority
6	Ordinary Resolution: Ratification of remuneration payable to the Cost Auditors, M/s. R. Nanabhoy & Co., Cost Accountants (Firm registration number-00010).	Approved with requisite majority
7	Special Resolution: Issue of non- convertible debentures, bonds, debt securities, etc. on private placement basis.	Approved with requisite majority

Please also find herewith the following:

entertainment network (India) limited

Corporate Office: Trade Gardens, Ground Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel (West), Mumbai 400 013, India. Tel: 022 6753 6983. Fax: 022 6753 6800

- Voting results as per the Regulation 44 of the Listing Regulations [voting results is combined result of Remote E-voting (Section 108 of the Companies Act, 2013) and Poll (Section 109 of the Companies Act, 2013)].
- Scrutinizers' reports on the electronic voting and voting on poll at the 18th AGM along with the consolidated report on voting.

In the aforesaid results and reports, brief description of resolutions has been given.

Kindly refer to the AGM notice for the complete resolutions. In the event of any query, kindly feel free to call Mehul Shah on 9819701671.

Yours truly,
For Entertainment Network (India) Limited



Vineet Jain
Chairman [DIN-00003962]

Encl: as above

ENTERTAINMENT NETWORK (INDIA) LIMITED
CIN: L92140MH1999PLC120516

Outcome of the 18th AGM

Sl.No.	Description					
A	Date of the AGM			30-Aug-17		
B	Book closure date			August 24, 2017 to August 30, 2017 (both days inclusive). The cut-off date (record date) for the purpose of voting was August 23, 2017		
C	Total number of shareholders on record date			13470		
D	No. of Shareholders present in the meeting either in person or through proxy			46		
	Shareholders	Present in person	Present through proxy	Total	Shares	% to paid-up capital
	Promoters and Promoter group	1	0	1	33918400	71.15
	Public	45	0	45	1178859	2.47
	Total	**46**	**0**	**46**	**35097259**	**73.62**
E	No. of shareholders attended the meeting through Video conferencing			No video conferencing facility was made available.		

Total paid up capital 47670415

For Entertainment Network (India) Limited



Vineet Jain
Chairman
[DIN-00003962]
Place: Mumbai
Dated: August 31, 2017

Ordinary Resolution Number: 1	Ordinary Resolution regarding adoption of the audited financial statements of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon.

Category	Mode of voting	No. of shares held	No. of votes polled *	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting		0	0.00	0	0	0.00	0.00
	Poll		33918400	100.00	33918400	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	33918400	33918400	100.00	33918400	0	100.00	0.00
Public – Institutions	E-voting		6106842	64.44	6106842	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	9476327	6106842	64.44	6106842	0	100.00	0.00
Public – Non Institutions	E-voting		202469	4.74	202469	0	100.00	0.00
	Poll		22810	0.53	22810	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	4275688	225279	5.27	225279	0	100.00	0.00
Total		**47670415**	**40250521**	**84.44**	**40250521**	**0**	**100.00**	**0.00**

* valid votes

Ordinary Resolution Number: 2	Ordinary Resolution regarding adoption of the audited consolidated financial statements of the Company for the financial year ended March 31, 2017 and the Report of the Auditors thereon.

Category	Mode of voting	No. of shares held	No. of votes polled *	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting		0	0.00	0	0	0.00	0.00
	Poll		33918400	100.00	33918400	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	33918400	33918400	100.00	33918400	0	100.00	0.00
Public – Institutions	E-voting		6106842	64.44	6106842		100.00	0.00
	Poll		0	0.00	0		0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	9476327	6106842	64.44	6106842	0	100.00	0.00
Public – Non Institutions	E-voting		202469	4.74	202469		100.00	0.00
	Poll		22810	0.53	22810		100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	4275688	225279	5.27	225279	0	100.00	0.00
Total		**47670415**	**40250521**	**84.44**	**40250521**	**0**	**100.00**	**0.00**

* valid votes

Ordinary Resolution Number: 3	Ordinary Resolution regarding declaring dividend on equity shares.

