

RICH UNIVERSE NETWORK LIMITED

(Formerly Known as Rich Capital & Financial Services Limited)

Regd. Office: 7/125, (C-2), 2nd FLOOR, SWAROOP NAGAR, KANPUR- 208002 • PHONES: 0512-3072757, 3258312 • FAX: 0512-3072718
CIN: L65921UP1990PLC012089 • E-mail: rcfsl@rediffmail.com • investors@richuninet.com • website: richuninet.com

Ref. No.: RUNL/ 2014-15/

Date: - 30.09.2014

To,
The General Manager,
Department of Corporate Services,
Bombay Stock Exchange Limited, Mumbai
25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400001

Details as per Clause 35A of the Listing Agreement with Stock Exchanges

Date of the Annual General Meeting	September 30, 2014
Total Number of Shareholders on record date	1331
No. of Shareholders Present in the meeting either in person or through proxy:	
Promoter and Promoter Group	3
Public	6
No. of Shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter Group	Nil
Public	Nil

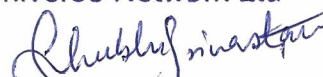
The Mode of Voting for all resolutions was E-voting and Poll Conducted at the meeting.

Resolution No. 1:

Adoption of Financial Statements and the Reports of the Directors and Auditors thereon (Ordinary Resolution)

Promoter Public	No. of Shares held	No. of Valid 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	(7)=[(5)/(2)]*100
Promoter and Promoter Group	10,45,253	10,45,253	100%	10,45,253	0	100%	0
Public – Institutional Holders	4,750	4,750	100%	4,750	0	100%	0
Public Others	62,02,797	22,08,416	35.60%	22,08,416	3	100%	0.00%
Total	72,52,800	32,58,419		32,58,419	3		

For Rich Universe Network Ltd


Company Secretary

Resolution No. 2:

Re-Appointment Mr. Shashwat Agarwal (DIN: 00122799) who retires by rotation (Ordinary Resolution)

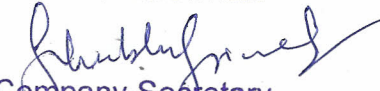
Promoter Public	No. of Shares held	No. of Valid votes polled	% of votes polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	10,45,253	10,45,253	100%	10,45,253	0	100%	0
Public – Institutional Holders	4,750	4,750	100%	4,750	0	100%	0
Public Others	62,02,797	22,08,416	35.60%	22,08,416	3	100%	0.00%
Total	72,52,800	32,58,419		32,58,419	3		

Resolution No. 3:

Re-appointment of M/s Rajani Mukesh & Associates, Chartered Accountants, as statutory auditors of the Company (Ordinary Resolution)

Promoter Public	No. of Shares held	No. of Valid 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	(7)=[(5)/(2)]*100
Promoter and Promoter Group	10,45,253	10,45,253	100%	10,45,253	0	100%	0
Public – Institutional Holders	4,750	4,750	100%	4,750	0	100%	0
Public Others	62,02,797	22,08,416	35.60%	22,08,416	3	100%	0.00%
Total	72,52,800	32,58,419		32,58,419	3		

For Rich Universe Network Ltd


Company Secretary

Resolution No. 4:

Appointment of Mr. Manoj Kumar (DIN: 02855139) as an independent director for a period of five years
(Ordinary Resolution)

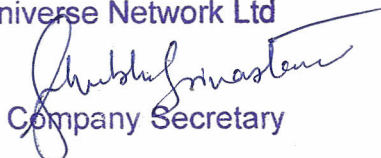
Promoter Public	No. of Shares held	No. of Valid votes polled	% of votes polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	10,45,253	10,45,253	100%	10,45,253	0	100%	0
Public – Institutional Holders	4,750	4,750	100%	4,750	0	100%	0
Public Others	62,02,797	22,08,416	35.60%	22,08,416	3	100%	0.00%
Total	72,52,800	32,58,419		32,58,419	3		

Resolution No. 5:

Appointment of Mr. Dhruv Shah (DIN: 02883598) as an independent director for a period of five years (Ordinary Resolution)

Promoter Public	No. of Shares held	No. of Valid 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	(7)=[(5)/(2)]*100
Promoter and Promoter Group	10,45,253	10,45,253	100%	10,45,253	0	100%	0
Public – Institutional Holders	4,750	4,750	100%	4,750	0	100%	0
Public Others	62,02,797	22,08,417	35.60%	22,08,417	2	100%	0.00%
Total	72,52,800	32,58,420		32,58,420	2		

For Rich Universe Network Ltd


Company Secretary

Resolution No. 6:

Appointment of Mr. Govind Das Agarwal (DIN: 05116695) as an independent director for a period of five years (Ordinary Resolution)

