



28th September, 2017

The National Stock Exchange of India Limited
Exchange Plaza, Fifth Floor
Plot no. C/1, G- Block
Bandra Kula Complex
Bandra (E), Mumbai – 400051

The BSE Limited
15th Floor, P J Towers
Dalal Street, Mumbai - 400001

Sub: - Voting result – 10th Annual General Meeting

Dear Sir/ Madam,


Pursuant to regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular no. CIR/CFD/CMD/8/2015, please find attached details of voting results of Tenth Annual General Meeting of the members of DEN Networks Limited held on Wednesday, September 27, 2017 at 11.30 A.M. at Sri Satya Sai Auditorium, Lodhi Road, Bhishm Pitamah Marg, New Delhi – 110 003, Delhi, in prescribed format.

The all resolutions have been passed with requisite majority, also find attached copy of scrutinizer report.

You are requested to take the note of the same in your record.

Thanking you,

For DEN Networks Limited


Jatin Mahajan
(Company Secretary)
Membership no. F6887

Encl: As stated above.

DEN Networks Limited

CIN: L92490DL2007PLC165673

Registered Office: 236, Okhla Industrial Estate, Phase – III, New Delhi – 110 020.

Landline: +91 11 40522200 || Facsimile: +91 11 40522203 || E-Mail : den@denonline.in || www.dennetworks.com

Name of the Company	DEN NETWORKS LIMITED
Date of the AGM/EGM	27-09-2017
Total number of shareholders on record date	11226
No. of shareholders present in the meeting either in person or through	
Promoters and Promoter Group:	6
Public:	2003
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

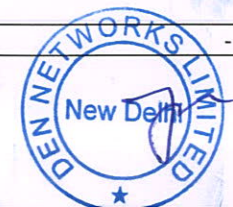
Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt audited standalone financial statements of the Company for the financial year ended March 31, 2017.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	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
Promoter and Promoter Group	E-Voting	713,60,420	713,60,420	100.00	713,60,420	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		713,60,420	100.00	713,60,420	-	100.00	-
Public- Institutions	E-Voting	359,71,040	237,36,063	65.99	237,36,063	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		237,36,063	65.99	237,36,063	-	100.00	-
Public- Non Institutions	E-Voting	884,44,385	543,55,540	61.46	543,55,531	9	100.00	-
	Poll		44,302	0.05	44,302	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		543,99,842	61.51	543,99,833	9	100.00	-
Total		1957,75,845	1494,96,325	76.36	1494,96,316	9	100.00	0.00

Resolution No.	2
----------------	---



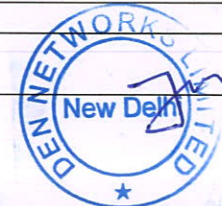
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt audited consolidated financial statements of the Company for the financial year ended March 31, 2017.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. 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
Promoter and Promoter Group	E-Voting	713,60,420	713,60,420	100.00	713,60,420	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		713,60,420	100.00	713,60,420	-	100.00	-
Public- Institutions	E-Voting	359,71,040	237,36,063	65.99	237,36,063	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		237,36,063	65.99	237,36,063	-	100.00	-
Public- Non Institutions	E-Voting	884,44,385	543,55,540	61.46	543,55,531	9	100.00	-
	Poll		44,302	0.05	44,302	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		543,99,842	61.51	543,99,833	9	100.00	-
	Total	1957,75,845	1494,96,325	76.36	1494,96,316	9	100.00	0.00

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr. Sameer Manchanda as a Director liable to retire by rotation.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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
Promoter and Promoter Group	E-Voting	713,60,420	247,05,870	34.62	247,05,870	-	100.00	-



	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		247,05,070	34.02	247,05,870		100.00	-
Public- Institutions	E-Voting	359,71,040	237,36,063	65.99	223,21,100	14,14,963	94.04	5.96
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		237,36,063	65.99	223,21,100	14,14,963	94.04	5.96
Public- Non Institutions	E-Voting	884,44,385	543,55,540	61.46	543,54,231	1,309	100.00	0.00
	Poll		44,302	0.05	44,302	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		543,99,842	61.51	543,98,533	1,309	100.00	0.00
	Total	1957,75,845	1028,41,775	52.53	1014,25,503	14,16,272	98.62	1.38

Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of Appointment of M/s. Deloitte Haskins & sells, Chartered Accountants, as the Statutory Auditors 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
Promoter and Promoter Group	E-Voting	713,60,420	713,60,420	100.00	713,60,420	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		713,60,420	100.00	713,60,420	-	100.00	-
Public- Institutions	E-Voting	359,71,040	237,36,063	65.99	237,36,063	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		237,36,063	65.99	237,36,063	-	100.00	-



