

## Report of Scrutinizer

26.09.2014

To,  
The Chairman,  
SUN TV NETWORK LIMITED,  
Chennai.

Sub: The 29th Annual General Meeting of the Equity Shareholders of Sun TV Network Limited held on Friday, 26<sup>th</sup> September 2014 at The Kalaignar Arangam, Anna Arivalayam, 367/369, Anna Salai, Teynampet, Chennai – 600 018 at 10:00 A.M

Dear Sir,

I Lakshmmi Subramanian, appointed as Scrutinizer for the purpose of E-voting and the voting through ballot at the Annual General Meeting of the Equity Shareholders of Sun TV Network Limited held on Friday, 26<sup>th</sup> September 2014 at The Kalaignar Arangam, Anna Arivalayam, 367/369, Anna Salai, Teynampet, Chennai – 600 018 at 10:00 A.M submit my report as under:

1. The Company has availed the services of M/s.Karvy Computershare Private Limited for providing E-voting facility to all its members and I have received the User ID and Password from Karvy Authorities for logging in their website as Scrutinizer.
2. The E-voting was commenced on 20/09/2014 at 09:00 Hrs and closed on 22/09/2014 at 18:00 Hrs.
3. I have downloaded the report containing the result of E-voting from the Karvy website using the ID/Password mentioned above.
4. After the time fixed for closing of the ballot by the Chairman at the Annual General Meeting, One ballot box kept for voting was locked in my presence with due identification marks placed by me.
5. The locked ballot box was subsequently opened in my presence along with two witness and ballot papers were diligently scrutinized. The representative of Registrar has reconciled the ballot papers with the records maintained by them and the authorizations / proxies lodged with the Company.
6. There were ballot casts after record date which were treated as invalid.
7. The Consolidated result of the E-voting and Ballot is as under:



**Ordinary Business:**

**1-Consideration and Adoption of audited Annual Accounts for the year ended 31.03.2014**

(i) Voted in favour of the resolution:

Particulars	Number of Shareholders cast their votes	Number of Shares	% of total number of valid votes
Total Number of E-voting received	97	316291475	100%
Total Number of Ballot Papers received	32	1750799	99.9999%
<b>Total</b>	<b>129</b>	<b>318042274</b>	<b>100%</b>

(ii) Voted against of the resolution:

Particulars	Number of Shareholders cast their votes	Number of Shares	% of total number of valid votes
Total Number of E-voting received	NIL	NIL	NIL
Total Number of Ballot Papers received	1	2	0.0001 %
<b>Total</b>	<b>1</b>	<b>2</b>	<b>0.00%</b>

(iii) Invalid votes:

Particulars	No. of invalid votes cast by shareholders	Number of Shares
Total Number of E-voting received whose votes were declared invalid	12	2117549
Total Number of Ballot Papers received whose votes were declared invalid	12	541243
<b>Total</b>	<b>24</b>	<b>2658792</b>



2- Declaration of dividend on equity shares

(i) Voted in favour of the resolution:

Particulars	Number of Shareholders cast their votes	Number of Shares	% of total number of valid votes
Total Number of E-voting received	109	318409024	100%
Total Number of Ballot Papers received	31	1750747	99.9969%
<b>Total</b>	<b>140</b>	<b>320159771</b>	<b>100%</b>

(ii) Voted against of the resolution:

Particulars	No. of Shareholders casted invalid votes	Number of Shares	% of total number of valid votes
Total Number of E-voting received	NIL	NIL	NIL
Total Number of Ballot Papers received	2	54	0.0031%
<b>Total</b>	<b>2</b>	<b>54</b>	<b>0.00%</b>

(iii) Invalid votes:

Particulars	No. of Shareholders casted invalid votes	Number of Shares
Total Number of E-voting received whose votes were declared invalid	NIL	NIL
Total Number of Ballot Papers received whose votes were declared invalid	12	541243
<b>Total</b>	<b>12</b>	<b>541243</b>





**3- Appointment of Mr.S.Selvam , the Retiring Director, as Director**

(i) Voted in favour of the resolution:

