

Dated: 01-10-2018/RAJTV

To

To National Stock Exchange of India Limited, Regd. Off: Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051	To Bombay Stock Exchange Limited (Corporate Service Department) Floor 25, P J Tower, Dalal Street, Mumbai-400 001
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Sir,

Sub: Proceedings of 24th Annual General Meeting
Symbol: Scrip ID: RAJTV EQ, Scrip Code: 532826
Refer: Disclosure under Regulation 30 & 44(3) of SEBI (Listing Obligations and
Disclosure Requirements) Regulations, 2015

This is to inform that the 24th Annual General Meeting of the Company- Raj Television Network Limited, held on Saturday, September 29, 2018 (Commenced at 10.00 a.m. and concluded at 11.30 am) at "Bhartiya Vidya Bhavan" 18-22 East Mada Street, Mylapore, Chennai 600 004, passed all the resolutions as specified below with requisite majority:

Resolution No.1: Adoption of Annual Financial Statement of the Company for the Financial Year ended 31st March 2018 and reports of Auditors and Directors thereon.

Resolution No.2: Reappointment of Mrs. Vijaylakshmi Ravindran (DIN 00716224) as a director liable to retire by rotation.

Resolution No.3: Ratification of appointment and remuneration paid/payable to the statutory auditors M/s N. Naresh & Co., Chartered Accountants, Chennai, (Firm Regn No. 011293S), Chartered Accountants, Chennai as Statutory Auditors of the Company.

Resolution No. 4: Ratification of remuneration of cost auditor.

Resolution No. 5: Re-appointment and continuance of Shri. R. Raajagopalan as an Independent Director of the Company by way of Special resolution

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,
Yours truly,

For Raj Television Network Ltd


(Raajhendran M)
Chairman



Encl : a/a

Raj Television Network Limited

CIN : L92490TN1994PLC027709

Regd. Off / Head Off : No.32, Poes Road 2nd Street, Teynampet, Chennai - 600 018. Tamil Nadu, India.

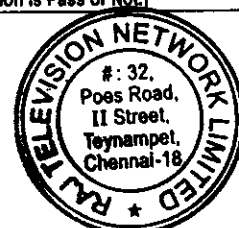
Tel: 044 - 2435 1307, 2435 1898, 2435 2926 Fax: 044 - 2434 1260 E-mail : rajtv@rajtvnet.in, Website : www.rajtvnet.in

Name of the company	Raj Television Network Limited
Date of AGM	29.09.2018
Total number of shareholders on record date	8814
No. of shareholders present in the meeting either in person or through proxy	
Promoters & promoter Group	8
Public	1706
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	Not Applicable
Public:	Not Applicable

Resolution (1)		Resolution required: (Ordinary / Special)						
Whether promoter/promoter group are interested in the agenda/resolution?		Ordinary						
Description of resolution considered		No						
Description of resolution considered		Adoption of Audited Annual Financial Statement of the Company Prepared Under Indian Accounting Standards (Ind-AS) as on Stand Alone basis, for the Financial Year ended 31st March 2018 and reports of the Board Of Directors (the Board) and Auditors and 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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36770917	29684365	80.7278	29684365	0	100	0.0000
	Poll		7086552	19.2722	7086552	0	100	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		36770917	36770917	100.0000	36770917	0	100
Public- Institutions	E-Voting	0	0	0	0	0	-	0.0000
	Poll		0	0	0	0	-	0.0000
	Postal Ballot (if applicable)		0	0	0	0	-	0.0000
	Total		0	0	0.0000	0	0	-
Public- Non Institutions	E-Voting	15142427	10101	0.0667	10101	0	100	0.0000
	Poll		258	0.0017	258	0	100	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		15142427	10359	0.0684	10359	0	100
Total	Total	51913344	36781276	70.8513	36781276	0	100	0.0000
							Whether resolution is Pass or Not.	Yes

