

To The Assistant Vice President, Listing Department National Stock Exchange of India limited, Exchange Plaza, 5 <sup>th</sup> Floor, Plot No C/1, G Block, Bandar Kurla Complex, (Bandra East), Mumbai- 400 051,	To The Manager, Department of Corporate Affairs BSE Limited, Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400 001 Email: <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a>
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**2<sup>nd</sup> October, 2017**

Sir,

Sub: Outcome of 23<sup>rd</sup> Annual General Meeting

Symbol: Scrip code: 532826, scrip Id: RAJ TV

Ref: Disclosure under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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This is inform that the 23<sup>rd</sup> Annual General Meeting of the company held on Saturday, 30<sup>th</sup> September, 2017 at 10.00 am at 'Bharatiya Vidya Bhavan', 18-22, East Mada Street, Milapore, Chennai -600 004 Passed all the resolutions as specified below with requisite majority:

**ORDINARY BUSINESS**

1. To receive, consider, approve and adopt the Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2017 including audited Balance Sheet as at 31<sup>st</sup> March, 2017 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.
2. To appoint a Director in place of **Shri. M Rajarathnam**, (Holding DIN: 00839174), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint M/s. N. Naresh & Co., Chartered Accountants, Chennai – 600 002 (Firm Registration No. FRN 011293S), as Statutory Auditors of the company and fix their remuneration.
4. Ratification of remuneration of cost auditor for the financial years ending 31<sup>st</sup> March, 2017 and 31<sup>st</sup> March, 2018.

Copy of the Scrutinizer's report along with requisite particulars of E-voting results as per Regulations 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed for your information and record.

Thanking you,  
For Raj Television Network Limited

  
Mr. Joseph Cheriyan  
Company secretary & Compliance Officer.  
Encl: as above.



**Raj Television Network Limited**

CIN : L92490TN1994PLC027709

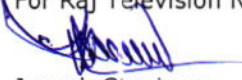
Regcl. Off / Head Off : No.32, Poes Road 2nd Street, Teynampet, Chennai - 600 018, Tamil Nadu, India.

Tel: 044 - 2435 1307, 2435 1898, 2435 2926, 2433 4149 / 50 Fax : 91-44-2434 1260 E-mail : [rajtv@rajtvnet.in](mailto:rajtv@rajtvnet.in), Website : [www.rajtvnet.in](http://www.rajtvnet.in)

RAJ TV NETWORK LIMITED								
23 <sup>rd</sup> ANNUAL GENERAL MEETING- REGULATION 44(3) OF (LODR).2015								
CATEGORY WISE-SUMMARY OF POLL RESULTS								
SCRIP CODE:532826,SCRIP ID:RAJ TV								
Date of AGM		30.09.2017						
Total number of shareholders on record date		8836						
No. of shareholders present in the meeting either in person or through proxy								
Promoters and Promoter group		5						
Public		1211						
No. Of shareholders present in the meeting through Video Conferencing		Nil						
Promoters and Promoter group		Nil						
Public		Nil						
<b>Agenda wise</b>								
1	To receive, consider, approve and adopt the Financial Statements of the Company for the year ended 31st March, 2017 including audited Balance Sheet as at 31st March, 2017 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							
Resolution No/ Mode	Description	No of share holders	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 n votes
Ordinary Resolution	Promoters and Promoter group	8	36622244	99.986	36622244	0	100	0
	Public - Institutional holders	0	0	0.000	0	0	0	0
	Public - Others	13	957	0.006	957	0	100	-
	Total	21	36623201	70.547	36628201	0	100	0
2	To appoint a Director in place of Shri. M Rajarathnam, (Holding DIN: 00839174), who retires by rotation and being eligible, offers himself for re-appointment.							
Ordinary Resolution	Promoters and Promoter group	8	36622244	99.986	36622244	0	100.000	0.000
	Public - Institutional holders	0	0	0.000	0	0	0.000	0.000
	Public - Others	13	957	0.006	955	2	99.791	0.209
	Total	21	36623201	70.547	36623199	2	100.000	0.209
3	To appoint Statutory Auditors in place of Auditors retiring on rotational basis and fix their remuneration by passing, with or without modification(s), the following resolution as an Ordinary Resolution.							
Ordinary Resolution	Promoters and Promoter group	8	36622244	99.986	36622244	0	100.000	0.000
	Public - Institutional holders	0	0	0.000	0	0	0.000	0.000
	Public - Others	13	957	0.006	955	2	99.791	0.209
	Total	21	36623201	70.547	36623199	2	100.000	0.209
4	Ratification of remuneration of cost auditor - To consider and if thought fit with or without modification(s), the following resolution as an Ordinary Resolution.							
Ordinary Resolution	Promoters and Promoter group	8	36622244	99.986	36622244	0	100.000	0
	Public - Institutional holders	0	0	0.000	0	0	0.000	0.000
	Public - Others	13	957	0.006	915	42	95.611	4.389
	Total	21	36623201	70.547	36623159	42	100.000	4.389

This is for your information and records.

