

SITI Cable Network Limited

Essel House, B-10, Lawrence Road,
Industrial Area, Delhi - 110 035, India
Tel. : +91-11-47502600
Fax : +91-11-27184709
Website : www.siticable.com

Corporate Identity Number
L64200MH2006PLC160733



October 14, 2014

To,

BSE Limited

P.J. Tower, Dalal Street,
Mumbai - 400001.

National Stock Exchange of India Limited

Exchange Plaza,
Plot no. C/1, G Block,
Bandra - Kurla Complex, Bandra (E)
Mumbai - 400051.

Kind Attn: Corporate Relationship Department

Sub. : Declaration of results of Voting –Resolutions proposed vide Postal Ballot Notice dated August 12, 2014

Dear Sir,

This is further to our letter dated September 9, 2014, enclosing *inter alia* copies of Postal Ballot Notice sent to Shareholders of the Company seeking their approval to the resolutions detailed in the postal ballot notice.

The voting on the said Postal Ballot offered in both physical mode and electronic mode commenced on Thursday, the 11th day of September, 2014 at 9.00 a.m. and ends on Friday, the 10th day of October, 2014 at 6.00 p.m.

Based on the report submitted by the Scrutinizer, Mr. Satish K Shah, Practicing Company Secretary, all the Resolutions proposed in the said Postal Ballot Notice have been passed with overwhelming majority.

Copy of the Scrutinizer report along with details of Voting as per Clause 35A of the Listing Agreement are enclosed herewith.

Kindly acknowledge the receipt

Yours truly,

For **SITI CABLE NETWORK LIMITED**


Suresh Kumar
Company Secretary
Encl. As above



Corp. Off.(North Zone) : FC-09, Gate No. 03, Sector 16 A, Film City, Noida - 201301 India.
Tel. : +91-120-4526700 Fax : +91-0120-4526777

Regd. Off. : 135, Continental Building, Dr. Annie Besant Road, Worli, Mumbai - 400 018, India.
Tel. : +91-22-6697 1234 Fax : +91-22-2490 0302

Details of Voting as per Clause 35A of the Listing Agreement

Resolutions proposed vide Postal Ballot Notice dated August 12, 2014

Mode of Voting - Postal Ballot & E-Voting

Item No. 1:

Ordinary Resolution seeking approval of the Shareholders for increasing the Authorised Share Capital of the Company and consequence change in Clause V (a) of the Memorandum of Association of the Company relating to share capital under Section 61 of the Companies Act, 2013

Category	Promoter & Promoter Group	Public – Institutional Holder	Public -others	Total
No of Shares held as at August 29, 2014	44,72,42,427	6,02,26,475	10,67,44,013	61,42,12,915
No of Votes Polled	44,72,42,427	2,03,65,674	60,17,108	47,36,25,209
% of Votes polled on outstanding Equity Shares	100.00%	33.82%	5.64%	77.11%
No of Votes in favor	44,72,42,427	2,03,65,674	60,12,572	47,36,20,673
No of Votes against	0	0	4,536	4,536
No of Votes Abstained	0	0	0	0
% of Votes in favor on Votes Polled	100.00%	100.00%	99.92%	100.00%
% of Votes against on Votes Polled	0.00%	0.00%	0.08%	0.00%
% of Votes Abstained on Votes Polled	0.00%	0.00%	0.00%	0.00%

Item No. 2:

Special Resolution seeking approval of the Shareholders for raising of funds by issuance of Equity Shares or Securities Convertible into Equity shares upto Rupee equivalent of US\$ 100 millions, under Section 62(1)(c) of the Companies Act, 2013.

