

SOWBHAGYA MEDIA LIMITED



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To,
Department of Corporate Affairs,
Bombay Stock Exchange (BSE Limited),
P J Towers, Dalal Street, Fort,
Mumbai-400 001.

Respected Sir/madam,

Sub: Submission Voting results Scrutinizers Report (E-voting and Poll) of 24th Annual General Meeting - 2018-19 Regulation-44(3) of SEBI (LODR) Regulations, 2015

Ref: Scrip Id: Sowbhagya & Scrip Code: 532025

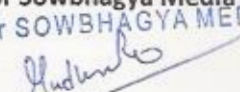
With reference to the cited subject, We are hereby submitting Voting results Scrutinizers Reports on the resolutions passed at 24th Annual General Meeting of M/s. Sowbhagya Media Limited held on Saturday, 14th December 2019 at The Purple Leaf Hotel, 3-7-218, Kharkhana Road, Vikaram Puri, Secunderbad, Telangana 500015 at 04:00 PM for the Financial Year 2018-19 and Adjourned Annual General Meeting conducted on 21st December 2019 at the same place at 3.00 pm.

The mode of voting for all Ordinary/Special Resolutions was:

1. Remote e-voting conducted from Wednesday, 11th December 2019 (9:00 am) and ends on Friday, 13th December 2019 (5:00 pm).
2. Poll conducted at the AGM

Out of 7 resolutions proposed in notice of 24th AGM of the Company, only 2 were passed with requisite majority (i.e. Item no- 1 & 3) were considered as duly passed and approved by the members as per the provisions of the Companies Act, 2013 and other resolutions were not passed.

For Sowbhagya Media Limited
For SOWBHAGYA MEDIA LIMITED


Madhusudan Rao Madikonda
(Whole Time Director) , Director
(DIN-01638593)

Date: 30/12/2019

Place: Hyderabad

Encl:

1. Voting Results Scrutinizers reports



L. MADHAVILATHA

M.Sc., ACS

Practising Company Secretary
ACS No. 38359 C.P. No.14289

FORM NO. MGT-13

REPORT OF SCRUTINIZER

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014] as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting by electronic voting system at the Annual General Meeting of SOWBHAGYA MEDIA LIMITED held on Saturday, 21st December, 2019 at 3.00 P.M.

To

The Chairman,
Annual General Meeting,
SOWBHAGYA MEDIA LIMITED,
4th Floor, Block-A, My Home Tycoon,
Green Lands, Begumpet,
Hyderabad, Telangana-500016IN

24th Annual General Meeting of the Equity Shareholders of M/s. SOWBHAGYA MEDIA LIMITED held on Saturday, 21st December, 2019 at 3.00 P.M. at The Purple Leaf Hotel, 3-7-218, Kharkhana Road, VikaramPuri, Secunderbad, Telangana 500015.

Sir,

I, CS Modugula Madhavi Latha, Practicing Company Secretary, having office at 8-3-191/6, Flat No: 601, 6th Floor, Nandanavanam Complex, Near S R Nagar Cross Roads, Hyderabad - 500 038, have been appointed as Scrutinizer by the Board of Directors, M/s. SOWBHAGYA MEDIA LIMITED (herein referred to as "the company") for the purpose scrutinizing the poll taken on the below mentioned resolutions, at the 24th Annual General Meeting of the equity shareholders of the company held on Saturday 21st December, 2019 at 3.00 P.M. at The Purple Leaf Hotel, 3-7-218, Kharkhana Road, Vikarampuri, Secunderbad, Telangana 500015.

I submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, the ballot boxes were opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

Madhavi Latha



2. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
3. The result of the Poll is as under:

RESOLUTION 1

To receive, consider and adopt the Audited Balance Sheet as on 31st March 2019, the Profit & Loss Account and cash flow statement together with the schedules and reports of the board of directors and auditors thereon for the year ended on that date, if thought fit to pass the following resolution as an Ordinary Resolution:

i. VOTED IN FAVOUR OF RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
22	435480	97.75%

ii. VOTED AGAINST THE RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
5	10037	2.25%

iii. INVALID VOTES

Number of Members present and voting (in person or by proxy)	Number of invalid Votes
5	1018

RESOLUTION 2

To appoint Mr. Madhusudan Rao Madikonda (DIN: 01638593, who retire by rotation and being eligible, offers himself for re-appointment:

i. VOTED IN FAVOUR OF RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
18	878	0.20%

ii. VOTED AGAINST THE RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
9	445517	99.80%

iii. INVALID VOTES:

Number of Members present and voting (in person or by proxy)	Number of invalid Votes
5	1018

