

**Details of Voting Results at 8<sup>th</sup> Annual General Meeting held on August 12, 2014**  
(Pursuant to Clause 35A of the Listing Agreement)

**A. Details of Attendance at Annual General Meeting:**

Particulars	Details
Date of AGM	August 12, 2014
Total number of Equity shareholders as on Book Closure	129450
No of Equity Shareholders present in the meeting either in person or through proxy	
a) Promoters & Promoter Group	8
b) Public	51
No of Equity Shareholders attended the meeting through video conferencing	
a) Promoters & Promoter Group	0
b) Public	0
Details of Agenda	As detailed in 'B' below
Resolution required	
Mode of Voting	
Voting results	

**B. Details of E-Voting for all items proposed at Annual General Meeting**

**Item No. 1 - Ordinary Resolution**

To receive, consider and adopt the Audited Financial Statements of the Company, on a standalone and consolidated basis, for the financial year ended March 31, 2014 including the Balance Sheet as at March 31, 2014, Statement of Profit & Loss of the Company for the financial year ended on that date, and the Reports of the Auditors and Directors thereon.

Category	Promoter & Promoter Group	Public - Instl Shareholders	Public Others	Total
No of Shares held as at Cut-off date of 11th July 2014	447,242,427	5,21,52,777	11,48,17,711	61,42,12,915
No of Votes Polled	447,242,427	1,76,97,802	13,192	46,49,53,421
% of Votes polled to outstanding Equity Shares	100%	33.93%	0.01%	75.70%
No of Votes in favor	447,242,427	1,76,97,802	8,192	46,49,48,421
No of Votes against	0	0	5,000	5000
% of Votes in favor on Votes Polled	100.00%	100.00%	62.10%	100.00%
& of Votes against on Votes Polled	0.00%	0.00%	37.90%	0.00%




### Item No. 2 - Ordinary Resolution

To appoint a Director in place of Mr.Subodh Kumar, IAS (Retd.) (DIN 02151793), who retires by rotation at this meeting and being eligible, offers himself for reappointment.

Category	Promoter & Promoter Group	Public - Instl Shareholders	Public Others	Total
No of Shares held as at Cut-off date of 11th July 2014	447,242,427	5,21,52,777	11,48,17,711	61,42,12,915
No of Votes Polled	447,242,427	1,76,97,802	13,192	46,49,53,421
% of Votes polled to outstanding Equity Shares	100%	33.93%	0.01%	75.70%
No of Votes in favor	447,242,427	1,76,97,802	7,542	46,49,47,771
No of Votes against	0	0	5,650	5,650
% of Votes in favor on Votes Polled	100.00%	100.00%	57.17%	100.00%
& of Votes against on Votes Polled	0.00%	0.00%	42.83%	0.00%

### Item No. 3 - Ordinary Resolution

To re-appoint M/s. Walker Chandiook & Co., Chartered Accountants, New Delhi, having Firm Registration No. 001076N, as the Statutory Auditors of the Company to hold such office from the conclusion of this meeting until the conclusion of next Annual General Meeting at remuneration to be determined by the Board of Directors of the Company.

Category	Promoter & Promoter Group	Public - Instl Shareholders	Public Others	Total
No of Shares held as at Cut-off date of 11th July 2014	447,242,427	5,21,52,777	11,48,17,711	61,42,12,915
No of Votes Polled	447,242,427	1,76,97,802	13,192	46,49,53,421
% of Votes polled to outstanding Equity Shares	100%	33.93%	0.01%	75.70%
No of Votes in favor	447,242,427	1,76,97,802	8,092	46,49,48,321
No of Votes against	0	0	5,100	5,100
% of Votes in favor on Votes Polled	100.00%	100.00%	61.34%	100.00%
& of Votes against on Votes Polled	0.00%	0.00%	38.66%	0.00%


**Item No. 4 - Ordinary Resolution**

**Appointment of Mr. B.K.Syngal as an Independent Director, not liable to retire by rotation for the period until March 31, 2017**

Category	Promoter & Promoter Group	Public - Instl Shareholders	Public Others	Total
No of Shares held as at Cut-off date of 11th July 2014	447,242,427	5,21,52,777	11,48,17,711	61,42,12,915
No of Votes Polled	447,242,427	1,76,97,802	13,192	46,49,53,421
% of Votes polled to outstanding Equity Shares	100%	33.93%	0.01%	75.70%
No of Votes in favor	447,242,427	1,76,97,802	7592	46,49,47,821
No of Votes against	0	0	5,600	5,600
% of Votes in favor on Votes Polled	100.00%	100.00%	57.55%	100.00%
& of Votes against on Votes Polled	0.00%	0.00%	42.45%	0.00%

**Item No. 5 - Ordinary Resolution**

**Appointment of Mr Vinod Kumar Bakshi as an Independent Director, not liable to retire by rotation, for the period until March 31, 2017**

