

**Details of Voting Results**

SL. NO	DESCRIPTION					
A	DATE OF AGM		08-09-2014			
B	BOOK CLOSURE DATE		05-09-2014 TO 08-09-2014 ( BOTH DAYS INCLUSIVE )			
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE		42387			
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY		18755			
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP	3	0	3	39615168	98.16
	PUBLIC	18620	132	18752	743041	1.84
	TOTAL	18623	132		40358209	100.00
E	No. of shareholders attended the meeting through Video conferencing: - Not applicable					

**Agenda – Wise**

Item Nos.	Details of Agenda	Resolution required (Ordinary/ Special)	Mode of Voting (Show of hands/ Poll/ Postal ballot/ E-voting)	Remarks
1.	Adoption of the audited statement of Profit and Loss for the financial year ended March 31, 2014 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary	Poll & E-voting	The resolution was passed with requisite majority
2.	Re-appointment of Mr. K.V.L. Narayan Rao, as a Director of the Company, liable to retire by rotation.	Ordinary	Poll & E-voting	The resolution was passed with requisite majority
3.	Appointment of M/s. Price Waterhouse (FRN 301112E), Chartered Accountants, as statutory auditors of the Company.	Ordinary	Poll & E-voting	The resolution was passed with requisite majority
4.	Ratification of appointment of the Cost Auditor for the Financial Year ending March 31, 2015	Ordinary	Poll & E-voting	The resolution was passed with requisite majority
5.	Appointment of Mr. Amal Ganguli as an Independent Director, for a period of 5 years w.e.f. April 1, 2014	Ordinary	Poll & E-voting	The resolution was passed with requisite majority
6.	Appointment of Mr. Vijaya Bhaskar Menon as an Independent Director, for a period of 5 years w.e.f. April 1, 2014.	Ordinary	Poll & E-voting	The resolution was passed with requisite majority
7.	Appointment of Mr. Pramod Bhasin as an Independent Director, for a period of 5 years w.e.f. April 1, 2014.	Ordinary	Poll & E-voting	The resolution was passed with requisite majority



8.	Appointment of Ms. Indrani Roy as an Independent Director, for a period of 5 years w.e.f. April 1, 2014.	Ordinary	Poll & E-voting	The resolution was passed with requisite majority
9.	Re-appointment of Dr. Prannoy Roy as a Director liable to retire by rotation.	Special	Poll & E-voting	The resolution was passed with requisite majority
10.	Re-appointment of Dr. Prannoy Roy as Executive Co – Chairperson, for a period of 3 years w.e.f. July 1, 2014.	Special	Poll & E-voting	The resolution was passed with requisite majority
11.	Re-appointment of Mrs. Radhika Roy as Executive Co – Chairperson, for a period of 3 years w.e.f. July 1, 2014.	Special	Poll & E-voting	The resolution was passed with requisite majority
12.	Revision in remuneration of Mr. K.V.L. Narayan Rao, Executive Vice – Chairperson.	Special	Poll & E-voting	The resolution was passed with requisite majority
13.	Revision in remuneration of Mr. Vikramaditya Chandra, Group CEO & Executive Director.	Special	Poll & E-voting	The resolution was passed with requisite majority
14.	Approval for payment of enhanced annual remuneration to Non – Executive Directors of the Company for the financial year ended March 31, 2014	Special	Poll & E-voting	The resolution was passed with requisite majority
15.	Approval for payment of remuneration to Mr. K.V.L. Narayan Rao as Non – Executive Director of NDTV Networks Limited, a subsidiary of the Company.	Special	Poll & E-voting	The resolution was passed with requisite majority
16.	Approval for payment of remuneration to Mr. Vikramaditya Chandra as CEO of NDTV Networks Limited, a subsidiary of the Company.	Special	Poll & E-voting	The resolution was passed with requisite majority

For New Delhi Television Limited

  
**Ajay Mankotia**  
 President-Corporate Planning and Operations



**NEW DELHI TELEVISION LIMITED**

(Combined results of e voting & poll)