Category	Mode of voting	No. of shares held	No. of votes polled *	% of Votes Polled on outstanding shares		No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)		(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100				(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting		0	0.00		0	0	0.00	0.00
	Poll		33918400	100.00		33918400	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00		0	0	0.00	0.00
	Total	33918400	33918400	100.00		33918400	0	100.00	0.00
Public – Institutions	E-voting		6106842	64.44		6106842		100.00	0.00
	Poll		0	0.00		0		0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00		0	0	0.00	0.00
	Total	9476327	6106842	64.44		6106842	0	100.00	0.00
Public – Non Institutions	E-voting		202469	4.74		202469		100.00	0.00
	Poll		22810	0.53		22810		100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00		0	0	0.00	0.00
	Total	4275688	225279	5.27		225279	0	100.00	0.00
Total		**47670415**	**40250521**	**84.44**		**40250521**	**0**	**100.00**	**0.00**

* valid votes

Ordinary Resolution Number: 4	Ordinary Resolution regarding re-appointment of Mr. Prashant Panday (DIN: 02747925) as a Director, liable to retire by rotation.

Category	Mode of voting	No. of shares held	No. of votes polled *	% of Votes Polled on outstanding shares		No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)		(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100				(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting		0	0.00		0	0	0.00	0.00
	Poll		33918400	100.00		33918400	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00		0	0	0.00	0.00
	Total	33918400	33918400	100.00		33918400	0	100.00	0.00
Public – Institutions	E-voting		6106842	64.44		6106842		100.00	0.00
	Poll		0	0.00		0		0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00		0	0	0.00	0.00
	Total	9476327	6106842	64.44		6106842	0	100.00	0.00
Public – Non Institutions	E-voting		202469	4.74		202469		100.00	0.00
	Poll		22810	0.53		22810		100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00		0	0	0.00	0.00
	Total	4275688	225279	5.27		225279	0	100.00	0.00
Total		**47670415**	**40250521**	**84.44**		**40250521**	**0**	**100.00**	**0.00**

* valid votes

Ordinary Resolution Number: 5	Ordinary Resolution regarding ratification of appointment of S. R. Batliboi & Associates LLP, Chartered Accountants (ICAI Firm Registration number - 101049W/ E300004), as the Auditors of the Company and to authorize the Board of Directors to fix their remuneration.

Category	Mode of voting	No. of shares held	No. of votes polled *	% of Votes Polled on outstanding shares		No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)		(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100				(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting		0	0.00		0	0	0.00	0.00
	Poll		33918400	100.00		33918400	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00		0	0	0.00	0.00
	Total	33918400	33918400	100.00		33918400	0	100.00	0.00
Public – Institutions	E-voting		6106842	64.44		6106842		100.00	0.00
	Poll		0	0.00		0		0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00		0	0	0.00	0.00
	Total	9476327	6106842	64.44		6106842	0	100.00	0.00
Public – Non Institutions	E-voting		202469	4.74		202469		100.00	0.00
	Poll		22810	0.53		22810		100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00		0	0	0.00	0.00
	Total	4275688	225279	5.27		225279	0	100.00	0.00
Total		**47670415**	**40250521**	**84.44**		**40250521**	**0**	**100.00**	**0.00**

* valid votes

Ordinary Resolution Number: 6	Ordinary Resolution regarding ratification of remuneration payable to the Cost Auditors, M/s. R. Nanabhoy & Co., Cost Accountants (Firm registration number- 00010).

Category	Mode of voting	No. of shares held	No. of votes polled *	% of Votes Polled on outstanding shares		No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)		(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100				(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting		0	0.00		0	0	0.00	0.00
	Poll		33918400	100.00		33918400	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00		0	0	0.00	0.00
	Total	33918400	33918400	100.00		33918400	0	100.00	0.00
Public – Institutions	E-voting		6106842	64.44		6106842		100.00	0.00
	Poll		0	0.00		0		0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00		0	0	0.00	0.00
	Total	9476327	6106842	64.44		6106842	0	100.00	0.00
Public – Non Institutions	E-voting		202469	4.74		202469		100.00	0.00
	Poll		22809	0.53		22809		100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00		0	0	0.00	0.00
	Total	4275688	225278	5.27		225278	0	100.00	0.00
Total		**47670415**	**40250520**	**84.44**		**40250520**	**0**	**100.00**	**0.00**

* valid votes

Special Resolution Number: 7	Special Resolution regarding issue of non- convertible debentures, bonds, debt securities, etc. on private placement basis.