Thanking you,  
For Raj Television Network Limited

  
Joseph Cheriyan  
Company secretary & Compliance Officer.  
Encl: as above.



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October 2, 2017

**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,  
23<sup>rd</sup> Annual General Meeting of the shareholders of  
Raj Television Network Limited held on 30<sup>th</sup> day of September, 2017  
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 23<sup>rd</sup> 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 23<sup>rd</sup> Annual General Meeting of the equity shareholders of the company held on the 30<sup>th</sup> day of September, 2017 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](http://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.

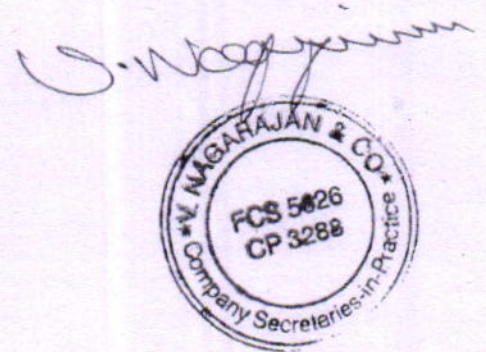
Further to the above, I submit my report as under:





- i) The e-voting period was open from 27<sup>th</sup> September, 2017 at 9.00 AM to 29<sup>th</sup> September, 2017 5.00 PM. We further confirm that e-voting option/facility was closed after 5.00 PM on 29<sup>th</sup> September 2017.
- ii) The members of the company as on the "Cut-off date" ie., 23<sup>rd</sup> day of September, 2017 were entitled to vote on resolutions (Item No. 01 to 04) as set out in the Notice of the 23<sup>rd</sup> 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 31<sup>st</sup> March, 2017 including audited Balance Sheet as at 31<sup>st</sup> March, 2017 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
21	36623201	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
Nil	Nil





**Item No 2**

**Ordinary Resolution**

To appoint a Director in place of Shri. M Rajarathnam (Holding DIN: 00839174), who retires by rotation and being eligible, offers himself 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
20	36623199	99.999

**iv) Voted against the Resolution**

Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
01	02	0.001

**ii) Invalid Votes**

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





**Item No.3**

Ordinary Resolution

To appoint M/s. N. Naresh & Co., Chartered Accountants (ICAI Firm Registration FRN 0112935) as statutory auditors of the Company for a period of five years and fix their remuneration.

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

Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
20	36623199	99.999

v) Voted **against** the Resolution

Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
01	02	0.001

ii) Invalid Votes

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





**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	36628159	99.99

vi) Voted against the Resolution

Number of members voted	Number of Votes cast by them	% of total number of Valid votes cast
02	42	0.01

ii) Invalid Votes

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



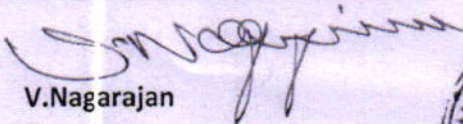


5. A Compact Disc (CD) containing the details of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/ Director authorized by the Board for safe custody.

Thanking you,

Yours faithfully,

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

  
V.Nagarajan  
Proprietor  
FCS 5626  
CP 3288





Date: 30-09-2017 /RAJTV/CS/23<sup>RD</sup> AGM

To

The Manager, Department of Corporate Services (DCS Listing) BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001. Scrip Code: 532826	The Manager, Listing Compliance, National Stock Exchange of India Limited, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai 400 051. Symbol: RAJTV
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Dear Sir,

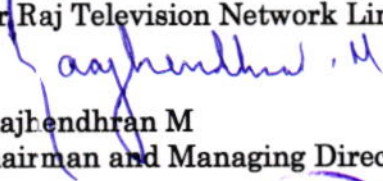
**Sub: Proceeding of the 23<sup>rd</sup> Annual General Meeting of the Members of the company held on Saturday, September 30, 2017**

**Ref: Company code BSE 532826/ NSE Symbol: RAJTV**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we submit herewith the proceeding of the 23<sup>rd</sup> Annual General Meeting of the members of the company held at 10.00 AM at "Bharatiya Vidya Balan", 18-22, East Mada Street, Mylapore, Chennai 600 004.

This is for your kind information and record please.

Thanking you,  
Yours faithfully,  
For Raj Television Network Limited

  
Raajhendhran M  
Chairman and Managing Director

ENCL : A/A



**Raj Television Network Limited**

CIN : L92490TN1994PLC027709

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**RAJ TELEVISION NETWORK LIMITED**

CIN: L92490TN1994PLC027709

Regd. Office:

32, Poes Road, 2<sup>nd</sup> Street,

Teynampet, Chennai - 600 018.

Phone: 044 24334149, 24334150,

24334151, 24351898, 24352926.