Resolution ID	Category	Shares Held (1)	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	
1	To receive, consider and adopt the audited statement of Profit and Loss for the financial year ended March 31, 2014 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon								
	Promoter and Promoter Group	39615168	39615168	100	39615168	0	100	0	
	Public – Institutional Holders	3910649	0	0	0	0	0	0	
	Public-Others	20945450	535439	2.5563	534839	600	99.8879	0.112	
	Total	64471267	40150607		40150007	600			
2	To appoint a Director in place of Mr. K.V.L. Narayan Rao, who retires by rotation and being eligible, offers himself for re-appointment								
	Promoter and Promoter Group	39615168	39615168	100	39615168	0	100	0	
	Public – Institutional Holders	3910649	0	0	0	0	0	0	
	Public-Others	20945450	413161	1.9726	412561	600	99.8547	0.1452	
	Total	64471267	40028329		40027729	600			
3	Appointment of auditors of the Company and fixing their remuneration								
	Promoter and Promoter Group	39615168	39615168	100	39615168	0	100	0	
	Public – Institutional Holders	3910649	0	0	0	0	0	0	
	Public-Others	20945450	534449	2.5516	534349	100	99.9812	0.0187	
	Total	64471267	40149617		40149517	100			
4	Ratification of appointment of the Cost Auditor for the Financial Year ending March 31, 2015								
	Promoter and Promoter Group	39615168	39615168	100	39615168	0	100	0	
	Public – Institutional Holders	3910649	0	0	0	0	0	0	
	Public-Others	20945450	534449	2.5516	534349	100	99.9812	0.0187	
	Total	64471267	40149617		40149517	100			
5	Appointment of Mr. Amal Ganguli as an Independent Director								
	Promoter and Promoter Group	39615168	39615168	100	39615168	0	100	0	
	Public – Institutional Holders	3910649	0	0	0	0	0	0	
	Public-Others	20945450	534449	2.5516	534325	124	99.9767	0.0232	
	Total	64471267	40149617		40149493	124			
6	Appointment of Mr. Vijaya Bhaskar Menon as an Independent Director								
	Promoter and Promoter Group	39615168	39615168	100	39615168	0	100	0	
	Public – Institutional Holders	3910649	0	0	0	0	0	0	
	Public-Others	20945450	534449	2.5516	534325	124	99.9767	0.0232	
	Total	64471267	40149617		40149493	124			



*Signature*

7	Appointment of Mr. Pramod Bhasin as an Independent Director									
	Promoter and Promoter Group	39615168	39615168	100	39615168	0	100	0	0	0
	Public – Institutional Holders	3910649	0	0	0	0	0	0	0	0
	Public-Others	20945450	534449	2.5516	534339	110	99.9794	110	40149507	0.0205
Total	64471267	40149617								
8	Appointment of Ms. Indrani Roy as an Independent Director									
	Promoter and Promoter Group	39615168	39615168	100	39615168	0	100	0	0	0
	Public – Institutional Holders	3910649	0	0	0	0	0	0	0	0
	Public-Others	20945450	534449	2.5516	534339	110	99.9794	110	40149507	0.0205
Total	64471267	40149617								
9	Re-appointment of Dr. Pranjoy Roy as a Director liable to retire by rotation									
	Promoter and Promoter Group	39615168	0	0	0	0	0	0	0	0
	Public – Institutional Holders	3910649	0	0	0	0	0	0	0	0
	Public-Others	20945450	535449	2.5564	535339	110	99.9794	110	535339	0.0205
Total	64471267	535449								
10	Re-appointment of Dr. Pranjoy Roy as Executive Co – Chairperson									
	Promoter and Promoter Group	39615168	0	0	0	0	0	0	0	0
	Public – Institutional Holders	3910649	0	0	0	0	0	0	0	0
	Public-Others	20945450	535449	2.5564	535339	110	99.9794	110	535339	0.0205
Total	64471267	535449								
11	Re-appointment of Mrs. Radhika Roy as Executive Co – Chairperson									
	Promoter and Promoter Group	39615168	0	0	0	0	0	0	0	0
	Public – Institutional Holders	3910649	0	0	0	0	0	0	0	0
	Public-Others	20945450	535449	2.5564	535339	110	99.9794	110	535339	0.0205
Total	64471267	535449								
12	Revision in remuneration of Mr. K.V.L. Narayan Rao, Executive Vice – Chairperson									
	Promoter and Promoter Group	39615168	39615168	100	39615168	0	100	0	0	0
	Public – Institutional Holders	3910649	0	0	0	0	0	0	0	0
	Public-Others	20945450	535449	2.5564	535339	110	99.9794	110	413022	0.0336
Total	64471267	40028329								
13	Revision in remuneration of Mr. Vikramaditya Chandra, Group CEO & Executive Director									
	Promoter and Promoter Group	39615168	39615168	100	39615168	0	100	0	0	0
	Public – Institutional Holders	3910649	0	0	0	0	0	0	0	0
	Public-Others	20945450	492749	2.3525	492610	139	99.9717	139	40107778	0.0282
Total	64471267	40107917								



