



**RAJA & ASSOCIATES**  
**Company Secretaries**  
Flat No.1A, 1<sup>st</sup> Floor,  
Ramaniyam Balaji Towers, No.31,  
Balaji Nagar, Pooram Prakasam Road,  
Royapettah, Chennai – 600014  
Email ID: [rrracs@gmail.com](mailto:rrracs@gmail.com)  
Mobile: 96296 26264

**Scrutiniser's Report**

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]*

03<sup>rd</sup> October 2024

To,  
The Chairman,  
Raj Television Network Ltd  
32, Poes Road, Second Street,  
Teynampet,  
Chennai – 600018  
Tamilnadu

Dear Sir,

**Sub: Scrutiniser's Report on the Remote e-voting (Prior to and at the AGM) in respect of the 30<sup>th</sup> Annual General Meeting of the members of your Company held on Monday, 30<sup>th</sup> September 2024, through Video conferencing/Other audio-visual means**

The Board of directors of your Company, pursuant to resolution passed at their meeting held on 13<sup>th</sup> August 2024, appointed me as the Scrutiniser for the remote e-voting process to be conducted in relation to the 30<sup>th</sup> Annual General Meeting (AGM) of the Company on Monday the 30<sup>th</sup> September 2024 ('the 30<sup>th</sup> AGM') through Video-conferencing / Other audio-visual means (VC/ OAVM).

I submit the consolidated report as under:

1. Since the Equity shares of the Company are listed on the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE), the Company has provided e-voting facility, in terms of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, General Circular No. 9/2023 dated 25<sup>th</sup> September 2023 issued by the Ministry of Corporate Affairs (MCA), and Circular No. SEBI/HO/CFD/CFD-PoD-2/ P/ CIR/2023/167 dated 7<sup>th</sup> October 2023 issued by the Securities and Exchange Board of India (SEBI).
2. The item of business as set out in the notice convening the 30<sup>th</sup> Annual General Meeting and covered by the e-voting (prior to and at the AGM) are as follows:

**Raj Television Network Limited**  
**Consolidated Scrutiniser's report on remote e-voting – 30<sup>th</sup> AGM held on 30<sup>th</sup> September 2024**

Item No.	Nature of Business	Type of Resolution	Subject Matter
1.	Ordinary	Ordinary	To consider and adopt the audited financial statements of the company for the financial year ended 31st March 2024, along with the reports of the Board of Directors and Auditors thereon
2.	Ordinary	Ordinary	To appoint Mr M Ravindran (DIN:00662830) who retires by rotation and being eligible offers himself for re-appointment
3.	Special	Ordinary	Ratification of remuneration to Cost Auditor
4.	Special	Special	To consider and approve the re-appointment of Mr. Venkateswaran Sambamurthy (DIN: 06988766) as an Independent Director of the Company

3. The remote e-voting facility (prior to and at the AGM) was provided by Central Depository Services Limited (CDSL). CDSL allotted E-Voting Serial Number (**EVSN**) **240902038** for the remote e-voting process in relation to the 30<sup>th</sup> Annual General Meeting. CDSL also provided the web-based platform for conduct of the AGM through VC/OVAM.
4. Notice convening the 30<sup>th</sup> AGM (along with the Annual Report for the financial year ended 31<sup>st</sup> March 2024), was sent by CDSL on **06<sup>th</sup> September 2024 to 8638** shareholders out of the **8862** shareholders as on 30<sup>th</sup> August 2024 (being the cut-off date for the purpose of dispatch of AGM Notice to the Shareholders) through email to their email addresses registered with the Company/ the Depositories.  
  
Physical copies of the AGM Notice and Annual Report were not sent to the shareholders in view of the exemption provided by MCA and SEBI vide their Circulars referred to above. However, physical copies of the AGM Notice and Annual Report were sent to the shareholders who had specifically requested for the same.
5. The AGM Notice and Annual Report were also sent to the Directors, Auditors and Secretarial Auditors on 06th September 2024 through email, and submitted to NSE and BSE on 06th September 2024 by filing on their online portal.
6. The prescribed particulars relating to the e-voting process for the 30<sup>th</sup> AGM were advertised on 09<sup>th</sup> September 2024, and in the manner in which the Shareholders whose email address was not registered could register the same with the Company, were advertised in Trinity Mirror (in English), and “Makkal Kural” in Tamil.

