

**SITI Networks Limited**

UG Floor, FC-19 & 20, Sector-16 A, Film City,  
Noida, Uttar Pradesh-201301, India

**Tel:** +91-120-4526700

**Website :** www.sitinetworks.com



September 28, 2019

The General Manager  
Corporate Relationship Department  
BSE Limited  
Phiroze Jeejeeboy Towers  
Dalal Street, Fort,  
Mumbai- 400 001  
BSE Scrip Code: 532795

The Manager  
Listing Department  
National Stock Exchange of India limited  
Plaza, 5th Floor, Plot no. C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai- 400 051  
NSE Scrip Symbol: SITINET

**Kind Attn: Corporate Relationship Department**

**Sub: Proceedings of 13<sup>th</sup> Annual General Meeting**

Dear Sirs,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), in connection with 13<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company held on September 28, 2019 at The Hall of Harmony, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai – 400 018, we wish to inform you that:

- The AGM commenced at 3:00 p.m. and concluded at 04:30 p.m.;
- In accordance with Regulation 44 of the SEBI Listing Regulations and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, the Company had provided remote E-voting facility, to facilitate all the Members of the Company as at cut-off date of September 21, 2019, to cast their votes electronically on all businesses proposed in the Notice of AGM. The remote E-voting period commenced on Wednesday, September 25, 2019 at 9.00 a.m. and concluded on Friday, September 27, 2019 at 5.00 p.m.
- Additionally, to facilitate voting by the Shareholders who had not voted using remote e-voting facility, the Chairman had announced voting by way of Ballot Paper at the venue of Annual General Meeting.
- Based on the consolidated report dated September 28, 2019 submitted by the Scrutiniser, FCS Satish K Shah (CP No. 3142), Company Secretary in Practice,



the Chairman of the AGM has declared that all the resolutions concluded in the Notice of 13<sup>th</sup> Annual General Meeting were approved by the Shareholders of the Company **with requisite majority**:-

**Ordinary Business:**

1. Adoption of Audited Financial Statements of the Company prepared on a standalone and consolidated basis, for the financial year ended March 31, 2019 including the Balance Sheet, the Statement of Profit & Loss for the financial year ended on that date, and the Reports of the Auditors and Directors thereon.

**Special Business:**

2. Appointment of Mr. Deepak Mittal as an Independent Director of the Company.
3. Appointment of Mr. Bhanu Pratap Singh as an Independent Director of the Company.
4. Appointment of Mr. Suresh Arora as Director of the Company, liable to retire by rotation;
5. Appointment of Mr. Suresh Arora as a Whole Time Director of the Company, for a period of three years with effect from June 14, 2019.
6. Ratification/approval of remuneration payable to Cost Auditor for FY 2019-20

Particulars of results of Remote E-Voting & Voting by Ballot Paper as per Regulation 44(3) of the SEBI Listing Regulations (duly certified by the Registrar & Share Transfer Agent of the Company) along with the copy of the Scrutiniser's report are enclosed herewith for your information and record.

Thanking you,

Yours truly,  
For **Siti Networks Limited**



Suresh Kumar  
Compliance Officer & Company Secretary  
Encl. As above



**SITI Networks Limited**

UG Floor, FC-19 &amp; 20, Sector-16 A, Film City,

Noida, Uttar Pradesh-201301, India

Tel: +91-120-4526700

Website : www.sitinetworks.com

**Details of Voting Results at Annual General Meeting held on September 28, 2019**

[Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

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

Particulars	Details
Date of AGM	September 28, 2019
Total number of Equity Shareholders as on Cut-off date of September 21, 2019	90,064
<b>No of Equity Shareholders present in the meeting either in person or through proxy</b>	
a) Promoters & Promoter Group	9
b) Public	90,055
<b>No of Equity Shareholders attended the meeting through video conferencing</b>	
a) Promoters & Promoter Group	Not Provided
b) Public	Not Provided
<b>Details of Agenda</b>	
Resolution required	Refer Voting results certified by M/s Link Intime India Pvt. Ltd., the Registrar & Share Transfer Agent of the Company, enclosed herewith.
Whether promoter / promoter group are interest in the agenda / resolution	
Mode of Voting	
Voting results	

For **SITI NETWORKS LIMITED**

A handwritten signature in black ink, appearing to read "Suresh Kumar", is written over a white background.