14 Annual Remuneration to Non – Executive Directors for the financial year 2013 – 14									
Promoter and Promoter Group	39615168	39615168	100	39615168	0	39615168	100	0	0
Public – Institutional Holders	3910649	0	0	0	0	0	0	0	0
Public-Others	20945450	535449	2.5564	535300	149	535300	99.9721	149	0.0278
Total	64471267	40150617		40150468	149	40150468		149	
15 Approval for payment of remuneration to Mr. K.V.L. Narayan Rao as Non – Executive Director of NDTV Networks Limited, Subsidiary Company									
Promoter and Promoter Group	39615168	39615168	100	39615168	0	39615168	100	0	0
Public – Institutional Holders	3910649	0	0	0	0	0	0	0	0
Public-Others	20945450	413161	1.9726	413012	149	413012	99.9639	149	0.036
Total	64471267	40028329		40028180	149	40028180		149	
16 Approval for payment of remuneration to Mr. Vikramaditya Chandra as CEO of NDTV Networks Limited, Subsidiary Company									
Promoter and Promoter Group	39615168	39615168	100	39615168	0	39615168	100	0	0
Public – Institutional Holders	3910649	0	0	0	0	0	0	0	0
Public-Others	20945450	492749	2.3525	492600	149	492600	99.9697	149	0.0302
Total	64471267	40107917		40107768	149	40107768		149	



For New Delhi Television Limited  
 Ajay Manikotia  
 President-Corporate Planning and Operations



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**Scrutinizer's Report**  
[Pursuant to section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies  
(Management and Administration) Rules, 2014]

To,  
The Chairman  
26<sup>th</sup> Annual General Meeting of the Equity Shareholders of NEW DELHI TELEVISION LIMITED  
Held on 8<sup>th</sup> September, 2014 at 3.30 p.m.  
At Air Force Auditorium, Subroto Park,  
Dhaura Kuan, New Delhi-110010

Dear Sir,

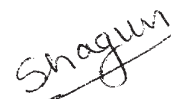
I, Hemant Kumar Singh, Partner of M/s Hemant Singh & Associates, Practicing Company Secretaries having its office at 306, Surya Complex, 21, Veer Savarkar Block, Shakarpur, New Delhi-110092, appointed as Scrutinizer of NEW DELHI TELEVISION LIMITED ("Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, submit my report as under:

1. The e-voting period remained open from 9 a.m. on 2<sup>nd</sup> September, 2014 to 6 p.m. on 4<sup>th</sup> September, 2014.
2. The shareholders holding shares as on the "cut off" date i.e. 1<sup>st</sup> August, 2014 were entitled to vote on the proposed resolutions (Item No. 1 to 16 as set out in the Notice of the 26<sup>th</sup> Annual General Meeting of NEW DELHI TELEVISION LIMITED)

The votes were unblocked on 5<sup>th</sup> September, 2014 around 12.30 P.M in the presence of two witnesses, CS Chaitanya Kumar Jha R/o. D -197, Sharma Nivas, Gali No.8, Laxmi Nagar, Delhi - 110092 and Ms. Shagun Maheshwari R/o 38/1, East Patel Nagar, New Delhi-110008 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: (CS Chaitanya Kumar Jha)



Name: (Ms. Shagun Maheshwari)

3. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Karvy Computershare Private Limited (<http://evoting.karvy.com>). The same has been marked as Annexure-I.