**Raj Television Network Limited**  
**Consolidated Scrutiniser's report on remote e-voting – 30<sup>th</sup> AGM held on 30<sup>th</sup> September 2024**

7. Cameo Corporate Services Private Limited, the Registrar and Share transfer agents of the Company ('the RTA') provided the list of shareholders as on 23<sup>rd</sup> September 2024, being the cut-off date fixed for determining eligibility to vote in respect of the items of business to be transacted at the 30<sup>th</sup> AGM ('the cut-off date').
8. As on the cut-off date, the Paid-up Equity share capital of the Company comprised of 5,19,13,344 Equity Shares of Rs.5/- each. This included:
  - (a) 464 equity shares lying in the Raj Television Network Limited – Unclaimed Suspense Account ('Unclaimed Suspense Account') on which voting rights were frozen in terms of Schedule VI of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
  - (b) 5,37,436 shares transferred to and lying in the demat account of the Investor Education and Protection Fund Authority, Ministry of Corporate Affairs ('IEPF Authority') in terms of Section 124(6) of the Companies Act, 2013.
9. The remote e-voting facility prior to the 30<sup>th</sup> AGM commenced on **Thursday, 26<sup>th</sup> September 2024 at 9.00 A.M. and ended on Sunday, 29<sup>th</sup> September 2024 (IST)**.
10. The 30<sup>th</sup> AGM was held on Monday, 30 September 2024, at 11.00 A.M. (IST) through Video conferencing / other audio-visual means (VC/OAVM), and the meeting concluded at 11.40 A.M. (IST), including the 15 minutes specifically provided for the e-voting process after transaction of the business.
11. Remote e-voting facility provided by CDSL was available at the AGM, from 11.00 A.M. IST the time of commencement of the 30<sup>th</sup> AGM) to 11.40 A.M. IST (15 (fifteen) minutes after conclusion of the business proceedings), to enable the members attending the AGM who had not cast their vote through remote e-voting prior to the AGM to exercise their voting rights.
12. I unblocked the votes cast through remote e-voting, (prior to and at the AGM), in the presence of two witnesses not in the employment of the Company and obtained the e-voting report from the remote e-voting website of CDSL.
13. I have scrutinized the votes cast through remote e-voting (prior to and at the AGM) on the e-voting platform provided by CDSL and validated the same with the list of shareholders and their shareholding as on the cut-off date.
14. I have also verified and confirmed that no rights were exercised in respect of the shares lying either in the Unclaimed Suspense Account or with the IEPF Authority.
15. I have recorded the particulars relating to the votes cast through remote e-voting (prior to and at the AGM) in a separate register maintained in electronic form.

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**Raj Television Network Limited**  
**Consolidated Scrutiniser's report on remote e-voting – 30<sup>th</sup> AGM held on 30<sup>th</sup> September 2024**

16. The consolidated results of remote e-voting (prior to and at the AGM) are as under:

Item No.	Total valid ballots /votes		Valid ballots / votes in favour of the resolution			Valid ballots/ votes against the resolution		
	No. of Ballots	Votes cast	Ballots	Votes cast	% of votes	Ballots	Votes cast	% of votes
1.	64	40556800	63	40556762	<b>100</b>	1	38	<b>0.00</b>
2.	64	40556800	63	40556762	<b>100</b>	1	38	<b>0.00</b>
3.	64	40556800	61	40556760	<b>100</b>	3	40	<b>0.00</b>
4.	64	40556800	63	40556762	<b>100</b>	1	38	<b>0.00</b>

17. I observe that all the 3 (three) ordinary resolutions and 1 (One) Special resolution as set out in the Notice convening the 30<sup>th</sup> AGM have been passed with the requisite majority on the date of the said AGM namely, 30<sup>th</sup> September 2024.

You may declare the results accordingly.