Resolution (2)		Resolution required: (Ordinary / Special)						
Whether promoter/promoter group are interested in the agenda/resolution?		Ordinary						
Description of resolution considered		Yes						
Description of resolution considered		Reappointment of Mrs. Vijaylakshmi Ravindran (DIN 00716224) 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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36770917	29684365	80.7278	29684365	0	100	0.0000
	Poll		7086552	19.2722	7086552	0	100	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		36770917	36770917	100.0000	36770917	0	100
Public- Institutions	E-Voting	0	0	0	0	0	-	0.0000
	Poll		0	0	0	0	-	0.0000
	Postal Ballot (if applicable)		0	0	0	0	-	0.0000
	Total		0	0	0.0000	0	0	-
Public- Non Institutions	E-Voting	15142427	10101	0.0667	10101	0	100	0.0000
	Poll		258	0.0017	258	0	100	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		15142427	10359	0.0684	10359	0	100
Total	Total	51913344	36781276	70.8513	36781276	0	100	0.0000
							Whether resolution is Pass or Not.	Yes

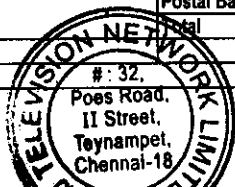
Vijaylakshmi Ravindran



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of appointment and remuneration paid/payable to the statutory auditors M/s N. Naresh & Co., Chartered Accountants, Chennai, (Firm Regn No. 011293S), Chartered Accountants, Chennai as Statutory Auditors of the Company.				
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
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Promoter and Promoter Group	E-Voting	36770917	29684365	80.7278	29684365	0	100	0.0000
	Poll		7086552	19.2722	7086552	0	100	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		36770917	36770917	100.0000	36770917	0	100
Public- Institutions	E-Voting	0	0	0	0	0	-	0.0000
	Poll		0	0	0	0	-	0.0000
	Postal Ballot (if applicable)		0	0	0	0	-	0.0000
	Total		0	0	0.0000	0	0	-
Public- Non Institutions	E-Voting	15142427	10101	0.0667	10101	0	100	0.0000
	Poll		258	0.0017	258	0	100	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		15142427	10359	0.0684	10359	0	100
Total	Total	51913344	36781276	70.8513	36781276	0	100	0.0000
Whether resolution is Pass or Not.								Yes

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration of cost auditor				
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36770917	29684365	80.7278	29684365	0	100	0.0000
	Poll		7086552	19.2722	7086552	0	100	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		36770917	36770917	100.0000	36770917	0	100
Public- Institutions	E-Voting	0	0	0	0	0	-	0.0000
	Poll		0	0	0	0	-	0.0000
	Postal Ballot (if applicable)		0	0	0	0	-	0.0000
	Total		0	0	0.0000	0	0	-
Public- Non institutions	E-Voting	15142427	10101	0.0667	10101	0	100	0.0000
	Poll		258	0.0017	258	0	100	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		15142427	10359	0.0684	10359	0	100
Total	Total	51913344	36781276	70.8513	36781276	0	100	0.0000
Whether resolution is Pass or Not.								Yes

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment and continuance of Shri. R. Raajagopalan as an independent Director of the Company by way of Special resolution				
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36770917	29684365	80.7278	29684365	0	100	0.0000
	Poll		7086552	19.2722	7086552	0	100	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		36770917	36770917	100.0000	36770917	0	100
Public- Institutions	E-Voting	0	0	0	0	0	-	0.0000
	Poll		0	0	0	0	-	0.0000
	Postal Ballot (if applicable)		0	0	0	0	-	0.0000
	Total		0	0	0.0000	0	0	-
Public- Non Institutions	E-Voting	15142427	10101	0.0667	10101	0	100	0.0000
	Poll		258	0.0017	258	0	100	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		15142427	10359	0.0684	10359	0	100
Total	Total	51913344	36781276	70.8513	36781276	0	100	0.0000
Whether resolution is Pass or Not.								Yes



Handwritten signature



October 1, 2018

Form MGT 13
Combined Report of Scrutinizer (E-voting & Poll)
{Pursuant to Rule Section 108 of the Companies Act, 2013 and Rule 20(xi) of the
Companies (Management and Administration) Rules, 2014}

