



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, E-mail: tvinfo@sunnetwork.in
Website: www.suntv.in CIN.: L22110TN1985PLC012491

16th September, 2020

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 35th Annual General Meeting
Ref: Disclosure under Regulation 30 & 44 (3) of SEBI (Listing Obligations and
Disclosure Requirements) Regulations, 2015

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 35th Annual General Meeting of the Company held on Wednesday, September 16, 2020 (commenced at 10.00 a.m. and concluded at 10.30 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 35TH ANNUAL GENERAL MEETING OF SUN TV NETWORK LIMITED HELD ON 16TH SEPTEMBER 2020

The 35th Annual General Meeting (the AGM) of the members of Sun TV Network Limited was held on Wednesday, 16th September 2020 at 10.00 a.m. through Video Conferencing (VC) and concluded at 10.30 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 Sunday, 13th September, 2020 and ended at 5:00 p.m. on Tuesday, 15th September, 2020. 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 48 hours from the conclusion of the meeting.

Thereafter 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, 2020 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 Dividend already paid, as final dividend. (Ordinary Resolution)
3. Appointment of a Director in the place of Mr. S. Selvam, (DIN 00727439) who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

SPECIAL BUSINESS

4. Ratification of Remuneration of Cost Auditor for the financial year ended 2020-21. (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 | 16-09-2020 |
| Total number of shareholders on record date | 69885 |
| 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: | 66 |



| | | | | | | | | | |
|--|---|------------------------|-------------------------|--|------------------------------|----------------------------|--|---------------------------------------|---------------|
| Resolution No. | 1 | | | | | | | | |
| Resolution required: (Ordinary/Special) | ORDINARY - Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2020 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 | against on votes polled (7)=[(5)/(2)] | Votes Invalid |
| 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 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 29,55,63,457 | 100.0000 | 29,55,63,457 | 0 | 100.0000 | 0.0000 | 0 |
| Public-Institutions | E-Voting | 6,89,27,571 | 5,35,65,024 | 77.7120 | 5,35,65,024 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 5,35,65,024 | 77.712 | 5,35,65,024 | 0 | 100.0000 | 0.0000 | 0 |
| Public-Non Institutions | E-Voting | 2,95,93,592 | 1,37,62,353 | 46.5045 | 1,37,62,316 | 37 | 99.9997 | 0.0002 | 0 |
| | Poll | | 6,428 | 0.0217 | 6,409 | 19 | 99.7044 | 0.2955 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 1,37,68,781 | 46.5262 | 1,37,68,725 | 56 | 99.9996 | 0.0004 | 0 |
| Total | | 39,40,84,620 | 36,28,97,262 | 92.0861 | 36,28,97,206 | 56 | 100.0000 | 0.0000 | 0 |



| | | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|---------------------------------------|---------------|
| Resolution No. | 2 | | | | | | | | |
| Resolution required: (Ordinary/ Special) | ORDINARY - Confirmation of Interim Dividend already paid, as final dividend for the financial year ended March 31, 2020. | | | | | | | | |
| 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 | against on votes polled (7)=[(5)/(2)] | Votes Invalid |
| 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 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 29,55,63,457 | 100.0000 | 29,55,63,457 | 0 | 100.0000 | 0.0000 | 0 |
| Public- Institutions | E-Voting | 6,89,27,571 | 5,36,02,183 | 77.7660 | 5,36,02,183 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 5,36,02,183 | 77.766 | 5,36,02,183 | 0 | 100.0000 | 0.0000 | 0 |
| Public- Non Institutions | E-Voting | 2,95,93,592 | 1,37,62,223 | 46.5041 | 1,37,62,137 | 86 | 99.9993 | 0.0006 | 0 |
| | Poll | | 6,428 | 0.0217 | 6,409 | 19 | 99.7044 | 0.2955 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 1,37,68,651 | 46.5258 | 1,37,68,546 | 105 | 99.9992 | 0.0008 | 0 |
| Total | | 39,40,84,620 | 36,29,34,291 | 92.0955 | 36,29,34,186 | 105 | 100.0000 | 0.0000 | 0 |