Fax: 91-44-24341260

Email: administrator@rajtvnet.in

Website: www.rajtvnet.in, www.rajtv.tv

EXTRACTS OF THE PROCEEDINGS OF THE TWENTY THIRD ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF M/s RAJ TELEVISION NETWORK LIMITED , HELD ON SATURDAY, THE 30<sup>TH</sup> DAY OF SEPTEMBER, 2017 AT 10.00 AM , AT BHARATIYA VIDYA BHAVAN, 18-22, EAST MADA STREET, MYLAPORE, CHENNAI-600 004.

**ATTENDANCE OF DIRECTORS**

Shri M Raajhendhran	: Managing Director
Shri M Rajarathinam	: Director
Shri M Ravindran	: Director
Shri M Raghunathan	: Director
Shri. A. Arjuna Pai	: Director – Chairman Audit Committee
Shri R. Rajagopalan	: Director
Smt R. Vijayalakshmi	: Woman Director

**In attendance:**

Shri. Joseph Cheriyan	: Company Secretary
Shri. Jeyaseelan	: Chief Financial Officer

**On invitation:**

Shri. Pratapkaran Paul	: Statutory Auditor
Shri V. Nagarajan	: Secretarial Auditor
Shri Ramalaingam	: Proposed statutory Auditor.

**Chair man**

The Chairman and Managing Director, Shri. Raajhendhran M, took the chair.

Chair man called the meeting to order, as the requisite quorum was present.



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Chairman then informed the members that the Register of Directors' and Key Managerial Person and their shareholding in terms of Section 170 read with Section 171 of the Companies Act, 2013 (The Act) and the Register of Contracts in terms of Section 189 of the Act 2013 were kept open for inspection during the Annual General Meeting and made accessible during the continuance of the said meeting.

Register of Proxies were placed on the table for inspection of the members, Chairman called the meeting on order and welcomed the shareholders present.

He declared that the proxies received and entered in the Register of Proxies as valid.

Thereafter the chairman introduced the Directors to the shareholders.

#### Notice of the Meeting

With the Consent of all members present, the Notice convening the meeting as already circulated was taken as read. Thereafter the Chairman addressed the meeting.

#### Auditors report

The Company Secretary read out the Statutory Auditors report and Secretarial Auditor Report to the members.

#### Chairman's Address

Chairman then delivered his speech to the members, highlighting various aspects such as industrial review, performance of the company for the year ended 31-03-2017.

After concluding his speech, he informed about the opportunity given to the shareholders for ensuring their wider participation and voting on all the resolution placed before them in the annual general meeting through "E-voting" as mandated under statutes both the Companies Act, 2013 and the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Chairman also explained that the company provided the e-voting facility through the "Central Depository Services (India) Limited" (CDSL) and in view of this "Voting by show of hands" has been dispensed with. Chairman informed that as per the requirements under statutes the E-voting period was kept open from 27<sup>th</sup> September 2017 (9.00 AM) to 29<sup>th</sup> September, 2017 (5.00 PM).

Chairman informed that Mr. V. Nagarajan, Proprietor of M/s V.Nagarajan & Co., Company Secretaries in Practice, Chennai was appointed as the Scrutinizer by the Board for scrutinizing the e-voting process and voting through ballot.

The meeting was informed that the votes cast by e voting and through ballot papers, shall be counted by the scrutinizers and the consolidated results shall be declared within the prescribed time. The report of the scrutinizer shall be placed on the company's website as well as the CDSL's website and the voting results shall be filed with the BSE and NSE.



## **Raj Television Network Limited**

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The Company Secretary Mr. Joseph Cheriyan read out the following resolutions:

S.No.	Agenda
Ordinary Business	
01	To receive, consider, approve and adopt the Financial Statements of the Company for the year ended 31 <sup>st</sup> March, 2017 including audited Balance Sheet as at 31 <sup>st</sup> March, 2017 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.
02	To appoint a Director in place of <b>Shri. M Rajarathnam</b> , (Holding DIN: 00839174), who retires by rotation and being eligible, offers himself for re-appointment.
03	To consider the appointment of statutory auditors pursuant to the recommendations of the Audit committee and as approved by the Board of Directors of the company, M/s. N. Naresh & Co., Chartered Accountants, Chennai – 600 002 (Firm Registration No. FRN 011293S), be and are hereby appointed as Statutory Auditors of the Company, in place of retiring auditors M/s. <b>Pratapkarana Paul &amp; Co.</b> , Chartered Accountants, Chennai – 600 020, (Firm Registration No. 002777S), for a period of Five (05) years to hold office from the conclusion of this Annual general meeting until the conclusion of 28 <sup>th</sup> Annual General meeting to be held in the year 2022.
Special business	
04	To ratify the remuneration of Cost Auditors


The Chair-man of the meeting then invited questions, comments and observations on the accounts and annual report of the company for the FY 31-03-2017.

All the resolutions were then put to vote through ballot papers.

After completion of the voting through ballot papers, the meeting was declared as concluded.

The Company Secretary expressed vote of thanks to the Chair, the Directors and the members.

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For RAJ TELEVISION NETWORK LIMITED  
  
**Managing Director**



**Raj Television Network Limited**

CIN : L92490TN1994PLC027709

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