4. The result of the e-voting is as under:

- (a). **Resolution 1- To receive, consider and adopt the audited statement of Profit and Loss for the financial year ended March 31, 2014 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.**

i. Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast in favour of the resolution
20	20967899	99.998

ii. Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast against the resolution
1	500	0.002

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by members whose votes were declared invalid
1*	10

\* Abstain From Voting

- (b). **Resolution 2- To appoint a Director in place of Mr. K.V.L. Narayan Rao, who retires by rotation and being eligible, offers himself for re-appointment.**

i. Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast in favour of the resolution
19	20845621	99.998



ii. Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast against the resolution
1	500	0.002

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by members whose votes were declared invalid
2*	122288

\* Abstain From Voting

(c). **Resolution 3- Appointment of auditors of the Company and fixing their remuneration.**

i. Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast in favour of the resolution
20	20967409	100

ii. Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast against the resolution
Nil	Nil	Nil

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by members whose votes were declared invalid
1*	1000

\* Abstain From Voting





(d) **Resolution 4- Ratification of appointment of the Cost Auditor for the Financial Year ending March 31, 2015**

i. Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast in favour of the resolution
20	20967409	100

ii. Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast against the resolution
Nil	Nil	Nil

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by members whose votes were declared invalid
1*	1000

\* Abstain From Voting

(e) **Resolution 5- Appointment of Mr. Amal Ganguli as an Independent Director.**

i. Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast in favour of the resolution
19	20967399	100

ii. Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast against the resolution
1	10	0.00



iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by members whose votes were declared invalid
1*	1000

\* Abstain From Voting

(f) **Resolution 6- Appointment of Mr. Vijaya Bhaskar Menon as an Independent Director.**

i. Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast in favour of the resolution
19	20967399	100

ii. Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast against the resolution
1	10	0.00

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by members whose votes were declared invalid
1*	1000

\* Abstain From Voting

(g) **Resolution 7- Appointment of Mr. Pramod Bhasin as an Independent Director.**

i. Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast in favour of the resolution
19	20967399	100



ii. Voted against the resolution:

Number of members voted through electronic system	Number of votes cast against the resolution	% of total number of valid votes cast against the resolution
1	10	0.00

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by members whose votes were declared invalid
1*	1000

\* Abstain From Voting

(h) **Resolution 8- Appointment of Ms. Indrani Roy as an Independent Director.**

i. Voted in favour of the resolution:

Number of members voted through electronic system	Number of votes cast in favour of the resolution	% of total number of valid votes cast in favour of the resolution
19	20967399	100

ii. Voted against the resolution:

Number of members voted through electronic system	Number of votes cast against the resolution	% of total number of valid votes cast against the resolution
1	10	0.00

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by members whose votes were declared invalid
1*	1000

\* Abstain From Voting



(i) **Resolution 9- Re-appointment of Dr. Prannoy Roy as a Director liable to retire by rotation.**

i. Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast in favour of the resolution
18	167159	100

ii. Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast against the resolution
1	10	0.00

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by members whose votes were declared invalid
2*	20801240

\* Abstain From Voting

(j) **Resolution 10- Re-appointment of Dr. Prannoy Roy as Executive Co - Chairperson.**

i. Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast in favour of the resolution
18	167159	100

ii. Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast against the resolution
1	10	0.00



iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by members whose votes were declared invalid
2*	20801240

\* Abstain From Voting

(k) **Resolution 11- Re-appointment of Mrs. Radhika Roy as Executive Co – Chairperson.**

i. Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast in favour of the resolution
18	167159	100

ii. Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast against the resolution
1	10	0.00

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by members whose votes were declared invalid
2*	20801240

\* Abstain From Voting

(l) **Resolution 12- Revision in remuneration of Mr. K.V.I. Narayan Rao, Executive Vice – Chairperson.**

i. Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast in favour of the resolution
18	20846096	100



ii. Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast against the resolution
1	25	0.00

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by members whose votes were declared invalid
2*	122288

\* Abstain From Voting

(m) **Resolution 13- Revision in remuneration of Mr. Vikramaditya Chandra, Group CEO & Executive Director.**

i. Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast in favour of the resolution
18	20925684	100

ii. Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast against the resolution
1	25	0.00

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by members whose votes were declared invalid
2*	42700

\* Abstain From Voting



(n) **Resolution 14- Annual Remuneration to Non – Executive Directors for the financial year 2013 – 14.**

i. Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast in favour of the resolution
19	20968374	100

ii. Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast against the resolution
2	35	0.00