Category	Promoter & Promoter Group	Public - Instl Shareholders	Public Others	Total
No of Shares held as at Cut-off date of 11th July 2014	447,242,427	5,21,52,777	11,48,17,711	61,42,12,915
No of Votes Polled	447,242,427	1,76,97,802	13,192	46,49,53,421
% of Votes polled to outstanding Equity Shares	100%	33.93%	0.01%	75.70%
No of Votes in favor	447,242,427	1,76,97,802	7592	46,49,47,821
No of Votes against	0	0	5,600	5,600
% of Votes in favor on Votes Polled	100.00%	100.00%	57.55%	100.00%
& of Votes against on Votes Polled	0.00%	0.00%	42.45%	0.00%


#### Item No. 6 - Ordinary Resolution

Appointment of Mr. Sureshkumar Agarwal as an Independent Director, not liable to retire by rotation, for the period until March 31, 2017

Category	Promoter & Promoter Group	Public - Instl Shareholders	Public Others	Total
No of Shares held as at Cut-off date of 11th July 2014	447,242,427	5,21,52,777	11,48,17,711	61,42,12,915
No of Votes Polled	447,242,427	1,76,97,802	13,192	46,49,53,421
% of Votes polled to outstanding Equity Shares	100%	33.93%	0.01%	75.70%
No of Votes in favor	447,242,427	1,76,97,802	7592	46,49,47,821
No of Votes against	0	0	5,600	5,600
% of Votes in favor on Votes Polled	100.00%	100.00%	57.55%	100.00%
& of Votes against on Votes Polled	0.00%	0.00%	42.45%	0.00%

#### Item No. 7 - Special Resolution

Approval for appointment of Mr. Anil Kumar Malhotra as Manager of the Company for a period of one year commencing from October 23, 2013 on the terms & conditions including remunerations as set out in the Explanatory Statement annexed to the Notice convening the AGM

Category	Promoter & Promoter Group	Public - Instl Shareholders	Public Others	Total
No of Shares held as at Cut-off date of 11th July 2014	447,242,427	5,21,52,777	11,48,17,711	61,42,12,915
No of Votes Polled	447,242,427	1,76,97,802	13,192	46,49,53,421
% of Votes polled to outstanding Equity Shares	100%	33.93%	0.01%	75.70%
No of Votes in favor	447,242,427	1,76,97,802	8,142	46,49,48,321
No of Votes against	0	0	5,050	5000
% of Votes in favor on Votes Polled	100.00%	100.00%	61.34%	100.00%
& of Votes against on Votes Polled	0.00%	0.00%	38.28%	0.00%


**Item No. 8 - Special Resolution**

**Authorise the Board to Borrow in excess of Paid-up Capital and Free Reserves as per Section 180(1)(c) of the Companies Act, 2013**

<b>Category</b>	<b>Promoter &amp; Promoter Group</b>	<b>Public - Instl Shareholders</b>	<b>Public Others</b>	<b>Total</b>
No of Shares held as at Cut-off date of 11th July 2014	447,242,427	5,21,52,777	11,48,17,711	61,42,12,915
No of Votes Polled	447,242,427	1,76,97,802	13,192	46,49,53,421
% of Votes polled to outstanding Equity Shares	100%	33.93%	0.01%	75.70%
No of Votes in favor	447,242,427	1,76,97,802	8,192	46,49,48,421
No of Votes against	0	0	5,000	5000
% of Votes in favor on Votes Polled	100.00%	100.00%	62.10%	100.00%
& of Votes against on Votes Polled	0.00%	0.00%	37.90%	0.00%

**SITI CABLE NETWORK LIMITED**

  
**Suresh Kumar**  
**Company Secretary**



Place: Delhi

Date: August 13, 2014

# CS Satish K. Shah

B.A., LLB, FCS.

**Company Secretary**

(FCS1313; CP-3142; Trade Marks Agent Code No. 1503)

August 09, 2014

The Board of Directors  
Siti Cable Network Limited  
Continental Building,  
135, Dr. Annie Besant Road,  
Worli, Mumbai 400 018

Dear Sirs,

## **Re: SCRUTINISERS' REPORT**

Report on E-voting conducted by Siti Cable Network Limited ('the Company'), in relation to all resolutions proposed at the 8th Annual General Meeting of the Equity Shareholders of the Company scheduled on Thursday, 12<sup>th</sup> August 2014.

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- The Company has provided E-voting facility to the Equity Shareholders, in terms of Clause 35B of the Listing Agreement with Stock Exchanges and provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management & Administration) Rules, 2014, relating to all businesses proposed at the 8th Annual General Meeting. The undersigned was appointed as Scrutinizer by the Company on May 29, 2014, to conduct the E-voting in a fair and transparent manner and to scrutinize votes cast by the Equity Shareholders and submit a report thereon to the Board of Directors.
  - The Company had availed E-voting platform/facility provided by Central Depository Services (India) Limited ('CDSL'). The E-voting, to be exercised by the Equity Shareholders of the Company as at July 11, 2014, commenced on Wednesday, August 6<sup>th</sup>, 2014 at 9.00 a.m. and concluded on Friday, August 08, 2014 at 6.00 p.m.

