



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

23rd September 2016

BSE Limited
Floor 25, P J Towers,
Dalal Street,
Mumbai - 400 001

Sir,

Sub: Outcome of 31st Annual General Meeting
Symbol: Scrip Code: 532733, Scrip Id: SUN TV
Ref: Disclosure under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform that the 31st Annual General Meeting of the Company held on Friday, 23rd September, 2016 at 10.00 a.m. at Kalaignar Arangam, Anna Arivalayam, 367/369, Anna Salai, Teynampet, Chennai - 600 018 passed all the resolutions as specified below with requisite majority:

1. Adoption of financial statements as at 31st March 2016 including the Audited Balance Sheet as at 31st March 2016 and Statement of Profit & Loss for the financial year ended on that date together with the Reports of Directors and Auditors thereon.
2. Confirmation of Interim Dividend already paid, as final dividend for the financial year 2015-16.
3. Re-appointment of Mrs. Kavery Kalanithi as Director of the Company, who retires by rotation.
4. Ratification of appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants, FRN 101049W as Statutory Auditors of the Company and to fix their remuneration.

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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SUN TV NETWORK LIMITED								
31ST ANNUAL GENERAL MEETING - REGULATION 44(3) OF (LODR), 2015								
CATEGORY WISE - SUMMARY OF POLL RESULTS								
SCRIP CODE : 532733, SCRIP ID : SUN TV								
Date of AGM						23.09.2016		
Total number of shareholders on record date						29282		
No. of shareholders present in the meeting either in person or through proxy								
Promoters and Promoter Group						1		
Public						3304		
No. of shareholders present in the meeting through Video Conferencing						Nil		
Promoters and Promoter Group						Nil		
Public						Nil		
Agenda wise								
1 Adoption of the Audited Balance Sheet as at 31 st March 2016 and Statement of Profit & Loss for the financial year ended on that date together with the Reports of Directors and Auditors thereon.								
Resolution No/Mode	Description	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Ordinary Resolution	Promoter & Promoter Group	295563457	295563457	100.00	295563457	0	100.00	0.00
	Public - Institutional holders	75370304	48595564	64.48	48595564	0	100.00	0.00
	Public - Others	23150859	15118504	65.30	15118487	17	100.00	0.00
	Total	394084620	359277525	91.17	359277508	17	100.00	0.00
2 Confirmation of Interim Dividend already paid, as final dividend for the financial year 2015-16.								
Ordinary Resolution	Promoter & Promoter Group	295563457	295563457	100.00	295563457	0	100.00	0.00
	Public - Institutional holders	75370304	51135336	67.85	51135336	0	100.00	0.00
	Public - Others	23150859	15118504	65.30	15118489	15	100.00	0.00
	Total	394084620	361817297	91.81	361817282	15	100.00	0.00
3 Re-appointment of Mrs. Kavery Kalanithi as a Director of the Company, who retires by rotation.								
Ordinary Resolution	Promoter & Promoter Group	295563457	295563457	100.00	295563457	0	100.00	0.00
	Public - Institutional holders	75370304	51135336	67.85	38383909	12751427	75.06	24.94
	Public - Others	23150859	15118502	65.30	15118330	172	100.00	0.00
	Total	394084620	361817295	91.81	349065696	12751599	96.48	3.52
4 Ratification of Appointment of M/s. S.R. Batliboli & Associates LLP, Chartered Accountants, as the Statutory Auditors of the company and to fix their remuneration.								
Ordinary Resolution	Promoter & Promoter Group	295563457	295563457	100.00	295563457	0	100.00	0.00
	Public - Institutional holders	75370304	48458745	64.29	48307285	151460	99.69	0.00
	Public - Others	23150859	15118504	65.30	15118442	62	100.00	0.00
	Total	394084620	359140706	91.13	358989184	151522	99.96	0.04

This is for your information and records.

Thanking you,

For Sun TV Network Limited

R. Ravi
 Company Secretary and Compliance Officer

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 31st Annual General Meeting of the Equity Shareholders of Sun TV Network Limited held on the 23rd September, 2016 at 10.00 am at Kalaignar Arangam, Anna Arivalayam, 367 / 369, Anna Salai, Teynampet, Chennai - 600 018.