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by members whose votes were declared invalid
Nil	Nil

(o) **Resolution 15- Approval for payment of remuneration to Mr. K.V.L. Narayan Rao as Non – Executive Director of NDTV Networks Limited, Subsidiary Company.**

i. Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast in favour of the resolution
17	20846086	100

ii. Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast against the resolution
2	35	0.00



iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by members whose votes were declared invalid
2*	122288

\* Abstain From Voting

(p) **Resolution 16- Approval for payment of remuneration to Mr. Vikramaditya Chandra as CEO of NDTV Networks Limited, Subsidiary Company.**

i. Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast in favour of the resolution
17	20925674	100

ii. Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast against the resolution
2	35	0.00

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by members whose votes were declared invalid
2*	42700

\* Abstain From Voting

5. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,  
Yours faithfully,



Hemant Kumar Singh  
Partner,  
M/s Hemant Singh & Associates  
Practicing Company Secretaries



Place: Delhi  
Date: 08.09.2014





Resolution	Mode	Ballots Received	Total Shares	Favour		Against		Invalid	
				Ballots	Votes	Ballots	Votes	Ballots	Votes
1	ELE	21	20968409	20	20967899	1	500	1	10
	PHY	0	0	0	0	0	0	0	0
	TOTAL	21	20968409	20	20967899	1	500	1	10
2	ELE	21	20968409	19	20845621	1	500	2	122288
	PHY	0	0	0	0	0	0	0	0
	TOTAL	21	20968409	19	20845621	1	500	2	122288
3	ELE	21	20968409	20	20967409	0	0	1	1000
	PHY	0	0	0	0	0	0	0	0
	TOTAL	21	20968409	20	20967409	0	0	1	1000
4	ELE	21	20968409	20	20967409	0	0	1	1000
	PHY	0	0	0	0	0	0	0	0
	TOTAL	21	20968409	20	20967409	0	0	1	1000
5	ELE	21	20968409	19	20967399	1	10	1	1000
	PHY	0	0	0	0	0	0	0	0
	TOTAL	21	20968409	19	20967399	1	10	1	1000
6	ELE	21	20968409	19	20967399	1	10	1	1000
	PHY	0	0	0	0	0	0	0	0
	TOTAL	21	20968409	19	20967399	1	10	1	1000
7	ELE	21	20968409	19	20967399	1	10	1	1000
	PHY	0	0	0	0	0	0	0	0
	TOTAL	21	20968409	19	20967399	1	10	1	1000
8	ELE	21	20968409	19	20967399	1	10	1	1000
	PHY	0	0	0	0	0	0	0	0
	TOTAL	21	20968409	19	20967399	1	10	1	1000
9	ELE	21	20968409	18	167159	1	10	2	20801240
	PHY	0	0	0	0	0	0	0	0
	TOTAL	21	20968409	18	167159	1	10	2	20801240



10	ELE	21	20968409	18	167159	1	10	2	20801240
	PHY	0	0	0	0	0	0	0	0
	TOTAL	21	20968409	18	167159	1	10	2	20801240
11	ELE	21	20968409	18	167159	1	10	2	20801240
	PHY	0	0	0	0	0	0	0	0
	TOTAL	21	20968409	18	167159	1	10	2	20801240
12	ELE	21	20968409	18	20846096	1	25	2	122288
	PHY	0	0	0	0	0	0	0	0
	TOTAL	21	20968409	18	20846096	1	25	2	122288
13	ELE	21	20968409	18	20925684	1	25	2	42700
	PHY	0	0	0	0	0	0	0	0
	TOTAL	21	20968409	18	20925684	1	25	2	42700
14	ELE	21	20968409	19	20968374	2	35	0	0
	PHY	0	0	0	0	0	0	0	0
	TOTAL	21	20968409	19	20968374	2	35	0	0
15	ELE	21	20968409	17	20846086	2	35	2	122288
	PHY	0	0	0	0	0	0	0	0
	TOTAL	21	20968409	17	20846086	2	35	2	122288
16	ELE	21	20968409	17	20925674	2	35	2	42700
	PHY	0	0	0	0	0	0	0	0
	TOTAL	21	20968409	17	20925674	2	35	2	42700