RESOLUTION 3

To Consider an appointment of Statutory Auditors of M/s KVSRY and Associates for the company and to fix their remuneration and for this purpose to consider and, if thought fit to pass the following resolution as an Ordinary Resolution:

i. VOTED IN FAVOUR OF RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
20	435478	97.75%

ii. VOTED AGAINST THE RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
7	10039	2.25%

iii. INVALID VOTES:

Number of Members present and voting (in person or by proxy)	Number of invalid Votes
5	1018

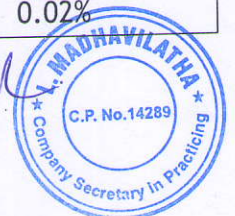
RESOLUTION 4

To consider appointment of Mr. Taraka Hari Hara prabhu as director under section 152(4), 160 of the companies Act, 2013.

i. VOTED IN FAVOUR OF RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
20	880	0.02%

Medha Lathia



ii. VOTED AGAINST THE RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
7	444637	99.98%

iii. INVALID VOTES:

Number of Members present and voting (in person or by proxy)	Number of invalid Votes
5	1018

RESOLUTION 5

To consider appointment of Mr. Surendra Prasad Narla as director under section 152(4), 160 of the companies Act, 2013.

i. VOTED IN FAVOUR OF RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
18	859	0.19%

VOTED AGAINST THE RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
8	444658	99.80%

ii. INVALID VOTES:

Number of Members present and voting (in person or by proxy)	Number of invalid Votes
6	1019



RESOLUTION 6

To consider appointment of Mr. Narla Kotikrishna under section 152(4), 160 of the companies Act, 2013.

iii. VOTED IN FAVOUR OF RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
18	859	0.19%

iv. VOTED AGAINST THE RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
9	444658	99.80%

iii. INVALID VOTES:

Number of Members present and voting (in person or by proxy)	Number of invalid Votes
5	1018

RESOLUTION 7

To appoint Mr. Dasari Taraka Hari Hara prabhu as the managing director pursuant to the provisions of section 196, 197, Schedule V of the companies Act, 2013 and the rules made there under.

v. VOTED IN FAVOUR OF RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
19	879	0.19%

vi. VOTED AGAINST THE RESOLUTION

Number of Members present and voting (in person or by proxy)	Number of Votes cast by them	% of the Total number of valid votes cast
8	444658	99.81%

iii. INVALID VOTES:

Number of Members present and voting (in person or by proxy)	Number of invalid Votes
5	1018

A compact disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

4. The poll papers and all other relevant records were sealed and handover to the Director authorized by the Board for safe keeping.
5. The consolidated results of the votes cast (by e-voting and by poll) are provided as Annexure-I to this report.

Thanking you

Yours faithfully




Modugula Madhavalatha
Practicing Company Secretary
C.P. 14289
ACS 38359

Date: 28-12-2019

Place: Hyderabad

ANNEXURE-1

Consolidated results of voting (by e-voting and poll) for resolution numbers 1 to 7 of the notice of the 24th Annual General Meeting of M/s. SOWBHAGYA MEDIA LIMITED held on Saturday, 21st December, 2019 at 3.00 P.M. at The Purple Leaf Hotel, 3-7-218, Kharkhana Road, Vikarampuri, Secunderbad, Telangana 500015.

Resolution No.	Total Valid Votes Cast		
	E-voting	Poll	Total
1	6792239	445517	7237756
2	6792239	446395	7238634
3	6792239	445517	7237756
4	6792239	445517	7237756
5	6792239	445517	7237756
6	6792239	445517	7237756
7	6792239	445537	7237776

Resolution No.	Voted in favor of Resolution				Voted against Resolution			
	E-voting	Poll	Total	%	E-voting	Poll	Total	%
1	6792239	435480	7227719	99.86	0	10037	10037	0.14
2	272839	878	273717	3.78	6519400	445517	6964917	96.22
3	6792239	435478	7227717	99.86	0	10039	10039	0.14
4	272839	880	273719	3.78	6519400	444637	6964037	96.22
5	272839	859	273698	3.78	6519400	444658	6964058	96.22
6	272839	859	273698	3.78	6519400	444658	6964058	96.22
7	272839	879	273698	3.78	6519400	444658	6964058	96.22



ANNEXURE

Resolution No. 1	Promoter / Public	No. of Shares held	No. of votes polled by e-voting	No. of votes polled by Poll	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
Public-Institutions	0	0	0	0	0	0	0	0	0
Public - Others	4410600	4410600	272839	445517	718356	708319	98.60%	10037	1.40%
Total	109330000	109330000	6792239	445517	7237756	7227719		10037	