To

The Chairman,
24th Annual General Meeting of the shareholders of
Raj Television Network Limited held on 29th day of September, 2018
at Bharatiya Vidya Bhavan,
No. 18-22, East Mada Street, Mylapore, Chennai-600 004, at 10.00 A.M.,

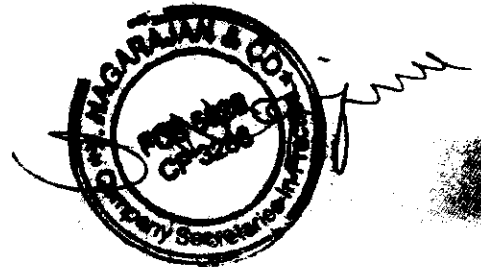
Dear Sir,

Sub: Scrutinizer's report for the E-voting & Poll on the 24th Annual General Meeting of the
Company

I, V. Nagarajan, Practising Company Secretary have been appointed by the Board of Directors of M/s Raj Television Network Limited, (The Company) as a Scrutinizer for the purpose of Scrutinizing the E-voting process and Poll taken on the resolution(s) mentioned in the 24th Annual General Meeting of the equity shareholders of the company held on the 29th day of September, 2018 at Bharatiya Vidya Bhavan, 18-22, East Mada Street, Mylapore, Chennai-600 004, at 10.00 A.M.

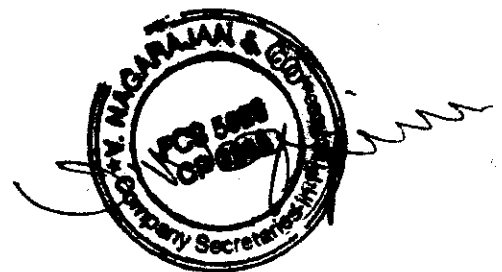
My responsibility as a Scrutinizer for the e-voting and Poll process is restricted to make Scrutinizer report of the company vote cast "in favour" or "against" and/or "invalid" the resolutions stated above, based on the ballot papers handed over to us by the company in a duly sealed/locked box and the reports generated from the e-voting system provided by M/s CDSL/Cameo Corporate Services Limited (www.evotingindia.com) the authorized agency to provide the e-voting facilities, engaged by the company and ballot papers handed over to us by the company respectively.

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



- i) The e-voting period was open from 26th September, 2018 at 9.00 AM to 28th September, 2018 at 5.00 PM. We further confirm that e-voting option/facility was closed after 5.00 PM on 28th September 2018.
- ii) The members of the company as on the "Cut-off date" i.e., 22nd day of September, 2018 were entitled to vote on resolutions (Item No. 01 to 05) as set out in the Notice of the 24th AGM of the Company.
- iii) Thereafter the details containing inter-alia, list of Equity shareholders, who "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Cameo Corporate Services Limited. And CDSL Website (<https://www.evotingindia.com>) and based on such reports generated, the results of the e-voting are as under:
- iv) After the time fixed for closing of the poll by the Chairman, 1 (One) ballot boxes were kept for polling were locked in my presence with due identification marks placed by me.
- v) The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Share Transfer Agent M/s Cameo Corporate Services Limited, and the authorization/proxies lodged with the company.
- vi) The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

The combined results of the e-voting and poll are as follows:



Item No.1

Ordinary Resolution

To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2018 including audited Balance Sheet as at 31st March, 2018 and the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

i) Voted In Favour of the Resolution

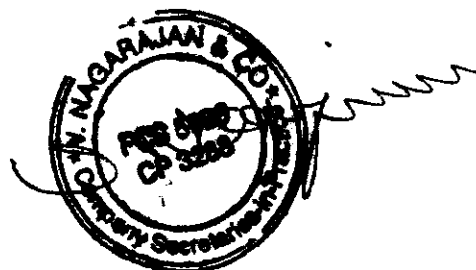
Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
19	36781276	100

ii) Voted against the Resolution

Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
NIL	NIL	NIL

iii) Invalid Votes

Number of members whose votes were declared invalid	Total Number of Votes cast by them
1	12