Dear Sir,

1. I, Lakshmmi Subramanian, Senior Partner M/s. Lakshmmi Subramanian & Associates, Practising Company Secretaries, Chennai have been appointed as a scrutinizer by the board of directors of 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 act read with Rule 21 of the rules, on the resolutions contained in the notice to the 31st Annual General Meeting (AGM) of the Equity Shareholders of the Company, held on the 23rd September, 2016 at at 10.00 am at Kalaignar Arangam, Anna Arivalayam, 367 / 369, Anna Salai, Teynampet, Chennai - 600 018.
2. 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 31st AGM of the Equity 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 stated above, based on the reports generated from the e-voting system provided by M/s. Karvy Computershare Private Limited (Karvy), 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).

3. Voting Through E-voting :

The Company has availed the e-voting facility of M/s. Karvy Computershare Private Limited for the shareholders to cast their votes to the aforesaid resolutions through electronic mode.

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



- I. The Company on 29th August 2016 dispatched the notice under section 108 of the Companies Act, 2013 to the members whose name appeared on the Register of Members as on 19th August 2016 and to the directors and Auditors of the Company.
- II. The Company issued an advertisement in Financial Express & Maalai Chudar about the dispatch of the e-voting notice on 1st September 2016.
- III. The E-voting commenced on Tuesday, September 20, 2016 (9:00 am) and was open for 3 days up to the close of working hours at 17.00 hours IST on Thursday, September 22, 2016.
- IV. The votes cast by the members through electronic voting system was downloaded and collated from the website <https://evoting.karvy.com>.
- V. 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.

4. Voting Through Physical Ballot:

- I. After the time fixed for closing of the poll by the Chairman, the ballot box(es) kept for polling was locked in our presence with due identification mark placed by us.
 - II. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Transfer Agents of the Company and the authorizations / proxies lodged with the company.
 - III. The poll papers, which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.
5. 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. Consideration and Adoption of Audited Balance Sheet as at 31st March, 2016 and the Profit and Loss Account for the year ended on that date together with the reports of the Board of Directors and the 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)	216	361816943
Total Number of Ballot Papers Received (Physical Voting)	28	390
Abstained/Less Voted/ Invalid Votes:		
E-voting	5	2539772
Physical Voting	5	36
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	210*	359277154
Number of valid votes cast in favour of the Resolution (Physical Voting)	23	354
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	2*	17
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	100	

* A Shareholder has partially voted in favour of and partially voted against the above resolution.

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



2. Confirmation of Interim Dividend already paid, as final dividend for the financial year ended march 31,2016.

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)	216	361816943
Total Number of Ballot Papers Received (Physical Voting)	28	390
Abstained/Less Voted/ Invalid Votes:		
E-voting	0	0
Physical Voting	5	36
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	214	361816928
Number of valid votes cast in favour of the Resolution (Physical Voting)	23	354
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	2	15
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)		100

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



3. Appointment of a Director in place of Mrs. Kavery Kalanithi (DIN 00113905), Director 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 options received (E-Voting)	216	361816943
Total Number of Ballot Papers Received (Physical Voting)	28	390
Abstained/Less Voted/ Invalid Votes:		
E-voting	1	2
Physical Voting	5	36
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	111	349065347
Number of valid votes cast in favour of the Resolution (Physical Voting)	22	349
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	105	12751599
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	96.48	

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



4. **Ratification of Appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants as Statutory Auditors of the Company**

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)	216	361816943
Total Number of Ballot Papers Received (Physical Voting)	28	390
Abstained/Less Voted/ Invalid Votes:		
E-voting	9	2676591
Physical Voting	5	36
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	200	358988830
Number of valid votes cast in favour of the Resolution (Physical Voting)	23	354
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	7	151522
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)		99.96

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



Therefore I am forwarding the Consolidated voting results casted through E-voting and Poll for the 31st Annual General Meeting of the Equity Shareholders of Sun TV Network Limited held on the 23rd September, 2016 at 10.00 am at Kalaignar Arangam, Anna Arivalayam, 367 / 369, Anna Salai, Teynampet, Chennai – 600018.



Ms Lakshmmi Subramanian
Practising Company Secretary

C.P.No: 1087

FCS No: 3534

Date: 23-09-2016

Place: Chennai