Suresh Kumar  
Compliance Officer & Company Secretary

Noida, September 28, 2019



Telefax : 25649808 · Cell : 7738036028  
E-mail: satshah@gmail.com

September 28, 2019

To

The Chairman.  
13<sup>th</sup> Annual General Meeting of  
Siti Networks Limited.  
CIN : L64200MH2006PLC160733

**Subject : Consolidated Report of the Scrutinizer for 13<sup>th</sup> Annual General Meeting of Siti Networks Limited ('the Company') held on Saturday, September 28, 2019 at The Hall of Harmony, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai – 400 018 at 3:00 p.m.**

Dear Sir,

In terms of letter dated August 12, 2019, the undersigned was appointed as the Scrutiniser to scrutinize and report on the votes cast by the Shareholders on all resolutions detailed in the Notice of 13<sup>th</sup> Annual General Meeting of the Company convened on Saturday, September 28, 2019 at The Hall of Harmony, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai – 400018 at 3:00 p.m.

In terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company had, in connection with all the resolutions proposed at the 13<sup>th</sup> Annual General Meeting ('AGM') provided remote e-voting facility through Central Depository Services (India) Limited ('CDSL') and the facility of Physical voting by Ballot Paper at the venue of 13<sup>th</sup> AGM, to the Shareholders of the Company who could not vote through remote e-voting facility earlier.

The remote e-voting period, in order to facilitate electronic voting by the Shareholders of the Company (as at the cut-off date of September 21, 2019) commenced from Wednesday, September 25, 2019 at 9.00 a.m. and concluded on Friday, September 27, 2019 at 5.00 p.m.

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At the meeting held on September 28, 2019, the Chairman of the AGM had announced voting by way of Ballot Paper to facilitate voting by such Shareholders of the Company as at the cut-off date of September 21, 2019, who had attended the AGM and could not vote earlier using the remote e-voting facility.

Pursuant to Rule 20 of the Companies (Management & Administration) Rules, 2014, I unblocked the Remote E-voting details from CDSL website on September 28, 2019 in the presence of Mr. Prashant Kirtikar and Mr. Vinod Khokle, both employees of M/s. Link Intime India Pvt. Ltd., the Registrar & Share Transfer Agent of the Company.

Upon scrutiny of the Ballot Papers relating to votes cast at the meeting, I report that 31 Equity Shareholders holding in the aggregate 3,883 Equity Shares voted on the resolutions proposed in the Notice of 13<sup>th</sup> AGM through physical voting by way of Ballot Paper.

Based on remote e-voting report details verified and downloaded from CDSL website and after scrutinizing Ballot Papers relating to votes casted by Shareholders at the meeting, I hereby submit my consolidated report on votes cast on all resolutions proposed at the 13<sup>th</sup> AGM as under:

1. The details of votes cast (number of Shares):

Resolution No.	Total no. of votes cast by Ballot Voting (1) (No. of shares)	Total no. of votes cast by Remote E-voting (2) (No. of shares)	Invalid votes		Total no. of votes cast by Ballot Voting and Remote E-voting [(1+2) – (3+4)]
			on remote E-voting (3)	on Ballot voting (4)	
Resolution 1	3883	611753544	0	0	611757427
Resolution 2	3883	611753544	0	0	611757427
Resolution 3	3883	611753544	0	0	611757427
Resolution 4	3883	611753544	0	0	611757427
Resolution 5	3883	611753544	0	0	611757427
Resolution 6	3883	611753544	0	0	611757427