Pursuant to Rule 20(xi) of Companies (Management & Administration) Rules, 2014, I unblocked the E-voting on CDSL platform, in the presence of Mrs. Prabha Shah and Ms. Aishni Parab, both residing at Lok Everest, Jatashankar Dosa Road, Mulund, (West), Mumbai 400 080. These witnesses are not in the employment with the Company.

Based on the report and details downloaded from CDSL website, after conclusion of voting period, I hereby report that 29 Equity Shareholders casted their Votes electronically, on each of the 8 Agenda items as per details mentioned herein:



B-7/201, LOK EVEREST, Jatashankar Dosa Road, Mulund (W), Mumbai - 400 080  
Telefax : 25689808 / Cell : 7738036028 / E-mail:satshah@gmail.com

# CS Satish K. Shah

B.A., LLB, FCS.

Company Secretary

(FCS1313; CP-3142; Trade Marks Agent Code No. 1503)

## Item No. 1 – Ordinary Resolution - Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2014

<b>Voted in Favor of Resolution</b>		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
28	464948421	100.00%
<b>Voted Against the Resolution</b>		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
1	5000	0.00%
<b>Abstained from Voting on Resolution</b>		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
0	0	0
<b>Total</b>	464953421	<b>100.00%</b>

## Item No. 2 – Ordinary Resolution – Appointment of Mr. Subodh Kumar as Director

<b>Voted in Favor of Resolution</b>		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
24	464947771	100.00%
<b>Voted Against the Resolution</b>		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
5	5650	0.00%
<b>Abstained from Voting on Resolution</b>		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
0	0	0
<b>Total</b>	464953421	<b>100.00%</b>

## Item No. 3 – Ordinary Resolution - Re-appointment of Statutory Auditors

<b>Voted in Favor of Resolution</b>		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
26	464948321	100.00%
<b>Voted Against the Resolution</b>		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
3	5100	0.00%
<b>Abstained from Voting on Resolution</b>		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
0	0	0
<b>Total</b>	464953421	<b>100.00%</b>



B-2/201, LOK EVEREST, Jatashankar Dosa Road, Mulund (W), Mumbai - 400 080  
Telefax : 25689808 / Cell : 7738036028 / E-mail: satshah@gmail.com

# CS Satish K. Shah

B.A., LLB, FCS.

Company Secretary

(FCS1313; CP-3142; Trade Marks Agent Code No. 1503)

## Item No. 4 – Ordinary Resolution – Appointment of Mr. B.K. Syngal as Independent Director of the Company.

Voted in Favor of Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
25	464947821	100.00%
Voted Against the Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
4	5600	0.00%
Abstained from Voting on Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
0	0	0
<b>Total</b>	<b>464953421</b>	<b>100.00%</b>

## Item No. 5 – Ordinary Resolution–Appointment of Mr. Vinod Kumar Bakshi as Independent Director of the Company.

Voted in Favor of Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
25	464947821	100.00%
Voted Against the Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
4	5600	0.00%
Abstained from Voting on Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
0	0	0
<b>Total</b>	<b>464953421</b>	<b>100.00%</b>

## Item No. 6 – Ordinary Resolution–Appointment of Mr. Sureshkumar Agarwal as Independent Director of the Company.

Voted in Favor of Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
25	464947821	100.00%
Voted Against the Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
4	5600	0.00%
Abstained from Voting on Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
0	0	0
<b>Total</b>	<b>464953421</b>	<b>100.00%</b>



B-2/201, LOK EVEREST, Jatashankar Dosa Road, Mulund (W), Mumbai - 400 080  
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# CS Satish K. Shah

B.A., LLB, FCS.

**Company Secretary**

(FCS1313; CP-3142; Trade Marks Agent Code No. 1503)

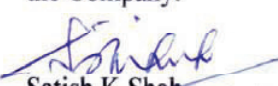
## Item No. 7-Special Resolution- Appointment of Mr. Anil Kumar Malhotra as Manager.

<b>Voted in Favor of Resolution</b>		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
26	464948321	100.00%
<b>Voted Against the Resolution</b>		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
2	5050	0.00%
<b>Abstained from Voting on Resolution</b>		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
1	50	0
<b>Total</b>	<b>464953421</b>	<b>100.00%</b>

## Item No. 8 – Special Resolution – Approval of Borrowing powers to the Board.

<b>Voted in Favor of Resolution</b>		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
28	464948421	100.00%
<b>Voted Against the Resolution</b>		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
1	5000	0.00%
<b>Abstained from Voting on Resolution</b>		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
0	0	0
<b>Total</b>	<b>464953421</b>	<b>100.00%</b>

All the records relating to electronic voting shall remain in my safe custody until the Chairman of the Annual General Meeting considers, approves and signs the minutes of the 8th Annual General Meeting and shall thereafter be handed over to the Company Secretary of the Company.

  
Satish K. Shah

FCS-1313, CP-3142

B-2/201 Lok Everest,

Jatashankar Dosa Road, Mulund, (West) Mumbai – 400 080.