Category	Mode of voting	No. of shares held	No. of votes polled *	% of Votes Polled on outstanding shares		No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)		(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100				(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting		0	0.00		0	0	0.00	0.00
	Poll		33918400	100.00		33918400	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00		0	0	0.00	0.00
	Total	33918400	33918400	100.00		33918400	0	100.00	0.00
Public – Institutions	E-voting		6106842	64.44		6106842		100.00	0.00
	Poll		0	0.00		0		0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00		0	0	0.00	0.00
	Total	9476327	6106842	64.44		6106842	0	100.00	0.00
Public – Non Institutions	E-voting		202469	4.74		202469		100.00	0.00
	Poll		22809	0.53		22809		100.00	0.00
	Postal Ballot (if applicable)	0	0	0.00		0	0	0.00	0.00
	Total	4275688	225278	5.27		225278	0	100.00	0.00
Total		**47670415**	**40250520**	**84.44**		**40250520**	**0**	**100.00**	**0.00**

* valid votes

For Entertainment Network (India) Limited



Vineet Jain
Chairman
[DIN-00003962]

Place: Mumbai
Dated: August 31, 2017

HEMANSHU KAPADIA & ASSOCIATES
COMPANY SECRETARIES
Office No. 12, 14th Floor, Navjivan Society, Building No.3
Lamington Road, Mumbai-400 008
Tel 6631 0888/6631 4830
E-mail: hemanshu@hkacs.com
Website: hkacs.com

SCRUTINIZER'S REPORT ON E-VOTING

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and the Secretarial Standard - 2 (SS-2) on General Meetings issued by the Institute of Company Secretaries of India]

To,

The Chairman of the 18th Annual General Meeting of the Equity Shareholders of **Entertainment Network (India) Limited** [CIN: L92140MH1999PLC120516] ('the Company') held on Wednesday, the 30th day of August, 2017 at 3.00 p.m. at Hall of Culture, Ground Floor, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai – 400018.

Dear Sir,

1. I, Hemanshu Kapadia, Practicing Company Secretary (C.P. No.: 2285, Membership No.: F3477), Proprietor of M/s. Hemanshu Kapadia & Associates, Mumbai, have been appointed by the Board of Directors of **Entertainment Network (India) Limited** ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 ('the Rules'), Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the resolutions provided in the notice to the 18th Annual General Meeting (AGM) of the Members of the Company, held on Wednesday, the 30th day of August, 2017 at 3.00 p.m. at Hall of Culture, Ground Floor, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400018, Maharashtra, India.

2. The Management of the Company is responsible to ensure compliance with the requirements of the Act and the Rules relating to voting through electronic means on the resolutions provided in the Notice to the 18th AGM of the Members of the Company. My responsibility as the Scrutinizer for the remote e-voting process is restricted to prepare a Scrutinizer's report of the votes cast 'in favour' or 'against' the resolutions stated above, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited ('KCPL'/'Karvy'/'Service Provider'/'R & TA'), the authorized agency to provide remote e-voting facilities and engaged by the Company.

3. Further to the above, I submit my report as under:-

i. The remote e-voting period remained open from Friday, the 25th day of August, 2017, 9.00 a.m. (IST) to Tuesday, the 29th day of August, 2017, 5.00 p.m. (IST).

HEMANSHU KAPADIA & ASSOCIATES ★ C. P. No. 2285 ★ COMPANY SECRETARIES

ii. The Members of the Company as on the 'cut-off' date (record date) for the purpose of e-voting i.e. Wednesday, the 23rd day of August, 2017 were entitled to vote on the resolutions (Item nos. 1 to 7 as set out in the notice of the 18th AGM of the Company).

iii. The E-voting platform was blocked on Tuesday, the 29th day of August, 2017 after 5.00 p.m. (IST) and the votes cast were unblocked on Wednesday, the 30th day of August, 2017 in the presence of two witnesses, Ms. Chetali Jain and Ms. Kalika Dabholkar, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

C. C. Jain

Name: Chetali Jain

K Dabholkar

Name: Kalika Dabholkar

iv. Thereafter, the details containing inter alia, list of Equity Shareholders, who voted 'in favour' or 'against' each of the resolutions that were put to vote at the 18th AGM of the Company, were generated from the e-voting website of Karvy i.e. https://evoting.karvy.com and based on such reports generated, the result of the e-voting is annexed herewith and is part of this Report.