**FORM NO. MGT-13**

**Scrutinizer's Report**

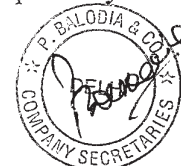
**[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]**

To,  
The Chairman  
26<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
NEW DELHI TELEVISION LIMITED  
Held on 8<sup>th</sup> September, 2014 at 3.30 p.m.  
At Air Force Auditorium, Subroto Park  
Dhaura Kuan, New Delhi – 110 010

Dear Sir,

I, Prashant Kumar Balodia, Partner of M/s. P. Balodia & Co., Practicing Company Secretaries having its office at A – 53, 1<sup>st</sup> Floor, Gurunanak Pura, Laxminagar, Delhi – 110 092. appointed as Scrutinizer of NEW DELHI TELEVISION LIMITED (“Company”) for the purpose of the poll taken on the below mentioned resolutions, at the 26<sup>th</sup> Annual General Meeting of the Equity Shareholders of NEW DELHI TELEVISION LIMITED, held on 8<sup>th</sup> September, 2014 at 3.30 pm at Air Force Auditorium, Subroto Park, Dhaura Kuan, New Delhi – 110 010, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, the ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot boxes were subsequently opened in our presence (including two shareholders namely Mr. Gagan Kumar Kumar having DP ID IN300206, Client ID 10924535 and Mr. Rakesh Kumar Sharma having DP ID IN300966, Client ID 10577844) and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as rejected/ invalid and kept separately.



The result of the poll is as under:

- a) **Resolution 1- To receive, consider and adopt the audited statement of Profit and Loss for the financial year ended March 31, 2014 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.**

- i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
109	19182108	99.9995

- ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	100	0.0005

- iii. Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	8

- b) **Resolution 2- To appoint a Director in place of Mr. K.V.L. Narayan Rao, who retires by rotation and being eligible, offers himself for re-appointment.**

- i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
109	19182108	99.9995

- ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	100	0.0005



iii. Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	8

**c) Resolution 3- Appointment of auditors of the Company and fixing their remuneration.**

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
109	19182108	99.9995

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	100	0.0005

iii. Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	8

**d) Resolution 4- Ratification of appointment of the Cost Auditor for the Financial Year ending March 31, 2015.**

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
109	19182108	99.9995



ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	100	0.0005

iii. Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	8

e) **Resolution 5- Appointment of Mr. Amal Ganguli as an Independent Director.**

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
106	19182094	99.9994

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	114	0.0006

iii. Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	8



**f) Resolution 6- Appointment of Mr. Vijaya Bhaskar Menon as an Independent Director.**

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
106	19182094	99.9994

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	114	0.0006

iii. Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	8

**g) Resolution 7- Appointment of Mr. Pramod Bhasin as an Independent Director.**

i. Voted in favour of the resolution:

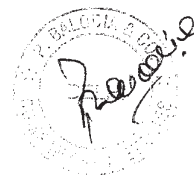
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
109	19182108	99.9995

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	100	0.0005

iii. Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	8



**h) Resolution 8- Appointment of Ms. Indrani Roy as an Independent Director.**

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
109	19182108	99.9995

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	100	0.0005

iii. Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	8

**i) Resolution 9- Re-appointment of Dr. Prannoy Roy as a Director liable to retire by rotation.**

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
108	368180	99.9728

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	100	0.0272

iii. \*Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	18813936

\*Including one person abstaining from voting





**j) Resolution 10- Re-appointment of Dr. Prannoy Roy as Executive Co – Chairperson.**

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
108	368180	99.9728

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	100	0.0272

iii. \*Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	18813936

\*Including one person abstaining from voting

**k) Resolution 11- Re-appointment of Mrs. Radhika Roy as Executive Co – Chairperson.**

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
108	368180	99.9728

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	100	0.0272

iii. \*Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	18813936

\*Including one person abstaining from voting



**l) Resolution 12- Revision in remuneration of Mr. K.V.L. Narayan Rao, Executive Vice – Chairperson.**

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
106	19182094	99.9994

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	114	0.0006

iii. Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	8

**m) Resolution 13- Revision in remuneration of Mr. Vikramaditya Chandra, Group CEO & Executive Director.**

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
106	19182094	99.9994

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	114	0.0006

iii. Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	8



n) **Resolution 14- Annual Remuneration to Non – Executive Directors for the financial year 2013 – 14.**