Contd..3/-




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2. Votes cast in favor and/or against resolutions by e-voting and ballot voting respectively:

Particulars	Resolution No. 1	Resolution No. 2	Resolution No. 3	Resolution No. 4	Resolution No. 5	Resolution No. 6
E-voting in favor of resolution	611753341	611751766	611751766	611751766	611751641	611751641
E-voting against the resolution	203	1778	1778	1778	1903	1903
Ballot voting in favor of resolution	3883	3883	3883	3883	3883	3883
Ballot voting against the resolution	0	0	0	0	0	0
Nature of Resolution	Ordinary	Ordinary	Ordinary	Ordinary	Ordinary	Ordinary
<b>Total valid votes cast</b>	<b>611757427</b>	<b>611757427</b>	<b>611757427</b>	<b>611757427</b>	<b>611757427</b>	<b>611757427</b>
<b>Total votes in favour</b>						
No of Shares	611757224	611755649	611755649	611755649	611755524	611755524
% of Total Votes Cast	100.0000	99.9997	99.9997	99.9997	99.9997	99.9997
<b>Total votes against</b>						
No of Shares	203	1778	1778	1778	1903	1903
% of Total Votes Cast	0.0000	0.0003	0.0003	0.0003	0.0003	0.0003
<b>Result of voting</b>	<b>Passed as an Ordinary resolution</b>	<b>Passed as an Ordinary resolution</b>	<b>Passed as an Ordinary resolution</b>	<b>Passed as an Ordinary resolution</b>	<b>Passed as an Ordinary resolution</b>	<b>Passed as an Ordinary resolution</b>

The consolidated result in terms of Regulation 44 of SEBI Listing Regulations of the remote e-voting and Ballot voting at the venue on the resolutions put to vote at the AGM is enclosed herewith as Annexure – 1.

The report on remote e-voting, Ballot Paper voting at the Meeting venue and all other relevant records, such as authorisations and proxy papers, were sealed and handed over to the Company Secretary of the Company for safe keeping.

  
Satish K. Shah  
Practicing Company Secretary  
Membership No. 1313  
CP No.: 3142



## Siti Networks Limited

Resolution Required : (Ordinary)		1 - Adoption of Audited Financial Statements of the Company prepared on a standalone and consolidated basis, for the financial year ended March 31, 2019 including the Balance Sheet, the Statement of Profit & Loss for the financial year ended on that date, and the Reports of the Auditors and Directors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	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 polled
Promoter and Promoter Group	E-Voting	572725985	572725985	100.0000	572725985	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>572725985</b>	<b>100.0000</b>	<b>572725985</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	138124602	34255317	24.8003	34255317	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34255317</b>	<b>24.8003</b>	<b>34255317</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	161203261	4772242	2.9604	4772039	203	99.9957	0.0043
	Poll		3883	0.0024	3883	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4776125</b>	<b>2.9628</b>	<b>4775922</b>	<b>203</b>	<b>99.9957</b>	<b>0.0043</b>
<b>Total</b>		<b>872053848</b>	<b>611757427</b>	<b>70.1514</b>	<b>611757224</b>	<b>203</b>	<b>100.0000</b>	<b>0.0000</b>



*[Handwritten Signature]*

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## Siti Networks Limited

Resolution Required : (Ordinary)

2 - Appointment of Mr. Deepak Mittal as an Independent Director of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	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 polled
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	572725985	572725985	100.0000	572725985	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>572725985</b>	<b>100.0000</b>	<b>572725985</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	138124602	34255317	24.8003	34255317	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34255317</b>	<b>24.8003</b>	<b>34255317</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	161203261	4772242	2.9604	4770464	1778	99.9627	0.0373
	Poll		3883	0.0024	3883	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4776125</b>	<b>2.9628</b>	<b>4774347</b>	<b>1778</b>	<b>99.9628</b>	<b>0.0372</b>
<b>Total</b>		<b>872053848</b>	<b>611757427</b>	<b>70.1514</b>	<b>611755649</b>	<b>1778</b>	<b>99.9997</b>	<b>0.0003</b>