Thanking you,

H. Kapadia

Hemanshu Kapadia
Scrutinizer
Practicing Company Secretary
C.P. No.: 2285
Membership No.: F3477

HEMANSHU KAPADIA & ASSOCIATES
C. P. No. 2285
COMPANY SECRETARIES

Date: August 31, 2017
Place: Mumbai

Encl.: Result of e-voting

Acknowledge receipt of the same

For **Entertainment Network (India) Limited,**

Vineet Jain

Vineet Jain
(DIN: 00003962)
Chairman and Non-Executive Director of 18th AGM of Entertainment Network (India) Limited

Date: August 31, 2017
Place: Mumbai

Ordinary Resolution Number: 1	Ordinary Resolution regarding adoption of the audited financial statements of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
33	6309311	100.00

(ii) Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid *	Total number of votes cast by them.
1	53

* includes members who abstained from voting

Ordinary Resolution Number: 2	Ordinary Resolution regarding adoption of the audited consolidated financial statements of the Company for the financial year ended March 31, 2017 and the Report of the Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
33	6309311	100.00

(ii) Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid *	Total number of votes cast by them.
1	53

* includes members who abstained from voting

HEMANSHU KAPADIA & ASSOCIATES ★ COMPANY SECRETARIES ★ C. P. No. 2285

Ordinary Resolution Number: 3	Ordinary Resolution regarding declaring dividend on equity shares.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
33	6309311	100.00

(ii) Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid *	Total number of votes cast by them.
1	53

* includes members who abstained from voting

Ordinary Resolution Number: 4	Ordinary Resolution regarding re-appointment of Mr. Prashant Panday (DIN: 02747925) as a Director, liable to retire by rotation.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
33	6309311	100.00

(ii) Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid *	Total number of votes cast by them.
1	53

* includes members who abstained from voting

HEMANSHU KAPADIA & ASSOCIATES ★ COMPANY SECRETARIES ★ C. P. No. 2285

Ordinary Resolution Number: 5	Ordinary Resolution regarding ratification of appointment of S. R. Batliboi & Associates LLP, Chartered Accountants (ICAI Firm Registration number - 101049W/ E300004), as the Auditors of the Company and to authorize the Board of Directors to fix their remuneration.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
33	6309311	100.00

(ii) Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid *	Total number of votes cast by them.
1	53

* includes members who abstained from voting

Ordinary Resolution Number: 6	Ordinary Resolution regarding ratification of remuneration payable to the Cost Auditors, M/s. R. Nanabhoy & Co., Cost Accountants (Firm registration number- 00010).

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
33	6309311	100.00

(ii) Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid *	Total number of votes cast by them.
1	53

* includes members who abstained from voting

HEMANSHU KAPADIA & ASSOCIATES ★ COMPANY SECRETARIES ★ C. P. No. 2285

Special Resolution Number: 7	Special Resolution regarding issue of non- convertible debentures, bonds, debt securities, etc. on private placement basis.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
33	6309311	100.00

(ii) Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid *	Total number of votes cast by them.
1	53

* includes members who abstained from voting

Thanking you,

Yours faithfully,

HEMANSHU KAPADIA & ASSOCIATES * COMPANY SECRETARIES * C. P. No. 2285

Hemanshu Kapadia

Scrutinizer
Practising Company Secretary
Membership No: F3477
Place: Mumbai
Dated: August 31, 2017

For Entertainment Network (India) Limited
Chairman
Vineet Jain
[DIN-00003962]

Place: Mumbai
Dated: August 31, 2017

FORM MGT-13

SCRUTINIZERS' REPORT (ON POLL AT AGM)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the 18th Annual General Meeting of the Equity Shareholders of **Entertainment Network (India) Limited** [CIN: L92140MH1999PLC120516] ('the Company') held on Wednesday, the 30th day of August, 2017 at 3.00 p.m. at Hall of Culture, Ground Floor, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400018

Dear Sir,

We, Hemanshu Kapadia, Practicing Company Secretary (C.P. No.: 2285, Membership No.: F3477), Proprietor of M/s. Hemanshu Kapadia& Associates, Mumbai and Vipin Mehta, Member of the **Entertainment Network (India) Limited ('the Company')** having DP-Client Id IN303028 67124112, were appointed as the Scrutinizers by the Chairman of the 18th Annual General Meeting (AGM) of the Company for the purpose of the poll taken on the resolutions mentioned in the notice of the 18th (AGM) of the Company, at the said AGM of the Equity Shareholders of the Company held on Wednesday, the 30th day of August, 2017, at 3.00 p.m. at Hall of Culture, Ground Floor, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai – 400018.

We submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in our presence with due identification marks placed by us.

2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized, serially numbered and initialled by us. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and the authorizations/proxies lodged with the Company.

3. There were 25 poll papers representing 3,39,41,210 (Three Crores Thirty Nine Lakhs Forty One Thousand Two Hundred Ten) equity shares. We did not find any invalid poll paper.

4. The result of the Poll is annexed herewith and forming part of this Report. In the said annexure, brief description of resolutions has been given. Kindly refer to the notice of the 18th AGM for the complete resolutions.

5. A Compact Disc (CD) containing a list of equity shareholders who voted 'In Favour' and 'Against' is enclosed.

HEMANSHU KAPADIA & ASSOCIATES ★ COMPANY SECRETARIES ★ C. P. No. 2285

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

Thanking you,

Yours faithfully,

HEMANSHU KAPADIA & ASSOCIATES * COMPANY SECRETARIES * C. P. No. 2285

Hemanshu Kapadia
Practicing Company Secretary
Scrutinizer
C.P. No.: 2285; Mem. No.: F3477

Date: August 31, 2017
Place: Mumbai

Vipin Mehta
Member
Scrutinizer
DP-Client Id IN303028 67124112

Date: August 31, 2017
Place: Mumbai

Encl.: Result of the poll

Acknowledge receipt of the same

For **Entertainment Network (India) Limited,**

Vineet Jain
(DIN: 00003962)
Chairman and Non-Executive Director of the 18th AGM of Entertainment Network (India) Limited

Date: August 31, 2017
Place: Mumbai

Ordinary Resolution Number: 1	Ordinary Resolution regarding adoption of the audited financial statements of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	33941210	100.00

(ii) Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid *	Total number of votes cast by them.
0	0

* includes members who abstained from voting

Ordinary Resolution Number: 2	Ordinary Resolution regarding adoption of the audited consolidated financial statements of the Company for the financial year ended March 31, 2017 and the Report of the Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	33941210	100.00

(ii) Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid *	Total number of votes cast by them.
0	0

* includes members who abstained from voting

HEMANSHU KAPADIA & ASSOCIATES ★ COMPANY SECRETARIES ★ C. P. No. 2285

Ordinary Resolution Number: 3	Ordinary Resolution regarding declaring dividend on equity shares.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	33941210	100.00

(ii) Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid *	Total number of votes cast by them.
0	0

* includes members who abstained from voting

Ordinary Resolution Number: 4	Ordinary Resolution regarding re-appointment of Mr. Prashant Panday (DIN: 02747925) as a Director, liable to retire by rotation.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	33941210	100.00

(ii) Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid *	Total number of votes cast by them.
0	0

* includes members who abstained from voting

HEMANSHU KAPADIA & ASSOCIATES ★ COMPANY SECRETARIES ★ C. P. No. 2285

Ordinary Resolution Number: 5	Ordinary Resolution regarding ratification of appointment of S. R. Batliboi & Associates LLP, Chartered Accountants (ICAI Firm Registration number - 101049W/ E300004), as the Auditors of the Company and to authorize the Board of Directors to fix their remuneration.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	33941210	100.00

(ii) Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid *	Total number of votes cast by them.
0	0

* includes members who abstained from voting

Ordinary Resolution Number: 6	Ordinary Resolution regarding ratification of remuneration payable to the Cost Auditors, M/s. R. Nanabhoy & Co., Cost Accountants (Firm registration number- 00010).

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
24	33941209	100.00

(ii) Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid *	Total number of votes cast by them.
1	1

* includes members who abstained from voting

HEMANSHU KAPADIA & ASSOCIATES ★ COMPANY SECRETARIES ★ C. P. No. 2285

Special Resolution Number: 7	Special Resolution regarding issue of non- convertible debentures, bonds, debt securities, etc. on private placement basis.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
24	33941209	100.00

(ii) Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid *	Total number of votes cast by them.
1	1

* includes members who abstained from voting

Thanking you,

Yours faithfully,

HEMANSHU KAPADIA & ASSOCIATES C. P. No. 2285 COMPANY SECRETARIES

Hemanshu Kapadia
Scrutinizer
Practising Company Secretary
Membership No: F3477
Place: Mumbai
Dated: August 31, 2017