| | | | | | | | | | |
|---|--|------------------------|-------------------------|--|------------------------------|----------------------------|--|---------------------------------------|---------------|
| Resolution No. | 3 | | | | | | | | |
| Resolution required: (Ordinary/ Special) | ORDINARY -To re-appoint a Director in the place of Mr. S. Selvam DIN 00727439 who retires by rotation and being eligible, offers herself for re-appointment. | | | | | | | | |
| 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 | against on votes polled (7)=[(5)/(2)] | Votes Invalid |
| 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 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 29,55,63,457 | 100.0000 | 29,55,63,457 | 0 | 100.0000 | 0.0000 | 0 |
| Public-Institutions | E-Voting | 6,89,27,571 | 5,36,02,183 | 77.7660 | 4,98,72,540 | 37,29,643 | 93.0419 | 6.9580 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 5,36,02,183 | 77.766 | 4,98,72,540 | 37,29,643 | 93.0420 | 6.9580 | 0 |
| Public-Non Institutions | E-Voting | 2,95,93,592 | 1,37,62,353 | 46.5045 | 1,37,62,135 | 218 | 99.9984 | 0.0015 | 0 |
| | Poll | | 6,428 | 0.0217 | 6,409 | 19 | 99.7044 | 0.2955 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 1,37,68,781 | 46.5262 | 1,37,68,544 | 237 | 99.9983 | 0.0017 | 0 |
| Total | 39,40,84,620 | 36,29,34,421 | 92.0956 | 35,92,04,541 | 37,29,880 | 98.9723 | 1.0277 | 0 | |



| | | | | | | | | | |
|---|--|------------------------|-------------------------|--|-----------------------------|----------------------------|--|---------------------------------------|---------------|
| Resolution No. | 4 | | | | | | | | |
| 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 | against on votes polled (7)=[(5)/(2)] | Votes Invalid |
| 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 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 29,55,63,457 | 100.0000 | 29,55,63,457 | 0 | 100.0000 | 0.0000 | 0 |
| Public-Institutions | E-Voting | 6,89,27,571 | 5,36,02,183 | 77.7660 | 5,36,02,183 | 0 | 100.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 5,36,02,183 | 77.766 | 5,36,02,183 | 0 | 100.0000 | 0.0000 | 0 |
| Public-Non Institutions | E-Voting | 2,95,93,592 | 1,37,62,353 | 46.5045 | 1,37,62,204 | 149 | 99.9989 | 0.0010 | 0 |
| | Poll | | 6,428 | 0.0217 | 6,409 | 19 | 99.7044 | 0.2955 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 1,37,68,781 | 46.5262 | 1,37,68,613 | 168 | 99.9988 | 0.0012 | 0 |
| Total | | 39,40,84,620 | 36,29,34,421 | 92.0956 | 36,29,34,253 | 168 | 100.0000 | 0.0000 | 0 |



16th September, 2020

The Members,
SUN TV NETWORK LIMITED
MURASOLI MARAN TOWERS,
73, MRC NAGAR MAIN ROAD,
MRC NAGAR, CHENNAI 600028

Sub: Report of Scrutinizer for e-voting Process vide Notice Dated 14th August, 2020 under section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 of SUN TV NETWORK LIMITED (the Company').

In the meeting of the Board of Directors of SUN TV NETWORK LIMITED held on 14th August, 2020, I, Mrs. Lakshmi Subramanian, Senior Partner of Lakshmmi Subramanian & Associates Practising Company Secretary's, was appointed as Scrutinizer for the process of voting through electronic means ("e-voting") issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, hereby calling the Thirty Fifth Annual General Meeting of its Equity Shareholders ("the Meeting" / "AGM") through VC / OAVM. The AGM was convened on Wednesday, 16th September, 2020 at 10:00 a.m. IST through VC / OAVM as per section 110 of the Companies Act, 2013 ('Cos Act') for passing of the items of Ordinary business and Special business as Ordinary by the members of the Company:

The Company has availed the e-voting facility from M/s. KFin Technologies Private Limited (KFin Tech) for the shareholders to cast their votes to the aforesaid resolution through electronic mode. Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 recognizes voting by electronic mode, which prescribed 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 110 of the Companies Act, 2013, through E-Mail on 25st August, 2020 to all the members of the Company whose email ids were available in the records of the company and e-voting facility was provided to all members whose name appeared on the Register of Members/ List of Beneficiaries as on 09th September, 2020 and total number of members as reported by RTA was 69885.
- The Company issued an advertisement in Financial Express and Tamil Murasu about the dispatch of Annual Report along with the notice for Annual General Meeting on 26th August, 2020.
- The remote e-voting commenced on 13th September, 2020 (09.00 A.M.) and was open up to the close of working hours at 05.00 P.M on 15th September, 2020 and the e-voting at the time of AGM commenced on 16th September, 2020 from 10.15 A.M to 10.30 A.M.



- All electronic votes received up to the close of working hours at 05.00 P.M on 15th September, 2020 and received at the time of Annual General Meeting were considered for my scrutiny.
- The votes cast by the members through electronic voting system was downloaded and collected from the website www.kfintech.com was sent by RTA on 16th September, 2020.
- 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 complied as under.

SUMMARY OF E-VOTING RESULTS:

1. Adoption of Financial Statements.

Nature of resolution : Ordinary Resolution

Voting requirement : Simple majority

| Particulars | Number of Members | Representative Number of Shares |
|---|-------------------|---------------------------------|
| Total number of E-Voting | 318 | 363752604 |
| Valid Votes: | 313 | 362897262 |
| Invalid Votes: | - | - |
| Less Votes: | - | 779293 |
| Abstain Votes: | 5 | 76049 |
| Out of the above: | | |
| Number of valid votes cast in favour of the Resolution (E-Voting) | 289 | 362897206 |
| Number of valid votes cast against of the Resolution (E- Voting) | 24 | 56 |
| Percentage to the total votes received in favour of the resolution (under E-voting) | 99.76% | |

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



2. Confirmation of Interim Dividend.

Nature of resolution : Ordinary Resolution

Voting requirement : Simple majority

| Particulars | Number of Members | Representative Number of Shares |
|---|-------------------|---------------------------------|
| Total number of E-Voting | 318 | 363752604 |
| Valid Votes: | 312 | 362934291 |
| Invalid Votes: | - | - |
| Less Votes: | - | 779293 |
| Abstain Votes: | 6 | 39020 |
| Out of the above: | | |
| Number of valid votes cast in favour of the Resolution (E-Voting) | 284 | 362934186 |
| Number of valid votes cast against of the Resolution (E- Voting) | 28 | 105 |
| Percentage to the total votes received in favour of the resolution (under E-voting) | 99.77% | |

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

3. Re-Appointment of Mr. S. Selvam as Director.

Nature of resolution : Ordinary Resolution

Voting requirement : Simple majority

| Particulars | Number of Members | Representative Number of Shares |
|---|-------------------|---------------------------------|
| Total number of E-Voting | 318 | 363752604 |
| Valid Votes: | 315 | 362934421 |
| Invalid Votes: | - | - |
| Less Votes: | - | 779293 |
| Abstain Votes: | 4 | 38890 |
| Out of the above: | | |
| Number of valid votes cast in favour of the Resolution (E-Voting) | 262 | 359204541 |
| Number of valid votes cast against of the Resolution (E- Voting) | 53 | 3729880 |
| Percentage to the total votes received in favour of the resolution (under E-voting) | 98.74% | |

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



4. 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 | 318 | 363752604 |
| Valid Votes: | 316 | 362934421 |
| Invalid Votes: | - | - |
| Less Votes: | - | 779293 |
| Abstain Votes: | 4 | 38890 |
| Out of the above: | | |
| Number of valid votes cast in favour of the Resolution (E-Voting) | 286 | 362934253 |
| Number of valid votes cast against of the Resolution (E- Voting) | 30 | 168 |
| Percentage to the total votes received in favour of the resolution (under E-voting) | 99.77% | |

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

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

For LAKSHMMI SUBRAMANIAN & ASSOCIATES



Lakshmi Subramanian
Senior Partner
FCS No. 3534
C.P.No.1087
UDIN : F003534B000721680