Item No.2

Ordinary Resolution

To appoint a Director in place of Smt Vijayalakshmi Ravindran (Holding DIN: 00716224), who retires by rotation and being eligible, offers herself for re-appointment.

i) Voted In Favour of the Resolution

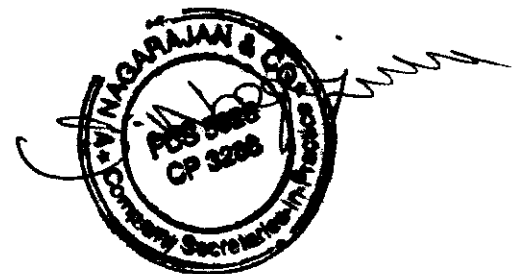
Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
19	36781276	100

ii) Voted against the Resolution

Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
NIL	NIL	NIL

iii) Invalid Votes

Number of members whose votes were declared invalid	Total Number of Votes cast by them
1	12



Item No.3

Ordinary Resolution

Ratification of remuneration paid/payable to M/s. N. Naresh & Co., Chartered Accountants (ICAI Firm Registration FRN 011293S) as statutory auditors of the Company.

i) Voted in Favour of the Resolution

Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
19	36781276	100

ii) Voted against the Resolution

Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
NIL	NIL	NIL

iii) Invalid Votes

Number of members whose votes were declared invalid	Total Number of Votes cast by them
1	12



Special Business

Item No.4

Ordinary Resolution – Appointment and ratification of remuneration paid/payable to the Cost Auditors Ms.S. Subhashini, Cost Accountants, Chennai (Registration no: 22904)

i) **Voted in Favour of the Resolution**

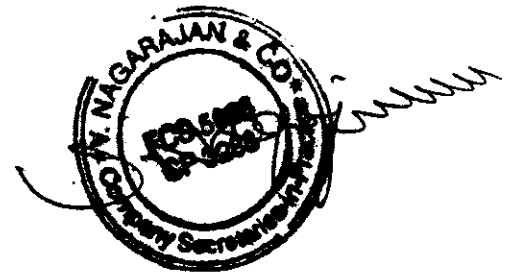
Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
19	36781276	100

ii) **Voted against the Resolution**

Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
NIL	NIL	NIL

iii) **Invalid Votes**

Number of members whose votes were declared invalid	Total Number of Votes cast by them
1	12



Item No.5

Special Resolution – Re-Appointment of Dr. R.Rajagopalan as an Independent Director of the company.

“Resolved that pursuant to Sections 149, 152 and other applicable provisions of Companies Act, 2013 (‘Act’) and the rules made thereunder read with Schedule IV of the Act, Dr. R. Rajagopalan, (Holding DIN: 00717140) who holds the office of the Independent Directorship of the company and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation for a period of five years from 1st October , 2018 until September 30, 2023.

i) Voted in Favour of the Resolution

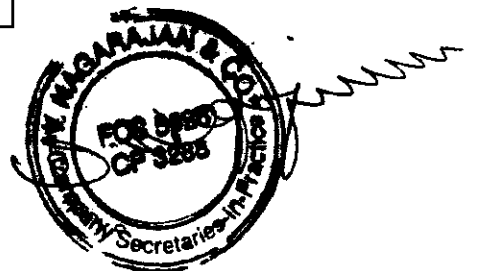
Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
19	36781276	100

ii) Voted against the Resolution

Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
NIL	NIL	NIL

iii) Invalid Votes

Number of members whose votes were declared invalid	Total Number of Votes cast by them
1	12




5. A Compact Disc (CD) containing the details of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

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

Thanking you,

Yours faithfully,

For V.Nagarjan & Co.,
Company Secretaries In Practice

 **V. NAGARAJAN & CO**
Company Secretaries In Practice

V.Nagarajan
Proprietor
FCS 5626
CP 3288

V.NAGARAJAN
PROPRIETOR
FCS 5626 CP 3288