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
106	19182094	99.9994

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	114	0.0006

iii. Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	8

o) **Resolution 15- Approval for payment of remuneration to Mr. K.V.L. Narayan Rao as Non – Executive Director of NDTV Networks Limited, Subsidiary Company.**

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
106	19182094	99.9994

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	114	0.0006

iii. Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	8



**p) Resolution 16- Approval for payment of remuneration to Mr. Vikramaditya Chandra as CEO of NDTV Networks Limited, Subsidiary Company.**

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
106	19182094	99.9994

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	114	0.0006

iii. Invalid votes:

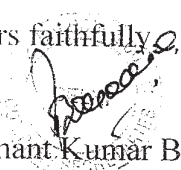
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	8

4. A list of equity shareholders who voted "FOR", "AGAINST", "ABSTAINED FROM VOTING" and those whose votes were declared invalid for each resolution is enclosed.

5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

  
Prashant Kumar Balodia  
Partner  
M/s. P. Balodia & Co.  
Practicing Company Secretaries

Place: Delhi  
Date: 09.09.2014

**NEW DELHI TELEVISION LIMITED-08/09/2014-NEW DELHI Ballot Detailed Report Physical**

RES	RESOLUTION	VOTES	AGAINST	IN FAVOUR	PERCENTAGE OF TOTAL VOTES	PERCENTAGE AGAINST	PERCENTAGE IN FAVOUR	AGGREGATE VOTES	PERCENTAGE OF VOTES	INVALID	VALID	PERCENTAGE OF VOTES
1	To receive, consider and adopt the audited statement of Profit and Loss for the financial year ended March 31, 2014 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon	116	109	19182108	99.9995	1	100	0.0005	6	8	0	
2	To appoint a Director in place of Mr. K.V.L. Narayan Rao, who retires by rotation and being eligible, offers rotation and being eligible, offers himself for re-appointment	116	109	19182108	99.9995	1	100	0.0005	6	8	0	
3	Appointment of auditors of the Company and fixing their remuneration	116	109	19182108	99.9995	1	100	0.0005	6	8	0	
4	Ratification of appointment of the Cost Auditor for the Financial Year ending March 31, 2015	116	109	19182108	99.9995	1	100	0.0005	6	8	0	
5	Appointment of Mr. Amal Ganguli as an Independent Director	116	106	19182094	99.9994	4	114	0.0006	6	8	0	
6	Appointment of Mr. Vijaya Bhaskar Menon as an Independent Director	116	106	19182094	99.9994	4	114	0.0006	6	8	0	
7	Appointment of Mr. Pramod Bhasin as an Independent Director	116	109	19182108	99.9995	1	100	0.0005	6	8	0	
8	Appointment of Ms. Indrani Roy as an Independent Director	116	109	19182108	99.9995	1	100	0.0005	6	8	0	
9	Re-appointment of Dr. Pranay Roy as a Director liable to retire by rotation	116	108	368180	99.9728	1	100	0.0272	7	18813936	0	
10	Re-appointment of Dr. Pranay Roy as Executive Co – Chairperson	116	108	368180	99.9728	1	100	0.0272	7	18813936	0	
11	Re-appointment of Mrs. Radhika Roy as Executive Co – Chairperson	116	108	368180	99.9728	1	100	0.0272	7	18813936	0	



12	Revision in remuneration of Mr. K.V.L. Narayan Rao, Executive Vice – Chairperson	116	106	19182094	99.9994	4	114	0.0006	6	8	0
13	Revision in remuneration of Mr. Vikramaditya Chandra, Group CEO & Executive Director	116	106	19182094	99.9994	4	114	0.0006	6	8	0
14	Annual Remuneration to Non – Executive Directors for the financial year 2013 – 14	116	106	19182094	99.9994	4	114	0.0006	6	8	0
15	Approval for payment of remuneration to Mr. K.V.L. Narayan Rao as Non – Executive Director of NDTV Networks Limited, Subsidiary Company	116	106	19182094	99.9994	4	114	0.0006	6	8	0
16	Approval for payment of remuneration to Mr. Vikramaditya Chandra as CEO of NDTV Networks Limited, Subsidiary Company	116	106	19182094	99.9994	4	114	0.0006	6	8	0

