



# SUN TV NETWORK LIMITED

Murasoli Maran Towers, 73, MRC Nagar Main Road, MRC Nagar, Chennai - 600 028, India.  
Tel : +91-44-4467 6767, Fax : +91-44-4067 6161 Email: tvinfo@sunnetwork.in  
Website: www.suntv.in CIN.: L22110TN1985PLC012491

23<sup>rd</sup> September, 2022

BSE Limited  
Floor No. 25, P J Towers,  
Dalal Street,  
Mumbai - 400 001

National Stock Exchange of India Limited  
Exchange Plaza Bandra - Reclamation  
Bandra Kurla Complex, Bandra (E)  
Mumbai - 400 051

Scrip Code: 532733, Scrip Id: SUNTV

Symbol: SUNTV, Series: EQ

Sir,

Sub: Proceedings of 37<sup>th</sup> Annual General Meeting

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

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Pursuant to the Regulation 30 read with Para A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, please find enclosed the details of the proceedings of the 37<sup>th</sup> Annual General Meeting of the Company held on Friday, September 23, 2022 (commenced at 10.00 a.m. and concluded at 10.28 a.m.) through Video Conferencing (VC).

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



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## PROCEEDINGS OF 37<sup>TH</sup> ANNUAL GENERAL MEETING OF SUN TV NETWORK LIMITED HELD ON 23<sup>RD</sup> SEPTEMBER 2022

The 37<sup>th</sup> Annual General Meeting (the AGM) of the members of Sun TV Network Limited was held on Friday, 23<sup>rd</sup> September 2022 at 10.00 a.m. through Video Conferencing (VC) and concluded at 10.28 a.m.

Mr. Kalanithi Maran, Chairman of the Company chaired the proceedings of the AGM.

The Chairman, welcomed the members at the Annual General Meeting of the Company.

The Chairman then announced that as the required quorum being present, the meeting was in order.

The Chairman, after introducing the Directors individually, requested the Company Secretary to read the instructions of the Annual General Meeting.

The Company Secretary informed the members that the facility for appointment of proxy is not available since the annual general meeting is held through Video Conferencing.

The Company Secretary then announced that the Notice convening the meeting and Unmodified Auditor's Report having already been circulated is taken as read with the consent of the shareholders.

The Company Secretary also informed the members that pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has extended remote e-voting facility to the members of the Company in respect of the businesses mentioned in the Notice convening the AGM. The e-voting period commenced at 9.00 a.m. on Tuesday, 20<sup>th</sup> September, 2022 and ended at 5:00 p.m. on Thursday, 22<sup>nd</sup> September, 2022. Mrs. Lakshmmi Subramanian, Practicing Company Secretary, Chennai was appointed as Scrutinizer to e-voting process.

Further, the Company Secretary announced that the results of voting will be posted in the website of the Company within two working days from the conclusion of the meeting.

After the queries of the Shareholders are answered the Chairman ordered e-voting at the AGM.



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The Resolutions passed by members briefly related to:

## ORDINARY BUSINESS

1. Adoption of Audited Financial Statements of the Company prepared under Indian Accounting Standards (Ind-AS) as on a standalone and consolidated basis, for the financial year ended March 31, 2022 including the Balance Sheet and the Statement of Profit & Loss Account for the financial year ended on that date, and the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)
2. Confirmation of Interim Dividends already paid, as final dividend. (Ordinary Resolution)
3. Appointment of a Director in the place of Ms. Kaviya Kalanithi Maran, (DIN 07883203) who retires by rotation and being eligible, offers herself for re-appointment. (Ordinary Resolution).
4. Appointment of Statutory Auditors in place of retiring Auditors.

## SPECIAL BUSINESS

5. Ratification of Remuneration of Cost Auditor for the financial year ended 2022-23. (Ordinary Resolution)

After passing the Resolutions, the AGM concluded with vote of thanks.

For Sun TV Network Limited

R. Ravi  
Company Secretary & Compliance Officer



	SUN TV NETWORK LIMITED
Date of the AGM/EGM	23-09-2022
Total number of shareholders on record date	117029
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	42

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the Report of the Board of Directors and Auditors thereon.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
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	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>29,55,63,457</b>	<b>100.0000</b>	<b>29,55,63,457</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	5,47,87,892	4,17,53,527	76.2094	4,17,53,527	0	100.0000	0.0000	0	1,07,980
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>4,17,53,527</b>	<b>76.2094</b>	<b>4,17,53,527</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Non Institutions	E-Voting	4,37,33,271	1,37,04,253	31.3360	1,37,02,891	1,362	99.9900	0.0099	0	961
	Poll		1,356	0.0031	1,355	1	99.9262	0.0737	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>1,37,05,609</b>	<b>31.3391</b>	<b>1,37,04,246</b>	<b>1,363</b>	<b>99.9901</b>	<b>0.0099</b>	<b>0.0004</b>	<b>0</b>
<b>Total</b>		<b>39,40,84,620</b>	<b>35,10,22,593</b>	<b>89.0729</b>	<b>35,10,21,230</b>	<b>1,363</b>	<b>99.9996</b>	<b>0.0004</b>	<b>0</b>	<b>108941</b>



Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Confirmation of Interim Dividend already paid, as final dividend for the financial year ended March 31, 2022.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid	Votes Abstained
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	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		29,55,63,457	100.0000	29,55,63,457	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	5,47,87,892	4,18,61,507	76.4065	4,18,61,507	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,18,61,507	76.4065	4,18,61,507	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	4,37,33,271	1,37,05,204	31.3382	1,37,02,643	2,561	99.9813	0.0186	0	10
	Poll		1,356	0.0031	1,355	1	99.9262	0.0737	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,37,06,560	31.3413	1,37,03,998	2,562	99.9813	0.0187	0	10
Total	39,40,84,620		35,11,31,524	89.1005	35,11,28,962	2,562	99.9993	0.0007	0	10

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To re-appoint a Director in the place of Ms. Kaviya Kalanithi Maran (DIN 07883203) who retires by rotation and being eligible, offers herself for re-appointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid	Votes Abstained
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	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		29,55,63,457	100.0000	29,55,63,457	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	5,47,87,892	4,18,61,507	76.4065	2,04,44,257	2,14,17,250	48.8378	51.1621	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,18,61,507	76.4065	2,04,44,257	2,14,17,250	48.8378	51.1622	0	0
Public- Non Institutions	E-Voting	4,37,33,271	1,37,04,061	31.3355	1,36,94,280	9,781	99.9286	0.0713	0	1,153
	Poll		1,356	0.0031	1,355	1	99.9262	0.0737	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,37,05,417	31.3386	1,36,95,635	9,782	99.9286	0.0714	0	1,153
Total	39,40,84,620		35,11,30,381	89.1002	32,97,03,349	2,14,27,032	93.8977	6.1023	0	1,153





Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Statutory Auditors in place of retiring Auditors									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
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	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>29,55,63,457</b>	<b>100.0000</b>	<b>29,55,63,457</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	5,47,87,892	4,18,61,507	76.4065	3,96,41,146	22,20,361	94.6959	5.3040	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>4,18,61,507</b>	<b>76.4065</b>	<b>3,96,41,146</b>	<b>22,20,361</b>	<b>94.6959</b>	<b>5.3041</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	4,37,33,271	1,36,98,873	31.3237	1,36,97,280	1,593	99.9883	0.0116	0	6,341
	Poll		1,356	0.0031	1,355	1	99.9262	0.0737	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>1,37,00,229</b>	<b>31.3268</b>	<b>1,36,98,635</b>	<b>1,594</b>	<b>99.9884</b>	<b>0.0116</b>	<b>0</b>	<b>6341</b>
<b>Total</b>		<b>39,40,84,620</b>	<b>35,11,25,193</b>	<b>89.0989</b>	<b>34,89,03,238</b>	<b>22,21,955</b>	<b>99.3672</b>	<b>0.6328</b>	<b>0</b>	<b>6341</b>

Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of Remuneration of Cost Auditor.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
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	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>29,55,63,457</b>	<b>100.0000</b>	<b>29,55,63,457</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	5,47,87,892	4,18,61,507	76.4065	4,09,12,446	9,49,061	97.7328	2.2671	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>4,18,61,507</b>	<b>76.4065</b>	<b>4,09,12,446</b>	<b>9,49,061</b>	<b>97.7329</b>	<b>2.2671</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	4,37,33,271	1,36,97,007	31.3194	1,36,94,442	2,565	99.9812	0.0187	0	8,207
	Poll		1,356	0.0031	1,355	1	99.9262	0.0737	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>1,36,98,363</b>	<b>31.3225</b>	<b>1,36,95,797</b>	<b>2,566</b>	<b>99.9813</b>	<b>0.0187</b>	<b>0</b>	<b>8207</b>
<b>Total</b>		<b>39,40,84,620</b>	<b>35,11,23,327</b>	<b>89.0985</b>	<b>35,01,71,700</b>	<b>9,51,627</b>	<b>99.7290</b>	<b>0.2710</b>	<b>0</b>	<b>8207</b>



23<sup>rd</sup> September 2022

To

The Members,  
Sun TV Network Limited,  
Murasoli Maran Towers, 73, MRC Nagar Main Road  
MRC Nagar, Chennai - 600028

**Sub: Report of the Scrutinizer for e-voting Process conducted vide Notice Dated 12<sup>th</sup> August 2022 under Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 in respect of the 37<sup>th</sup> Annual General Meeting of Sun TV Network Limited ('the Company').**

In the meeting of the Board of Directors of Sun TV Network Limited held on 12th August 2022, I, Mrs. Lakshmmi Subramanian, Practising Company Secretary, was appointed as Scrutinizer for process of voting through electronic means ("e-voting") issued in accordance with General Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2021 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and General Circular No. 21/2021 dated 14.12.2021, issued by the Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, hereby calling the 37<sup>th</sup> Annual General Meeting of its Equity Shareholders ("the Meeting" / "AGM") through VC / OAVM. The AGM was convened on Friday, 23<sup>rd</sup> September, 2022 at 10.00 AM through VC / OAVM as per Section 108 of the Companies Act, 2013 ('Cos Act') for passing of the items of Ordinary business and Special business as Ordinary resolutions by the members of the Company:

The Company has availed the e-voting facility from M/s. KFin Technologies Limited (KFintech) for the shareholders to cast their votes to the aforesaid resolutions through electronic mode. Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 recognizes voting by electronic mode, which is prescribed as the appropriate mechanism for e-Voting.