Vipin Mehta
Scrutinizer
Member of the Company
DP-Client ID: IN303028 67124112
Place: Mumbai
Dated: August 31, 2017

For Entertainment Network (India) Limited

Vineet Jain
Chairman
[DIN-00003962]
Place: Mumbai
Dated: August 31, 2017

Scrutinizers' Report- Combined

Consolidated Report of Scrutinizers' on remote e-voting and voting by poll at the 18th Annual General Meeting)

[Pursuant to Sections 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Company (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and the Secretarial Standard - 2 (SS-2) on General Meetings issued by the Institute of Company Secretaries of India]

To,

The Chairman of the 18th Annual General Meeting of the Equity Shareholders of **Entertainment Network (India) Limited** [CIN: L92140MH1999PLC120516] ('the Company') held on Wednesday, the 30th day of August, 2017 at 3.00 p.m. at Hall of Culture, Ground Floor, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400018.

Dear Sir,

Re: Scrutinizers' Report on remote e-voting and voting by poll in terms of provisions of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, Secretarial Standard - 2 (SS - 2) on General Meetings issued by the Institute of Company Secretaries of India and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 18th Annual General Meeting of Entertainment Network (India) Limited held on Wednesday, the 30th day of August, 2017 at 3.00 p.m.

1. I, Hemanshu Kapadia, Practicing Company Secretary (C.P. No.: 2285, Membership No.: F3477), Proprietor of M/s. Hemanshu Kapadia & Associates, Mumbai, have been appointed as a Scrutinizer by the Board of Directors of **Entertainment Network (India) Limited** ('the Company') for the purpose of scrutinizing the remote e-voting process pursuant to the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 ('the Rules'), the Secretarial Standard– 2 (SS - 2) on General Meetings issued by the Institute of Company Secretaries of India and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

2. The Company had availed the remote e-voting facility provided by Karvy Computershare Private Limited ['KCPL'/'Karvy'/'Service Provider'/'R & TA') for conducting the remote e-voting by the Members of the Company. The remote e-voting remained open from Friday, the 25th day of August, 2017, 9.00 a.m. (IST) to Tuesday, the 29th day of August, 2017, 5.00 p.m. (IST) and the remote e-voting platform was blocked thereafter.

3. On the basis of the votes exercised by the Members of the Company through remote e-voting, I have issued separate Scrutinizer's Report dated August 31, 2017 **on the remote e-voting**.

HEMANSHU KAPADIA & ASSOCIATES ★ COMPANY SECRETARIES ★ C. P. No. 2285

4. Under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014, and in terms of the SS - 2, We, Hemanshu Kapadia, Practicing Company Secretary (C.P. No.: 2285, Membership No.: F3477), Proprietor of M/s. Hemanshu Kapadia & Associates, Mumbai and Vipin Mehta, Member of the Company (DP-Client ID: IN303028 67124112) have been appointed as the Scrutinizers by the Chairman of the 18th Annual General Meeting (AGM) to conduct the Poll process in a fair and transparent manner on all the resolutions of the 18th AGM of the Members of the Company, held on the Wednesday, the 30th day of August, 2017 at 3.00 p.m. at Hall of Culture, Ground Floor, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400018.

5. We have issued separate Scrutinizers' report dated August 31, 2017on the poll taken on all the resolutions contained in the notice to the 18th AGM of the Company.

6. As requested by the Management of the Company, we hereby submit our combined report on the result of e-voting together with that of Poll as annexed herewith and forming part of this Report. In the said annexure, brief description of resolutions has been given. Kindly refer to the notice of the 18th AGM of the Company for the complete details of resolutions.

7. The Management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to e-voting and poll on all the resolutions contained in the Notice of the 18th AGM of the Members of the Company. Our responsibility as scrutinizers for the e-voting process and for poll at the 18th AGM is restricted to make Scrutinizers' report of the votes cast 'in favour' or 'against' the resolutions stated in the said notice, based on the reports generated from the e-voting system provided by Karvy, the authorized agency engaged by the Company to provide e-voting facilities for e-voting, and at the time of poll taken at the 18th AGM.