	Total		237,36,063	65.99	237,36,063	-	100.00	-
Public- Non Institutions	E-Voting	884,44,385	543,55,540	61.46	543,55,531	9	100.00	-
	Poll		44,302	0.05	44,302	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		543,99,842	61.51	543,99,833	9	100.00	-
	Total	1957,75,845	1494,96,325	76.36	1494,96,316	9	100.00	0.00

Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - To regularize the appointment of Additional Director, Mr. Krishna Kumar Gangadharan.							
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
Promoter and Promoter Group	E-Voting	713,60,420	713,60,420	100.00	713,60,420	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		713,60,420	100.00	713,60,420	-	100.00	-
Public- Institutions	E-Voting	359,71,040	237,36,063	65.99	196,23,983	41,12,080	82.68	17.32
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		237,36,063	65.99	196,23,983	41,12,080	82.68	17.32
Public- Non Institutions	E-Voting	884,44,385	543,55,540	61.46	543,55,531	9	100.00	-
	Poll		44,302	0.05	44,302	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		543,99,842	61.51	543,99,833	9	100.00	-
	Total	1957,75,845	1494,96,325	76.36	1453,84,236	41,12,089	97.25	2.75



Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - To approve the remuneration payable to M/s. Ajay Kumar Singh & Co., Cost Accountants as cost auditors of the Company, for the financial year 2017-2018.							
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
Promoter and Promoter Group	E-Voting	713,60,420	713,60,420	100.00	713,60,420	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		713,60,420	100.00	713,60,420	-	100.00	-
Public- Institutions	E-Voting	359,71,040	237,36,063	65.99	237,36,063	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		237,36,063	65.99	237,36,063	-	100.00	-
Public- Non Institutions	E-Voting	884,44,385	543,55,540	61.46	543,55,531	9	100.00	-
	Poll		44,302	0.05	44,302	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		543,99,842	61.51	543,99,833	9	100.00	-
Total	1957,75,845	1494,96,325	76.36	1494,96,316	9	100.00	0.00	

Resolution No.	7							
Resolution required: (Ordinary/ Special)	ORDINARY - To consider and determine the fees for delivery of any document through a particular mode of delivery to the member(s) 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
Promoter and Promoter Group	E-Voting	713,60,420	713,60,420	100.00	713,60,420	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		713,60,420	100.00	713,60,420	-	100.00	-
Public- Institutions	E-Voting	359,71,040	237,36,063	65.99	237,36,063	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		237,36,063	65.99	237,36,063	-	100.00	-
Public- Non Institutions	E-Voting	884,44,385	543,55,540	61.46	543,55,531	9	100.00	-
	Poll		44,302	0.05	44,302	-	100.00	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		543,99,842	61.51	543,99,833	9	100.00	-
	Total	1957,75,845	1494,96,325	76.36	1494,96,316	9	100.00	0.00



SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and rule 21(2) of the Companies (management & Administration) Rules 2014 as amended]

To
The Chairman
DEN Networks Limited
236, Okhla Industrial Estate, Phase III
New Delhi – 110020

Dear Sir,
Sub- Consolidated Scrutinizer's Report on remote E-voting and voting through physical Ballot.

I Manoj Kumar Jain, Practicing Company Secretary, Proprietor of M/s AMJ & Associates, Companies Secretaries, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolutions at the Tenth Annual General Meeting of the Members of **DEN NETWORKS LIMITED** held on 27th day of September, 2017 at 11:30 AM at Sri Sathya Sai Auditorium, Lodhi Road, Bhishm Pitamah Marg, New Delhi-110003 through **E-voting** and voting through **Ballot (Physical)**.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made there under and the other applicable laws, relating to ballot voting including voting by electronic means. My responsibility as a scrutinizer is restricted to making a Scrutinizer's report of the votes cast by the members for the resolutions contained in the Notice of AGM held on 27.09.2017 based on the reports generated from the e-voting system provided by Karvy Computershare Pvt Ltd, the agency engaged by the Company to provide e-voting facilities for e-voting and scrutiny of the physical ballot received till the closing of the voting process.

After the time fixed for closing of the e-voting, i.e. 5:00 P.M. on 26th September, 2017, a final electronic report of the e-voting was generated by me by accessing the data available to me from the website 'www.evoting.karvy.com' of Karvy Computershare Pvt Ltd, the Agency to provide e-voting facility. Data regarding the e-votes was diligently scrutinized.