Resolution No. 2	Promoter / Public	No. of Shares held	No. of votes polled by e-voting	No. of votes polled by Poll	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
Public-Institutions	0	0	0	0	0	0	0	0	0
Public - Others	4410600	4410600	272839	446395	719234	878	0.12%	718356	99.88%
Total	109330000	109330000	6792239	446395	7238634	878		7237756	

Madhavi Kulkarni



Resolution No. 3	Promoter / Public	No. of Shares held	No. of votes polled by e-voting	No. of votes polled by Poll	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
Public-Institutions	0	0	0	0	0	0	0	0	
Public - Others	4410600	272839	445517	718356	708317	98.61%	10039	1.39%	
Total	10930000	6792239	445517	7237756	7227720		10039		

Resolution No. 4	Promoter / Public	No. of Shares held	No. of votes polled by e-voting	No. of votes polled by Poll	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
Public-Institutions	0	0	0	0	0	0	0	0	
Public - Others	4410600	272839	445517	718356	880	0.12%	717476	98.88%	
Total	10930000	6792239	445517	7237756	880		7236876		

Resolution No. 5	Promoter / Public	No. of Shares held	No. of votes polled by e-voting	No. of votes polled by Poll	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
Public-Institutions	0	0	0	0	0	0	0	0	
Public - Others	4410600	272839	445517	718356	859	0.12%	717497	98.88%	
Total	10930000	6792239	445517	7237756	859		7236897		

M. Shanmugasundaram
 L. MADHAVILATHA
 C.P. No. 14289
 Company Secretary in Practicing

Resolution No. 6	Promoter / Public	No. of Shares held	No. of votes polled by e-voting	No. of votes polled by Poll	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
Public-Institutions	0	0	0	0	0	0	0	0	0
Public - Others	4410600	272839	445517	718356	859	0.12%	717497	98.88%	
Total	10930000	6792239	445517	7237756	859		7236897		

Resolution No. 7	Promoter / Public	No. of Shares held	No. of votes polled by e-voting	No. of votes polled by Poll	No. of Total Votes Cast	No. of votes In favor	% of votes In favour	No. of votes Against	% of votes Against
Public-Institutions	0	0	0	0	0	0	0	0	0
Public - Others	4410600	272839	445537	718376	859	0.12%	717497	98.88%	
Total	10930000	6792239	445537	7237776	859		7236897		

Madhavilatha





L. MADHAVILATHA

M.Sc., ACS

Practising Company Secretary
ACS No. 38359 C.P. No.14289

To

The Chairman
Annual General Meeting
SOWBHAGYA MEDIA LIMITED
4th Floor, Block-A, My Home Tycoon,
Green Lands, Begumpet
Hyderabad, Telangana-500016IN

Dear Sir,


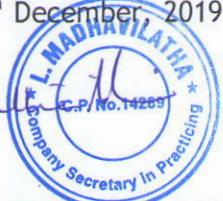
Sub: Scrutinizer's Report for Electronic Voting
REF: 24th Annual General Meeting.

I CS Modugula Madhavi latha, Practicing Company Secretary, having office at 8-3-191/6, Flat No: 601, 6th Floor, Nandanavanam Complex, Near S R Nagar Cross Roads, Hyderabad - 500 038, have been appointed as Scrutinizer by the Board of Directors, SOWBHAGYA MEDIA LIMITED (herein referred to as "the Company") for the purpose of scrutinizing the e-voting process and ascertaining the majority under the provisions of Sec. 108 read with Rule 20 of the Companies (Management and Administration) Rules and other applicable provisions of the Companies Act, 2013.

The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider for extending the facility of electronic voting to the shareholders of the Company. M/s. XL Softech Systems Limited is the Registrar of Share Transfer Agent for the Company. The Service provider has provided a system for recording the electronic votes of the shareholders on all the items of the business (both Ordinary and Special Business) sought to be transacted in the 24th Annual General Meeting (AGM) of the Company vide Scrip Id: 532025. The Service Provider accordingly had set up e-voting facility on their website [https:// www.evotingindia.com](https://www.evotingindia.com). The Company and the Service Provider, in order to facilitate its shareholders to cast their votes electronically has uploaded all the items of the business proposed to be transacted at the AGM.

As a Scrutinizer, my report is restricted to give a Scrutinizer's Report based on the reports and information provided by the Service Provider through e-voting.
We submit a report as under:

The e-voting period remained opened from 9.00 A.M. on 11th December, 2019 (Wednesday) to 05.00 P.M. on the 13th December, 2019 (Friday). The Shareholders as on 6th December, 2019,

the cut-off date are entitled to vote on the proposed resolutions contained in the notice of the Annual General Meeting.