Thanking you

Yours faithfully

For Raja & Associates

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Raja

Practising Company Secretary

FCS.12674

CP 20264

UDIN: F012674F001420355

Peer Review Certificate No. 4143/2023


Date: 03.10.2024

Place: Chennai



**ANNEXURE-A**

PUBLIC – NON - INSTITUTIONS	E- VOTING	15045758	10801596	71.79	10801558	38	100	0
	POLL		0	0	0	0	0	0
	POSTAL_ BALLOT (NA)		0	0	0	0	0	0
	VENUE- VOTING		4	0	4	0	0	0
	<b>SUB TOTAL</b>	<b>15045758</b>	<b>10801600</b>	71.79	<b>10801562</b>	<b>38</b>	100	0
<b>GRAND TOTAL</b>		<b>51913344</b>	<b>40556800</b>	78.12	<b>40556762</b>	<b>38</b>	100	0


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**ANNEXURE-A**

**2. To appoint Mr M Ravindran (DIN:00662830) who retires by rotation and being eligible offers himself for re-appointment**

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				Yes				
<b>PARTICULARS</b>	<b>MODE OF VOTING</b>	<b>NO OF SHARES HELD</b>	<b>NO OF VOTES POLLED</b>	<b>% OF SHARES POLLED ON OUTSTANDING SHARES</b>	<b>NO OF VOTES IN FAVOUR</b>	<b>NO OF VOTES AGAINST</b>	<b>% OF VOTES IN FAVOUR ON VOTES POLLED</b>	<b>% OF VOTES AGAINST ON VOTES POLLED</b>
		<b>(1)</b>	<b>(2)</b>	<b>(3)=(2/1)*100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=(4/2)*100</b>	<b>(7)=(5/2)*100</b>
PROMOTER AND PROMOTER~GROUP	E-VOTING	36842586	29755200	80.76	29755200	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_ BALLOT (NA)		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>36842586</b>	<b>29755200</b>	<b>80.76</b>	<b>29755200</b>	<b>0</b>	<b>100</b>
PUBLIC - INSTITUTIONS	E-VOTING	<b>25000</b>	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_ BALLOT (NA)		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>25000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

**ANNEXURE-A**

PUBLIC – NON - INSTITUTIONS	E- VOTING	15045758	10801596	71.79	10801558	38	100	0
	POLL		0	0	0	0	0	0
	POSTAL_ BALLOT (NA)		0	0	0	0	0	0
	VENUE- VOTING		4	0	4	0	0	0
	<b>SUB TOTAL</b>	<b>15045758</b>	<b>10801600</b>	71.79	<b>10801562</b>	<b>38</b>	100	0
<b>GRAND TOTAL</b>		<b>51913344</b>	<b>40556800</b>	78.12	<b>40556762</b>	<b>38</b>	100	0

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**ANNEXURE-A**

	POSTAL_ BALLOT (NA)		0	0	0	0	0	0
	VENUE- VOTING		0	0	4	0	0	0
	<b>SUB TOTAL</b>	<b>15045758</b>	<b>10801596</b>	71.79	<b>10801560</b>	<b>40</b>	100	0
<b>GRAND TOTAL</b>		<b>51913344</b>	<b>40556800</b>	78.12	<b>40556760</b>	<b>40</b>	100	0

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**ANNEXURE-A**

PUBLIC – NON INSTITUTIONS	E- VOTING	<b>15045758</b>	<b>10801596</b>	71.79	<b>10801558</b>	<b>38</b>	100	0
	POLL		<b>0</b>	0	<b>0</b>	<b>0</b>	0	0
	POSTAL_ BALLOT (NA)		<b>0</b>	0	<b>0</b>	<b>0</b>	0	0
	VENUE- VOTING		<b>4</b>	71.79	<b>4</b>	<b>0</b>	100	0
	<b>SUB TOTAL</b>	<b>15045758</b>	<b>10801600</b>	71.79	<b>10801562</b>	<b>38</b>	100	0
<b>GRAND TOTAL</b>		<b>51913344</b>	<b>40556800</b>	78.12	<b>40556762</b>	<b>38</b>	100	0

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