Category	Promoter & Promoter Group	Public – Institutional Holder	Public -others	Total
No of Shares held as at August 29, 2014	44,72,42,427	6,02,26,475	10,67,44,013	61,42,12,915
No of Votes Polled	44,72,42,427	2,03,65,674	60,17,108	47,36,25,209
% of Votes polled on outstanding Equity Shares	100.00%	33.82%	5.64%	77.11%
No of Votes in favor	44,72,42,427	2,03,65,674	60,12,295	47,36,20,396
No of Votes against	0	0	4,526	4,526
No of Votes Abstained	0	0	287	287
% of Votes in favor on Votes Polled	100.00%	100.00%	99.92%	100.00%
% of Votes against on Votes Polled	0.00%	0.00%	0.08%	0.00%
% of Votes Abstained on Votes Polled	0.00%	0.00%	0.00%	0.00%

For Siti Cable Network Limited


 Suresh Kumar
 (Company Secretary)

Item No. 3:

Special Resolution seeking approval of the Shareholders for authorizing the Board of Directors for creation of charges on assets / undertakings of the Company to secure borrowings as per Section 180(1)(a) of the Companies Act, 2013

Category	Promoter & Promoter Group	Public – Institutional Holder	Public -others	Total
No of Shares held as at August 29, 2014	44,72,42,427	6,02,26,475	10,67,44,013	61,42,12,915
No of Votes Polled	44,72,42,427	2,03,65,674	60,17,108	47,36,25,209
% of Votes polled on outstanding Equity Shares	100.00%	33.82%	5.64%	77.11%
No of Votes in favor	44,72,42,427	2,03,65,674	60,12,206	47,36,20,307
No of Votes against	0	0	4,902	4,902
No of Votes Abstained	0	0	0	0
% of Votes in favor on Votes Polled	100.00%	100.00%	99.92%	100.00%
% of Votes against on Votes Polled	0.00%	0.00%	0.08%	0.00%
% of Votes Abstained on Votes Polled	0.00%	0.00%	0.00%	0.00%

Item No. 4:

Special Resolution seeking approval of the Shareholders for authorizing the Board of Directors for giving any loan, giving or providing any guarantee or security and making investment by the Company under Section 186 of the Companies Act, 2013

Category	Promoter & Promoter Group	Public – Institutional Holder	Public -others	Total
No of Shares held as at August 29, 2014	44,72,42,427	6,02,26,475	10,67,44,013	61,42,12,915
No of Votes Polled	44,72,42,427	2,03,65,674	60,17,108	47,36,25,209
% of Votes polled on outstanding Equity Shares	100.00%	33.82%	5.64%	77.11%
No of Votes in favor	44,72,42,427	2,03,65,674	59,70,571	47,35,78,672
No of Votes against	0	0	46,537	46,537
No of Votes Abstained	0	0	0	0
% of Votes in favor on Votes Polled	100.00%	100.00%	99.23%	99.99%
% of Votes against on Votes Polled	0.00%	0.00%	0.77%	0.01%
% of Votes Abstained on Votes Polled	0.00%	0.00%	0.00%	0.00%

For Siti Cable Network Limited


Suresh Kumar
(Company Secretary)

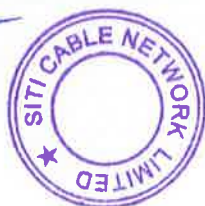
Item No. 5:

Special Resolution seeking approval of the Shareholders for appointment of and payment of remuneration to Mr. V.D.Wadhwa as Executive Director of the Company

Category	Promoter & Promoter Group	Public – Institutional Holder	Public -others	Total
No of Shares held as at August 29, 2014	44,72,42,427	6,02,26,475	10,67,44,013	61,42,12,915
No of Votes Polled	44,72,42,427	2,03,65,674	60,17,108	47,36,25,209
% of Votes polled on outstanding Equity Shares	100.00%	33.82%	5.64%	77.11%
No of Votes in favor	44,72,42,427	2,03,65,674	59,72,247	47,35,80,348
No of Votes against	0	0	44,574	44,574
No of Votes Abstained	0	0	287	287
% of Votes in favor on Votes Polled	100.00%	100.00%	99.25%	99.99%
% of Votes against on Votes Polled	0.00%	0.00%	0.74%	0.01%
% of Votes Abstained on Votes Polled	0.00%	0.00%	0.00%	0.00%

SITI CABLE NETWORK LIMITED


Suresh Kumar
Company Secretary



Place: Delhi
Date: October 14, 2014

CS Satish K. Shah

B.A., LLB, FCS.