The physical ballots received till the closing of polling, were diligently scrutinized and reconciled with the records maintained by the Company through **Karvy Computershare Pvt Ltd, the Registrar and Transfer Agents** of the Company and the authorizations lodged with the Company.

The Consolidated Results are as under:

- (a) **Resolution No.-1 To Receive, consider and adopt audited standalone financial statements of the Company for the financial year ended March 31, 2017.**



(i) Voted in **favour** of the resolution:

Number of Members casted Votes (E-voting and Poll)	Number of votes cast by them	% of total number of valid votes cast
130	149496316	99.99

(ii) Voted **against** the resolution:

Number of Members casted Votes (E-voting and Poll)	Number of votes cast by them	% of total number of valid votes cast
1	9	0.01

(iii) **Invalid** votes:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them
0	0

(b) Resolution No.-2 To Receive, consider and adopt audited consolidated financial statements of the Company for the financial year ended March 31, 2017.

(i) Voted in **favour** of the resolution:

Number of Members casted Votes (E-voting and Poll)	Number of votes cast by them	% of total number of valid votes cast
130	149496316	99.99

(ii) Voted **against** the resolution:

Number of Members casted Votes (E-voting and Poll)	Number of votes cast by them	% of total number of valid votes cast
1	9	0.001

(iii) **Invalid** votes:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them
0	0



(c) Resolution No.-3 Re-appointment of Mr. Sameer Manchanda as a Director liable to retire by rotation.

(i) Voted in **favour** of the resolution:

Number of Members casted Votes (E-voting and Poll)	Number of votes cast by them	% of total number of valid votes cast
122	101425503	98.63

(ii) Voted **against** the resolution:

Number of Members casted Votes (E-voting and Poll)	Number of votes cast by them	% of total number of valid votes cast
8	1416272	1.37

(iii) **Invalid** votes:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them
1*	46654550

*Abstained from Voting.

(d) Resolution No 4 Ratification of Appointment of M/s. Deloitte Haskins & sells, Chartered Accountants as the Statutory Auditors of the Company.

(i) Voted in **favour** of the resolution:

Number of Members casted Votes (E-voting and Poll)	Number of votes cast by them	% of total number of valid votes cast
130	149496316	99.99

(ii) Voted **against** the resolution:

Number of Members casted Votes (E-voting and Poll)	Number of votes cast by them	% of total number of valid votes cast
1	9	0.01

(iii) **Invalid** votes:



Number of Members present and voting (in person or by proxy)	Number of votes cast by them
0	0

SPECIAL BUSINESS

(e) Resolution No.-5 **To Regularize the appointment of Additional Director, Mr. Krishnakumar Gangadharan.**

(i) Voted in **favour** of the resolution:

Number of Members casted Votes (E-voting and Poll)	Number of votes cast by them	% of total number of valid votes cast
113	145384236	97.25

(ii) Voted **against** the resolution:

Number of Members casted Votes (E-voting and Poll)	Number of votes cast by them	% of total number of valid votes cast
18	4112089	2.75

(iii) Invalid votes:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them
0	0

(f) Resolution No.-6 **To approve the remuneration payable to M/s. Ajay Kumar Singh & Co, Cost Accountants as Cost Auditors of the Company for the Financial Year 2017-2018**

(i) Voted in **favour** of the resolution:

Number of Members casted Votes (E-voting and Poll)	Number of votes cast by them	% of total number of valid votes cast
130	149496316	99.99

(ii) Voted **against** the resolution:

Number of Members casted Votes (E-voting and Poll)	Number of votes cast by them	% of total number of valid votes cast
1	9	0.01

(iii) Invalid votes:



Number of Members present and voting (in person or by proxy)	Number of votes cast by them
0	0

(g) Resolution No.-7 To consider and determine the fees for delivery of any document through a particular mode of delivery to the member(s) of the Company.

(i) Voted in favour of the resolution:

Number of Members casted Votes (E-voting and Poll)	Number of votes cast by them	% of total number of valid votes cast
130	149496316	99.99

(ii) Voted against the resolution:

Number of Members casted Votes (E-voting and Poll)	Number of votes cast by them	% of total number of valid votes cast
1	9	0.01

(iii) Invalid votes:

Number of Members present and voting (in person or by proxy)	Number of votes cast by them
0	0

The Electronic data along with the Physical Ballot Forms and the other related papers/ registers or records will be handed over to the company for safe custody of the same after signing of the scrutinizer's Report.

Date: 28.09.2017
Place: Delhi



For AMJ & Associates
Company Secretaries

Manoj Kumar Jain
Manoj Kumar Jain
Proprietor
FCS:-5832, C.P.No.-5629