Upon conclusion of the e-voting period, the votes were unblocked at 5.00 P.M. on 13th December, 2019 (Friday) in the presence of two witnesses Mr.Dasari Arun Kumar and Mr.Dharma, who are not in employment of the Company.

Thereafter upon downloading/ receiving necessary information, the number of Shares voted 'in favour' or 'against' or "invalidated votes" were ascertained.

I now submit a Scrutinizer's Report as per Rule 20 (xii) of the Companies (Management and Administration) Rules, containing the following results for every resolution under E-Voting.

ORDINARY BUSINESS

RESOLUTION 1 - ORDINARY RESOLUTION:

To receive, consider and adopt the Audited Balance Sheet as on 31st March 2019, the Profit & Loss Account and cash flow statement together with the schedules and reports of the board of directors and auditors thereon for the year ended on that date, if thought fit to pass the following resolution as an Ordinary Resolution:

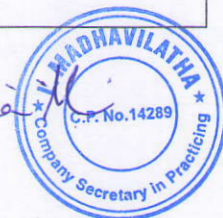
S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	7	6792239	100%
ii)	Votes in against of the Resolution	0	0	0
	Total	7	6792239	100%
iii)	Invalid Votes	0	0	0
Result		RESOLUTION IS PASSED WITH REQUISITE MAJORITY		

RESOLUTION 2 -NO RESOLUTION IS PASSED

To appoint Mr. Madhusudan Rao Madikonda (DIN: 01638593, who retire by rotation and being eligible, offers himself for re-appointment:

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	6	272839	4.02%

Madhavi Katta



ii)	Votes in against of the Resolution	1	6519400	95.98%
	Total	7	6792239	100.00
iii)	Invalid Votes	0	0	
Result		Resolution is not passed with requisite Majority		

RESOLUTION 3 - ORDINARY RESOLUTION

To Consider an appointment of Statutory Auditors of M/s KVSRY and Associates for the company and to fix their remuneration and for this purpose to consider and, if thought fit to pass the following resolution as an Ordinary Resolution:

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	7	6792239	100%
ii)	Votes in against of the Resolution	0	0	0%
	Total	7	6792239	100%
iii)	Invalid Votes	0	0	
Result		RESOLUTION IS PASSED WITH REQUISITE MAJORITY		

RESOLUTION 4 - NO RESOLUTION IS PASSED

To consider appointment of Mr. Taraka Hari Hara prabhu as director under section 152(4), 160 of the companies Act, 2013.

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	6	272839	4.02%
ii)	Votes in against of the Resolution	1	6519400	95.98%
	Total	7	6792239	100.00
iii)	Invalid Votes	0	0	
Result		Resolution is not passed with requisite Majority		

Madhavi Lalitha



RESOLUTION 5 - NO RESOLUTION IS PASSED

To consider appointment of Mr. Surendra Prasad Narla as director under section 152(4), 160 of the companies Act, 2013.

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	6	272839	4.02%
ii)	Votes in against of the Resolution	1	6519400	95.98%
	Total	7	6792239	100.00
iii)	Invalid Votes	0	0	
Result		Resolution is not passed with requisite Majority		

RESOLUTION 6 - NO RESOLUTION IS PASSED

To consider appointment of Mr. Narla Kotikrishna under section 152(4), 160 of the companies Act, 2013.

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	6	272839	4.02%
ii)	Votes in against of the Resolution	1	6519400	95.98%
	Total	7	6792239	100.00
iii)	Invalid Votes	0	0	
Result		Resolution is not passed with requisite Majority		

Madhavilatha


RESOLUTION 7 - NO RESOLUTION IS PASSED

To appoint Mr.Dasari Taraka Hari Hara prabhu as the managing director pursuant to the provisions of section 196, 197, Schedule V of the companies Act, 2013 and the rules made there under.

S No.	Particulars	Number of Members Voted	Number of Votes Cast by them	%of Total Number of Valid Votes Cast
i)	Votes in favour of the Resolution	6	272839	4.02%
ii)	Votes in against of the Resolution	1	6519400	95.98%
	Total	7	6792239	100.00
iii)	Invalid Votes	0	0	
Result		Resolution is not passed with requisite Majority		

All the resolutions passed under e-voting are with requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider electronically, in respect of the votes cast through e-voting by the Shareholders of the Company. The register and all other papers, records shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter return the same to the Company.

Thanking you,
Yours faithfully,


Modugula Madhavi Latha
Practicing Company Secretary
C.P. 14289
ACS 38359



Date: 28-12-2019
Place: Hyderabad