Company Secretary

(FCS1313; CP-3142; Trade Marks Agent Code No. 1503)

October 10, 2014

The Board of Directors
Siti Cable Network Limited
Continental Building,
135, Dr. Annie Besant Road,
Worli, Mumbai 400 018

Dear Sirs,

Re: SCRUTINISER'S REPORT

Report on Postal Ballot and E-voting conducted by Siti Cable Network Limited ('the Company'), in relation to 5 (Five) resolutions proposed in the postal ballot Notice dated 12th August 2014.

- The Company has provided E-voting facility to its Shareholders, in terms of Clause 35B of the Listing Agreement with Stock Exchanges and provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management & Administration) Rules, 2014, relating to all businesses proposed in the said Notice. The undersigned was appointed as Scrutinizer by the Company on August 12, 2014, to conduct the Postal Ballot and E-voting in a fair and transparent manner and to scrutinize votes cast by the Shareholders and submit a report thereon to the Board of Directors.
- The Company had availed E-voting platform/facility provided by Central Depository Services (India) Limited ('CDSL'). The E-voting, to be exercised by the Shareholders of the Company as per their shareholding as at August 29, 2014, being cut off date. E-voting period commenced on Thursday, September 11, 2014 at 9.00 a.m. and concluded on Friday, October 10, 2014 at 6.00 p.m.
- Pursuant to Rule 20(xi) of Companies (Management & Administration) Rules, 2014. I unblocked the E-voting on CDSL platform, in the presence of Mrs. Prabha Shah and Ms. Priya Parah, both residing at Lok Everest, Jatashankar Dosa Road, Mulund, (West), Mumbai 400 080. These witnesses are not in the employment of the Company.

Based on the report and details downloaded from CDSL website, after conclusion of voting period, I hereby report that 86 Shareholders casted their Votes electronically and 4 shareholders casted their votes in physical form on the said 5 resolutions as per details mentioned herein:



B-2/201, LOK EVEREST, Jatashankar Dosa Road, Mulund (W), Mumbai - 400 080
Telefax : 25689808 / Cell : 7738036028 / E-mail satshah@gmail.com

CS Satish K. Shah

B.A., LLB, FCS.

Company Secretary

(FCS1313; CP-3142; Trade Marks Agent Code No. 1503)

Item No. 1 – Ordinary Resolution – Increase in Authorized Capital of the Company and Consequent changes in Clause V(a) of Memorandum of Association of the Company.

Voted in Favor of Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
77	473,620,673	100.00%
Voted Against the Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
13	4,536	0.00%
Abstained from Voting on Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
-	-	-
Total	473,625,209	100.00%

Item No. 2 – Special Resolution – Issuance of Equity shares or Securities convertible into Equity shares.

Voted in Favor of Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
77	473,620,396	100.00%
Voted Against the Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
12	4,526	0.00%
Abstained from Voting on Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
1	287	0.00%
Total	473,625,209	100.00%

Item No. 3 – Special Resolution – Authority to Board of Directors for creation of charge/mortgage in respect of Borrowings.

Voted in Favor of Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
76	473,620,307	100.00%
Voted Against the Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
14	4,902	0.00%
Abstained from Voting on Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
0	0	0
Total	473,625,209	100.00%



CS Satish K. Shah

B.A., LL.B., FCS.

Company Secretary

(FCS1313; CP-3142; Trade Marks Agent Code No. 1503)


Item No. 4 – Special Resolution—Authorisation for Loans and Investments by the Company.

Voted in Favor of Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
71	473,578,672	99.99%
Voted Against the Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
19	46,537	0.01%
Abstained from Voting on Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
0	0	0
Total	473,625,209	100.00%

Item No. 5 – Special Resolution—Appointment of Mr. V.D. Wadhwa as Executive Director of the Company.

Voted in Favour of Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
70	473580348	99.99
Voted Against the Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
19	44574	0.01
Abstained from Voting on Resolution		
Number of Members voted	Number of Votes cast	% of Total Votes Cast
1	287	0.00
TOTAL	473625209	100.00

All the records relating to electronic voting and physical Postal Ballot shall remain in my safe custody till the result of the voting is announced by the Company and shall thereafter be handed over to the Company Secretary of the Company.


Satish K. Shah
Scrutiniser
FCS-1313, CP-3142
B-2/201 Lok Everest
Jatashankar Dosa Road, Mulund, (West) Mumbai – 400 080.

