



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

27th September 2019

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

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

Scrip Code: 532733, Scrip Id: SUNTV

Symbol: SUNTV, Series: EQ

Sir,

Sub: Proceedings of 34th 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 (Listing Regulations) as amended from time to time, please find enclosed the details of the proceedings of the 34th Annual General Meeting of the Company held on Friday, September 27, 2019 (commenced at 10.00 a.m. and concluded at 10.25 a.m.) at Kalaignar Arangam, Anna Arivalayam, 367/369, Anna Salai, Teynampet, Chennai - 600 018.

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 34TH ANNUAL GENERAL MEETING OF SUN TV NETWORK LIMITED HELD ON 27TH SEPTEMBER 2019

The 34th Annual General Meeting (the AGM) of the members of Sun TV Network Limited was held on Friday, 27th September 2019 at 10.00 a.m. at Kalaignar Arangam, Anna Arivalayam, 367 / 369, Anna Salai, Teynampet, Chennai - 600 018 and concluded at 10.25 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 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 present.

The Chairman, then 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 24th September, 2019 and ended at 5.00 p.m. on 26th September, 2019. Mrs. Lakshmmi Subramanian, Practicing Company Secretary, Chennai was appointed as scrutinizer to e-voting process.

Further the Chairman requested the members who have not voted electronically to cast their votes physically on the ballot paper and deposit the same in the ballot box available at the venue.

The Chairman announced that the results of voting will be posted in the website of the Company within 48 hours from the conclusion of the meeting.





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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, 2019 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 (the Board) 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. K. Vijaykumar, (DIN 03578076) 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 2019-20. (Ordinary Resolution)
5. Regularise the appoint of Mrs. Mathipoorana Ramakrishan as an Independent Director. (Ordinary Resolution)

Thereafter, the clarification sought by the members were suitably answered and there being no other business, the Chairman announced the formal closure of the 34th AGM. Mr. Mahesh Kumar, Managing Director of the Company proposed the voted of thanks.

For Sun TV Network Limited

R. Ravi

Company Secretary & Compliance Officer

	SUN TV NETWORK LIMITED
Date of the AGM/EGM	27-09-2019
Total number of shareholders on record date	55797
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	4814
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable



Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2019 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
	Total		29,55,63,457	100.0000	29,55,63,457	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	7,10,02,665	6,03,34,697	84.9753	6,02,33,095	1,01,602	99.8316	0.1683	0	14,22,116
	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		6,03,34,697	84.9753	6,02,33,095	1,01,602	99.8316	0.1684	0	1422116
Public- Non Institutions	E-Voting	2,75,18,498	1,38,83,232	50.4505	1,38,83,184	48	99.9996	0.0003	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		1,38,83,232	50.4505	1,38,83,184	48	99.9997	0.0003	0	0
Total		39,40,84,620	36,97,81,386	93.8330	36,96,79,736	1,01,650	99.9725	0.0275	0	1422116



Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Confirmation of Interim Dividend already paid, as final dividend for the financial year ended March 31, 2019.									
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	7,10,02,665	6,03,94,769	85.0599	6,02,93,167	1,01,602	99.8317	0.1682	0	13,62,044
	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		6,03,94,769	85.0599	6,02,93,167	1,01,602	99.8318	0.1682	0	1362044
Public- Non Institutions	E-Voting	2,75,18,498	1,38,83,208	50.4505	1,38,83,095	113	99.9991	0.0008	0	24
	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		1,38,83,208	50.4505	1,38,83,095	113	99.9992	0.0008	0	24
Total		39,40,84,620	36,98,41,434	93.8482	36,97,39,719	1,01,715	99.9725	0.0275	0	1362068



Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To re-appoint a Director in the place of Mr.K.Vijaykumar DIN 03578076 who retires by rotation and being eligible, offers himself 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	% 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	7,10,02,665	5,78,92,372	81.5355	5,63,56,205	15,36,167	97.3465	2.6534	0	38,64,441
	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		5,78,92,372	81.5355	5,63,56,205	15,36,167	97.3465	2.6535	0	3864441
Public- Non Institutions	E-Voting	2,75,18,498	1,38,83,232	50.4505	1,38,83,133	99	99.9992	0.0007	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		1,38,83,232	50.4505	1,38,83,133	99	99.9993	0.0007	0	0
Total		39,40,84,620	36,73,39,061	93.2132	36,58,02,795	15,36,266	99.5818	0.4182	0	3864441



Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of Remuneration of the Cost Auditor for the financial year ending 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	% 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	7,10,02,665	6,03,94,769	85.0599	6,02,93,167	1,01,602	99.8317	0.1682	0	13,62,044
	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		6,03,94,769	85.0599	6,02,93,167	1,01,602	99.8318	0.1682	0	1362044
Public- Non Institutions	E-Voting	2,75,18,498	1,38,83,232	50.4505	1,38,83,097	135	99.9990	0.0009	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		1,38,83,232	50.4505	1,38,83,097	135	99.9990	0.0010	0	0
Total	39,40,84,620	36,98,41,458	93.8482	36,97,39,721	1,01,737	99.9725	0.0275	0	1362044	



Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - Regularise the appointment of Mrs. Mathipoorana Ramakrishanan as an Independent Director of the Company.									
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	0.0000	0
Public- Institutions	E-Voting	7,10,02,665	5,69,70,146	80.2366	5,04,39,919	65,30,227	88.5374	11.4625	0	47,86,667
	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		5,69,70,146	80.2366	5,04,39,919	65,30,227	88.5375	11.4625	0	4786667
Public- Non Institutions	E-Voting	2,75,18,498	1,38,83,232	50.4505	1,38,83,079	153	99.9988	0.0011	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		1,38,83,232	50.4505	1,38,83,079	153	99.9989	0.0011	0	0
Total		39,40,84,620	36,64,16,835	92.9792	35,98,86,455	65,30,380	98.2178	1.7822	0	4786667



Consolidated Scrutinizer's Report
[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of **34th Annual General Meeting** of the Shareholders of M/s. Sun TV Network Limited held on Friday, 27th September, 2019 at 10.00 a.m. at Kalaignar Arangam, Anna Arivalayam, 367/369, Anna Salai, Teynampet, Chennai – 600 018.

Dear Sir,

1. I, Lakshmi Subramanian, a Practising Company Secretary, have been appointed as a scrutinizer by the board of Directors of M/s. Sun TV Network Limited (The Company) for the purpose of
 - (i) Scrutinizing the E-voting process (Remote e-voting) under the provisions of section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended (Rules) and,
 - (ii) Poll under the provisions of section 109 of the Companies Act, 2013 read with Rule 21 of the rules, on the resolutions contained in the notice to the 34th Annual General Meeting of the Shareholders of M/s. Sun TV Network Limited held on 27th September, 2019 at 10 A.M at Kalaignar Arangam, Anna Arivalayam, 367/369, Anna Salai, Teynampet, Chennai – 600 018.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. by remote e-voting and voting by poll at the AGM) for the resolutions contained in the notice to the 34th Annual General Meeting (AGM) of the Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting and poll at the AGM) is restricted to make a consolidated Scrutinizer's report of the votes cast; in favour or against the resolution based on the reports generated from the e-voting system provided by M/s. Karvy Fintech Private Limited, the agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting) and the Physical Ballot voting data compiled, generated and provided by the same.