Particulars	Number of Shareholders cast their votes	Number of Shares	% of total number of valid votes
Total Number of E-voting received	108	318409023	99.9999%
Total Number of Ballot Papers received	32	1750799	99.9998%
<b>Total</b>	<b>140</b>	<b>320159822</b>	<b>100%</b>

(ii) Voted against of the resolution:

Particulars	Number of Shareholders cast their votes	Number of Shares	% of total number of valid votes
Total Number of E-voting options received	1	1	0.00%
Total Number of Ballot Papers received	1	2	0.0001%
<b>Total</b>	<b>2</b>	<b>3</b>	<b>0.00%</b>

(iii) Invalid votes:

Particulars	No. of Shareholders casted invalid votes	Number of Shares
Total Number of E-voting received whose votes were declared invalid	NIL	NIL
Total Number of Ballot Papers received whose votes were declared invalid	12	541243
<b>Total</b>	<b>12</b>	<b>541243</b>



4-Appointment of M/s S. R. Batliboi & Associates LLP, Chartered Accountants (ICAI Firm Registration No: 101049W). the Retiring Auditors as Auditors.

(i) Voted in favour of the resolution:

Particulars	Number of Shareholders cast their votes	Number of Shares	% of total number of valid votes
Total Number of E-voting received	97	316351546	99.35%
Total Number of Ballot Papers received	29	1750791	99.99%
<b>Total</b>	<b>126</b>	<b>318102337</b>	<b>99.36%</b>

(ii) Voted against of the resolution:

Particulars	Number of Shareholders cast their votes	Number of Shares	% of total number of valid votes
Total Number of E-voting received	12	2057478	0.65%
Total Number of Ballot Papers received	2	3	0.01%
<b>Total</b>	<b>14</b>	<b>2057481</b>	<b>0.64%</b>

(iii) Invalid votes:

Particulars	No. of Shareholders casted invalid votes	Number of Shares
Total Number of E-voting received whose votes were declared invalid	NIL	NIL
Total Number of Ballot Papers received whose votes were declared invalid	14	541250
<b>TOTAL</b>	<b>14</b>	<b>541250</b>



**Special Business**

**5- Appointment of Mr.R.Ravivenkatesh as an Independent Director of the Company upto September 25, 2019**

(i) Voted in favour of the resolution:

Particulars	Number of Shareholders cast their votes	Number of Shares	% of total number of valid votes
Total Number of E-voting received	96	316351408	99.35%
Total Number of Ballot Papers received	32	1750799	99.99%
<b>Total</b>	<b>128</b>	<b>318102207</b>	<b>99.36%</b>

(ii) Voted against of the resolution:

Particulars	Number of Shareholders cast their votes	Number of Shares	% of total number of valid votes
Total Number of E-voting received	13	2057616	0.65%
Total Number of Ballot Papers received	1	2	0.01%
<b>Total</b>	<b>14</b>	<b>2057618</b>	<b>0.64%</b>

(iii) Invalid votes:

Particulars	No. of Shareholders casted invalid votes	Number of Shares
Total Number of E-voting received whose votes were declared invalid	NIL	NIL
Total Number of Ballot Papers received whose votes were declared invalid	12	541243
<b>Total</b>	<b>12</b>	<b>541243</b>





6- Appointment of Mr. M. K. Harinarayanan as an Independent Director of the Company upto September 25, 2019

(i) Voted in favour of the resolution:

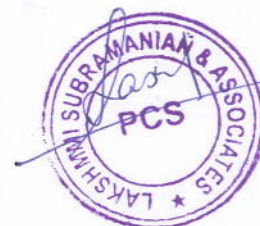
Particulars	Number of Shareholders cast their votes	Number of Shares	% of total number of valid votes
Total Number of E-voting received	97	316351417	99.35%
Total Number of Ballot Papers received	32	1750799	99.99%
<b>Total</b>	<b>129</b>	<b>318102216</b>	<b>99.36%</b>

(ii) Voted against of the resolution:

Particulars	Number of Shareholders cast their votes	Number of Shares	% of total number of valid votes
Total Number of E-voting received	12	2057607	0.65%
Total Number of Ballot Papers received	1	2	0.01%
<b>Total</b>	<b>13</b>	<b>2057609</b>	<b>0.64%</b>

