

29th September, 2015

The National Stock Exchange of India Limited
Exchange Plaza, Fifth Floor
Plot no. C/1, G- Block
Bandra Kula Complex
Bandra (E), Mumbai – 400051

The BSE Limited
15th Floor, P J Towers
Dalal Street, Mumbai - 400001

Sub: - Proceedings of the 8th Annual General Meeting - Clause 31(d) of the Listing Agreement

Dear Sir/ Madam,

We wish to inform you that the Eighth Annual General Meeting of the members of DEN Networks Limited held on Tuesday, September 29, 2015 at 11.30 A.M. at Shri Ram Centre, 4, Safdar Hashmi Marg, Mandi House, New Delhi-110 001, Delhi, have been successfully conducted and voted on the following resolutions:

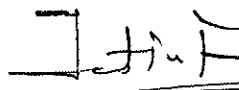
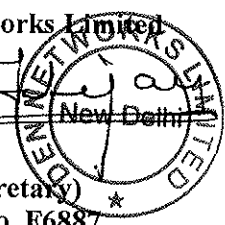
1. To receive, consider and adopt audited Standalone Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the financial year ended March 31, 2015. **(Ordinary Resolution)**
2. To receive, consider and adopt audited Consolidated Balance Sheet, Statement of Profit and Loss and Auditors Report for the financial year ended March 31, 2015. **(Ordinary Resolution)**
3. To appoint a director in place of Sh. Sameer Manchanda, who retires by rotation and being eligible, seeks re appointment. **(Ordinary Resolution)**
4. Re-appointment of M/s. Deloitte Haskins Sells, Chartered Accountants as Statutory Auditors of the Company. **(Ordinary Resolution)**
5. Re-appointment of Mr. Sameer Manchanda as Chairman Managing Director. **(Special Resolution)**
6. To approve the remuneration payable to M/s. Ajay Kumar Singh & Co, Cost Accountants as cost auditors of the Company for the financial year 2015-2016. **(Ordinary Resolution)**

The result of voting shall be uploaded on the website of the company *i.e.*, www.dennetworks.com on receipt of scrutinizer report within stipulated time period.

We request you to kindly take this on record as compliance under Clause 31(d) of the listing agreement.

**Thanking You,
Yours faithfully**

For DEN Networks Limited



Jatin Mahajan
(Company Secretary)
Membership no. F6887

DEN Networks Limited

CIN: L92490DL2007PLC165673

Registered Office: 236, Okhla Industrial Estate, Phase-III, New Delhi - 110 020

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