The e-Voting process was accordingly conducted and concluded as below:

- The Company has dispatched the notice under section 108 of the Companies Act, 2013, through E-Mail on 01<sup>st</sup> September 2022 to 116420 members of the Company whose e-mail ids are registered with the RTA pursuant to General circular no 2/2022 dated 5th May, 2022 read with 20/2020 dated 5<sup>th</sup> May 2020.
- The Company issued an advertisement in Financial Express and Tamil Murasu about the dispatch of e-voting notice on 02<sup>nd</sup> September 2022.
- All the members of the Company whose names appeared on the Register of Members/List of Beneficiaries as of 15<sup>th</sup> September 2022 were entitled to vote on the resolutions set out in the AGM.





- The e-voting commenced on 20<sup>th</sup> September, 2022 (09.00 hours IST) and was open up to the close of working hours, 22<sup>nd</sup> September, 2022 (17.00 hours IST) and the e-voting at the time of the AGM commenced on 23<sup>rd</sup> September 2022 from 10.13 AM to 10.28 AM (15 minutes time was provided for e-voting after the conclusion of the meeting at 10.12 AM)
- All electronic votes received up to the close of working hours at 17.00 hours IST on 22<sup>nd</sup> September 2022 and received at the time of the Annual General Meeting were considered for my scrutiny.
- Details of the votes cast by the members through electronic voting system was downloaded and collected from the website [evoting.kfintech.com](http://evoting.kfintech.com) was sent by the RTA on 23<sup>rd</sup> September 2022.
- A register containing the details of assent or dissent, received, mentioning the particulars of name, address, folio number / client ID of the shareholders, the number of shares held by them, the nominal value of shares held etc. is maintained in electronic form.

Based on the data, reports and statements collected as mentioned above, the scrutiny was completed and results were compiled as under.

**SUMMARY OF E-VOTING RESULTS:  
ORDINARY BUSINESS:**

**1. Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the Report of the Board of Directors 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	499	351288440
<b>Valid Votes:</b>	495	351022593
<b>Abstained Votes:</b>	4	265847
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	480	351021230
Number of valid votes cast against the Resolution (E-Voting)	15	1363
Percentage of the total votes received in favour of the resolution (under E-voting)		<b>99.99</b>

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





**2. Confirmation of Interim Dividends already paid, as final dividend for the financial year ended March 31, 2022**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	499	351288440
<b>Valid Votes:</b>	497	351131524
<b>Abstained Votes:</b>	2	156916
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	475	351128962
Number of valid votes cast against the Resolution (E- Voting)	22	2562
Percentage of the total votes received in favour of the resolution (under E-voting)	<b>99.99</b>	

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

**3. To Re-appoint a director in the place of Ms. Kaviya Kalanithi Maran (DIN 07883203) who retires by rotation and being eligible, offers herself for re-appointment.**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	499	351288440
<b>Valid Votes:</b>	492	351130381
<b>Abstained Votes:</b>	7	158059
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	298	329703349
Number of valid votes cast against the Resolution (E- Voting)	194	21427032
Percentage of the total votes received in favour of the resolution (under E-voting)	<b>93.90</b>	



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

**4. Appointment of Statutory Auditors in place of retiring Auditors:**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	499	351288440
<b>Valid Votes:</b>	491	351125193
<b>Abstained Votes:</b>	8	163247
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	460	348903238
Number of valid votes cast against the Resolution (E- Voting)	31	2221955
Percentage of the total votes received in favour of the resolution (under E-voting)	<b>99.37</b>	

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

**SPECIAL BUSINESS:**

**Item No. 5: Ratification of Remuneration of Cost Auditor**

**Nature of resolution:** Ordinary Resolution

**Voting requirement:** Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting	499	351288440
<b>Valid Votes:</b>	491	351123327
<b>Abstained Votes:</b>	8	165113
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	461	350171700
Number of valid votes cast against the Resolution (E- Voting)	30	951627
Percentage of the total votes received in favour of the resolution (under E-voting)	<b>99.73</b>	





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

Therefore, I am forwarding the voting results casted through e-voting.

**For LAKSHMMI SUBRAMANIAN & ASSOCIATES**



Lakshmmi Subramanian  
Senior Partner  
FCS No. 3534  
C.P.No.1087

Peer Review Certificate No.1670/2022  
UDIN: F003534D001025491

Date: 23.09.2022  
Place: Chennai