Thanking you,

Yours faithfully,

HEMANSHU KAPADIA & ASSOCIATES
C. P. No. 2285
COMPANY SECRETARIES

Hemanshu Kapadia
Practicing Company Secretary
Scrutinizer for E-voting and Poll
C.P. No.: 2285; Mem. No.: F3477

Date: August 31, 2017
Place: Mumbai

Vipin Mehta
Member
Scrutinizer for Poll
DP-Client Id IN303028 67124112

Date: August 31, 2017
Place: Mumbai

Encl.: Combined result of the e-voting and poll

Combined voting results of E-voting and Poll at the 18th AGM of Entertainment Network (India) Limited

			Electronic Voting			Voting through Form (Physical)			(E-voting + Physical)	
Resolution No.	**Brief description of resolutions (Kindly refer to the AGM notice for complete resolutions)**	**Votes**	Number of members voted	No. of votes cast by them **(A)**	% of total number of valid votes cast	Number of members present and voting (in person or by proxy)	No. of votes cast by them **(B)**	% of total number of valid votes cast	Total votes **(A) + (B)**	% of total number of valid votes cast
1 (Ordinary resolution)	Ordinary Resolution regarding adoption of the audited financial statements of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon.	Votes in favour	33	6309311	100.00	25	33941210	100.00	40250521	100.00
		Votes against	0	0	0.00	0	0	0.00	0	0.00
		Invalid votes *	1	53	--	0	0	--	53	--
2 (Ordinary resolution)	Ordinary Resolution regarding adoption of the audited consolidated financial statements of the Company for the financial year ended March 31, 2017 and the Report of the Auditors thereon.	Votes in favour	33	6309311	100.00	25	33941210	100.00	40250521	100.00
		Votes against	0	0	0.00	0	0	0.00	0	0.00
		Invalid votes *	1	53	--	0	0	--	53	--
3 (Ordinary resolution)	Ordinary Resolution regarding declaring dividend on equity shares.	Votes in favour	33	6309311	100.00	25	33941210	100.00	40250521	100.00
		Votes against	0	0	0.00	0	0	0.00	0	0.00
		Invalid votes *	1	53	--	0	0	--	53	--
4 (Ordinary resolution)	Ordinary Resolution regarding re-appointment of Mr. Prashant Panday (DIN: 02747925) as a Director, liable to retire by rotation.	Votes in favour	33	6309311	100.00	25	33941210	100.00	40250521	100.00
		Votes against	0	0	0.00	0	0	0.00	0	0.00
		Invalid votes *	1	53	--	0	0	--	53	--
5 (Ordinary resolution)	Ordinary Resolution regarding ratification of appointment of S. R. Batliboi & Associates LLP, Chartered Accountants (ICAI Firm Registration number - 101049W/ E300004), as the Auditors of the Company and to authorize the Board of Directors to fix their remuneration.	Votes in favour	33	6309311	100.00	25	33941210	100.00	40250521	100.00
		Votes against	0	0	0.00	0	0	0.00	0	0.00
		Invalid votes *	1	53	--	0	0	--	53	--
6 (Ordinary resolution)	Ordinary Resolution regarding ratification of remuneration payable to the Cost Auditors, M/s. R. Nanabhoy & Co., Cost Accountants (Firm registration number-00010).	Votes in favour	33	6309311	100.00	24	33941209	100.00	40250520	100.00
		Votes against	0	0	0.00	0	0	0.00	0	0.00
		Invalid votes *	1	53	--	1	1	--	54	--
7 (Special resolution)	Special Resolution regarding issue of non- convertible debentures, bonds, debt securities, etc. on private placement basis.	Votes in favour	33	6309311	100.00	24	33941209	100.00	40250520	100.00
		Votes against	0	0	0.00	0	0	0.00	0	0.00
		Invalid votes *	1	53	--	1	1	--	54	--

* includes votes of members who abstained from voting

All the aforesaid 7 resolutions approved by the Members with requisite majority.

HEMANSHU KAPADIA & ASSOCIATES ★ COMPANY SECRETARIES ★ C. P. No. 2285

Hemanshu Kapadia
Scrutinizer
Practising Company Secretary
Membership No: F8160
Place: Mumbai
Dated: August 31, 2017

Vipin Mehta
Scrutinizer
Member of the Company
DP-Client ID: IN303028 67124112
Place: Mumbai
Dated: August 31, 2017

For Entertainment Network (India) Limited
Vinod Jain
Chairman
[DIN-00003962]
Place: Mumbai
Dated: August 31, 2017