(iii) Invalid votes:

Particulars	No. of Shareholders casted invalid votes	Number of Shares
Total Number of E-voting received whose votes were declared invalid	NIL	NIL
Total Number of Ballot Papers received whose votes were declared invalid	12	541243
<b>TOTAL</b>	<b>12</b>	<b>541243</b>



**7- Appointment of Mr.J.Ravindran as an Independent Director of the Company upto September 25, 2019**

(i) Voted in favour of the resolution:

Particulars	Number of Shareholders cast their votes	Number of Shares	% of total number of valid votes
Total Number of E-voting received	97	316351437	99.35%
Total Number of Ballot Papers received	31	1750794	99.99%
<b>Total</b>	<b>128</b>	<b>318102231</b>	<b>99.36%</b>

(ii) Voted against of the resolution:

Particulars	Number of Shareholders cast their votes	Number of Shares	% of total number of valid votes
Total Number of E-voting received	12	2057587	0.65%
Total Number of Ballot Papers received	1	2	0.01%
<b>Total</b>	<b>13</b>	<b>2057589</b>	<b>0.64%</b>

(iii) Invalid votes:

Particulars	No. of Shareholders casted invalid votes	Number of Shares
Total Number of E-voting received whose votes were declared invalid	NIL	NIL
Total Number of Ballot Papers received whose votes were declared invalid	13	541248
<b>Total</b>	<b>13</b>	<b>541248</b>





8- Appointment of Mr. Nicholas Martin Paul as an Independent Director of the Company upto September 25, 2019

(i) Voted in favour of the resolution:

Particulars	Number of Shareholders cast their votes	Number of Shares	% of total number of valid votes
Total Number of E-voting received	96	316351523	99.35%
Total Number of Ballot Papers received	31	1750794	99.99%
<b>Total</b>	<b>127</b>	<b>318102317</b>	<b>99.36%</b>

(ii) Voted against of the resolution:

Particulars	Number of Shareholders cast their votes	Number of Shares	% of total number of valid votes
Total Number of E-voting options received	13	2057501	0.65%
Total Number of Ballot Papers received	1	2	0.01%
<b>Total</b>	<b>14</b>	<b>2057503</b>	<b>0.64%</b>

(iii) Invalid votes:

Particulars	No. of Shareholders casted invalid votes	Number of Shares
Total Number of E-voting received whose votes were declared invalid	NIL	NIL
Total Number of Ballot Papers received whose votes were declared invalid	13	541248
<b>Total</b>	<b>13</b>	<b>541248</b>



**9-Ratification of remuneration of cost auditors for the financial year 2014-2015**

(i) Voted in favour of the resolution:

Particulars	Number of Shareholders cast their votes	Number of Shares	% of total number of valid votes
Total Number of E-voting received	96	316351530	99.35%
Total Number of Ballot Papers received	28	1750782	99.99%
<b>Total</b>	<b>124</b>	<b>318102312</b>	<b>99.36%</b>

(ii) Voted against of the resolution:

Particulars	Number of Shareholders cast their votes	Number of Shares	% of total number of valid votes
Total Number of E-voting options received	13	2057494	0.65
Total Number of Ballot Papers received	4	14	0.01%
<b>Total</b>	<b>17</b>	<b>2057508</b>	<b>0.64%</b>

(iii) Invalid votes:

Particulars	No. of Shareholders casted invalid votes	Number of Shares
Total Number of E-voting received whose votes were declared invalid	NIL	NIL
Total Number of Ballot Papers received whose votes were declared invalid	13	541248
<b>Total</b>	<b>13</b>	<b>541248</b>



**E-voting and Ballot Conducted for 9 Resolutions**

The ballot papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

**Result:**

On the basis of the above Voting, I hereby report that the above resolutions as mentioned in Item No. 1 to 9 were voted with requisite majority as *Ordinary / Special Resolution respectively*.

Therefore we recommend that you may declare the results as above.

Thanking you

Place: Chennai  
Dated: 26.09.2014

Name and Signature of the Scrutinizer

Yours faithfully,



Ms. Lakshmmi Subramanian

A handwritten signature in purple ink, appearing to be "Lakshmi Subramanian", written below the printed name.