2. I have issued separate Scrutinizer's Report dated 27th September, 2019 on the remote e-voting through electronic system and on the poll on the resolutions contained in the notice to the AGM. I submit herewith my consolidated scrutinizer's report on the results of voting through electronic means (i.e. by remote e-voting and poll at the AGM) as follows:



1-To receive, consider and adopt the Financial Statements of the Company prepared under Indian Accounting Standards (Ind-AS) as on a Standalone and Consolidated basis, for the financial year ended 31st March, 2019 and the Reports of the Board of Directors (the Board) 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 options received (E-Voting)	237	371258868
Total Number of Ballot Papers Received (Physical Voting)	NIL	NIL
Voted in Less Numbers (E-Voting)	-	55366
Invalid Votes:		
E-voting (Abstained)	7	1422116
Physical Voting	NIL	NIL
Total Valid Votes		
Evoting	230	369781386
Physical Voting	NIL	NIL
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	217	369679736
Number of valid votes cast in favour of the Resolution (Physical Voting)	NIL	NIL
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	13	101650
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.97%	

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



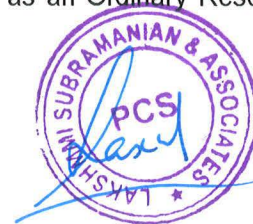
2- To confirm the Interim Dividends of Rs. 5.00/- per Equity share (100%) of face value of Rs.5 each declared on August 10, 2018, and Rs. 2.50/- per equity share (50%) respectively declared on November 02, 2018, February 08, 2019 and March 8, 2019 already paid, as final Dividend for the financial year ended March 31, 2019.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	237	371258868
Total Number of Ballot Papers Received (Physical Voting)	NIL	NIL
Voted in Less Numbers (E-Voting)	-	55366
Invalid Votes:		
E-voting (Abstained)	7	1362068
Physical Voting	NIL	NIL
Total Valid Votes		
Evoting	230	369841434
Physical Voting	NIL	NIL
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	213	369739719
Number of valid votes cast in favour of the Resolution (Physical Voting)	NIL	NIL
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	17	101715
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.97%	

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



3- To appoint a Director in place of Mr. K. Vijaykumar (DIN:03578076) who retires by rotation, and being eligible, offers himself for reappointment.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	237	371258868
Total Number of Ballot Papers Received (Physical Voting)	NIL	NIL
Voted in Less Numbers (E-Voting)	-	55366
Invalid Votes:		
E-voting (Abstained)	8	3864441
Physical Voting	NIL	NIL
Total Valid Votes		
Evoting	229	367339061
Physical Voting	NIL	NIL
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	207	365802795
Number of valid votes cast in favour of the Resolution (Physical Voting)	NIL	NIL
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	22	1536266
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.58%	

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



SPECIAL BUSINESS

4- Ratification of the 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 options received (E-Voting)	237	371258868
Total Number of Ballot Papers Received (Physical Voting)	NIL	NIL
Voted in Less Numbers (E-Voting)	-	55366
Invalid Votes:		
E-voting (Abstained)	6	1362044
Physical Voting	NIL	NIL
Total Valid Votes		
E-voting	231	369841458
Physical Voting	NIL	NIL
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	215	369739721
Number of valid votes cast in favour of the Resolution (Physical Voting)	NIL	NIL
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	16	101737
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.97%	

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



5- To regularize the appointment of Mrs. Mathipoorana Ramakrishnan as an Independent Director.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	237	371258868
Total Number of Ballot Papers Received (Physical Voting)	NIL	NIL
Voted in Less Numbers (E-Voting)	-	55366
Invalid Votes:		
E-voting (Abstained)	14	4786667
Physical Voting	NIL	NIL
Total Valid Votes		
E-voting	223	366416835
Physical Voting	NIL	NIL
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	175	359886455
Number of valid votes cast in favour of the Resolution (Physical Voting)	NIL	NIL
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	48	6530380
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	98.22%	

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

Therefore I am forwarding the consolidated voting results casted through E-voting and Poll for the 34th Annual General Meeting of the Shareholders of M/s. Sun TV Network Limited held on 27th September, 2019 at 10.00 a.m. at Kalaingar Arangam, Anna Arivalayam, 367/369, Anna Salai, Teynampet, Chennai – 600 018.

For and on Behalf of Lakshmi Subramanian & Associates

Lakshmi Subramanian
Scrutinizer



Date: 27.09.2019