*Shubh*



*Deepak Mittal*



## Siti Networks Limited

Resolution Required : (Ordinary)

3 - Appointment of Mr. Bhanu Pratap Singh as an Independent Director of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	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 polled
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	572725985	572725985	100.0000	572725985	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>572725985</b>	<b>100.0000</b>	<b>572725985</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	138124602	34255317	24.8003	34255317	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34255317</b>	<b>24.8003</b>	<b>34255317</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	161203261	4772242	2.9604	4770464	1778	99.9627	0.0373
	Poll		3883	0.0024	3883	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4776125</b>	<b>2.9628</b>	<b>4774347</b>	<b>1778</b>	<b>99.9628</b>	<b>0.0372</b>
<b>Total</b>		<b>872053848</b>	<b>611757427</b>	<b>70.1514</b>	<b>611755649</b>	<b>1778</b>	<b>99.9997</b>	<b>0.0003</b>



*Satishek*

*[Handwritten Signature]*

## Siti Networks Limited

Resolution Required : (Ordinary)

4 - Appointment of Mr. Suresh Arora as a Director of the Company, liable to retire by rotation.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	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 polled
			[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	572725985	572725985	100.0000	572725985	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>572725985</b>	<b>100.0000</b>	<b>572725985</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	138124602	34255317	24.8003	34255317	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34255317</b>	<b>24.8003</b>	<b>34255317</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	161203261	4772242	2.9604	4770464	1778	99.9627	0.0373
	Poll		3883	0.0024	3883	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4776125</b>	<b>2.9628</b>	<b>4774347</b>	<b>1778</b>	<b>99.9628</b>	<b>0.0372</b>
<b>Total</b>		<b>872053848</b>	<b>611757427</b>	<b>70.1514</b>	<b>611755649</b>	<b>1778</b>	<b>99.9997</b>	<b>0.0003</b>



*Satish K. Shah*

*[Handwritten Signature]*

## Siti Networks Limited

Resolution Required : (Ordinary)		5 - Appointment of Mr. Suresh Arora as a Whole Time Director of the Company, for a period of three years with effect from June 14, 2019.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	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 polled
Promoter and Promoter Group	E-Voting	572725985	572725985	100.0000	572725985	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>572725985</b>	<b>100.0000</b>	<b>572725985</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	138124602	34255317	24.8003	34255317	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34255317</b>	<b>24.8003</b>	<b>34255317</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	161203261	4772242	2.9604	4770339	1903	99.9601	0.0399
	Poll		3883	0.0024	3883	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4776125</b>	<b>2.9628</b>	<b>4774222</b>	<b>1903</b>	<b>99.9602</b>	<b>0.0398</b>
<b>Total</b>		<b>872053848</b>	<b>611757427</b>	<b>70.1514</b>	<b>611755524</b>	<b>1903</b>	<b>99.9997</b>	<b>0.0003</b>



*S. K. Shah*



*S. K. Shah*

## Siti Networks Limited

Resolution Required : (Ordinary)		6 - Ratification/approval of remuneration payable to Cost Auditor for FY 2019-20.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	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 polled
Promoter and Promoter Group	E-Voting	572725985	572725985	100.0000	572725985	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>572725985</b>	<b>100.0000</b>	<b>572725985</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	138124602	34255317	24.8003	34255317	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34255317</b>	<b>24.8003</b>	<b>34255317</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	161203261	4772242	2.9604	4770339	1903	99.9601	0.0399
	Poll		3883	0.0024	3883	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4776125</b>	<b>2.9628</b>	<b>4774222</b>	<b>1903</b>	<b>99.9602</b>	<b>0.0398</b>
<b>Total</b>		<b>872053848</b>	<b>611757427</b>	<b>70.1514</b>	<b>611755524</b>	<b>1903</b>	<b>99.9997</b>	<b>0.0003</b>