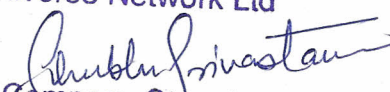
Promoter Public	No. of Shares held	No. of Valid votes polled	% of votes polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	10,45,253	10,45,253	100%	10,45,253	0	100%	0
Public – Institutional Holders	4,750	4,750	100%	4,750	0	100%	0
Public Others	62,02,797	22,08,417	35.60%	22,08,417	2	100%	0.00%
Total	72,52,800	32,58,420		32,58,420	2		

Resolution No. 7:

Alteration in the Articles of Association of the company (Special Resolution)

Promoter Public	No. of Shares held	No. of Valid 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	(7)=[(5)/(2)]*100
Promoter and Promoter Group	10,45,253	10,45,253	100%	10,45,253	0	100%	0
Public – Institutional Holders	4,750	4,750	100%	4,750	0	100%	0
Public Others	62,02,797	22,08,417	35.60%	22,08,417	2	100%	0.00%
Total	72,52,800	32,58,420		32,58,420	2		

For Rich Universe Network Ltd


Company Secretary

Resolution No. 8:

Approval for variation in terms of appointment of Mr. Shashwat Agarwal, Managing Director (Ordinary Resolution)

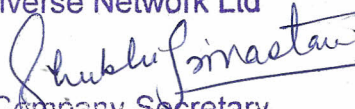
Promoter Public	No. of Shares held	No. of Valid votes polled	% of votes polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	10,45,253	10,45,253	100%	10,45,253	0	100%	0
Public – Institutional Holders	4,750	4,750	100%	4,750	0	100%	0
Public Others	62,02,797	22,08,417	35.60%	22,08,417	2	100%	0.00%
Total	72,52,800	32,58,420		32,58,420	2		

Resolution No. 9:

Approval of variation in terms of appointment of Mr. Rajeev Agarwal, Whole Time Director (Ordinary Resolution)

Promoter Public	No. of Shares held	No. of Valid 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	(7)=[(5)/(2)]*100
Promoter and Promoter Group	10,45,253	10,45,253	100%	10,45,253	0	100%	0
Public – Institutional Holders	4,750	4,750	100%	4,750	0	100%	0
Public Others	62,02,797	22,08,417	35.60%	22,08,417	2	100%	0.00%
Total	72,52,800	32,58,420		32,58,420	2		

For Rich Universe Network Ltd


Company Secretary

Resolution No. 10:

Approval of variation in terms of appointment of Mr. Sanjay Gupta, Whole Time Director (Ordinary Resolution)

Promoter Public	No. of Shares held	No. of Valid 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	(7)=[(5)/(2)]*100
Promoter and Promoter Group	10,45,253	10,45,253	100%	10,45,253	0	100%	0
Public – Institutional Holders	4,750	4,750	100%	4,750	0	100%	0
Public Others	62,02,797	22,08,417	35.60%	22,08,417	2	100%	0.00%
Total	72,52,800	32,58,420		32,58,420	2		

Resolution No. 11:

Approval of monthly remuneration paid to Mr. Sanjay Gupta, Whole Time Director (Special Resolution)

Promoter Public	No. of Shares held	No. of Valid 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	(7)=[(5)/(2)]*100
Promoter and Promoter Group	10,45,253	10,45,253	100%	10,45,253	0	100%	0
Public – Institutional Holders	4,750	4,750	100%	4,750	0	100%	0
Public Others	62,02,797	22,08,417	35.60%	22,08,417	2	100%	0.00%
Total	72,52,800	32,58,420		32,58,420	2		

Please take the same on record.
Your's Faithfully,

For Rich Universe Network Ltd.


Company Secretary

P. R. SINGH & CO.
Company Secretaries

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10 A, ASHOK MARG,
LUCKNOW-01

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helpdesk.lko@thesalahkars.com

Date: - 30.09.2014

To,
The Chairman,
Rich Universe Network Limited
7/125, C-2, IInd Floor,
Swaroop Nagar, Kanpur - 208002

Dear Sir,

Sub: Scrutinizer's report on e-voting conducted pursuant to Section 108 of Companies Act, 2013 ("the Act") read with rule 20 of the Companies (Management and Administration) Rules, 2014 alongwith the Poll Conducted at the Annual General Meeting.

We, M/s P. R. Singh & Co., Practicing Company Secretary had been appointed as the scrutinizer by the Board of Directors of Rich Universe network Limited to conduct the electronic voting process as well as voting through poll for resolutions to be passed at the twenty fourth annual general meeting to be held on 30th day of September, 2014.

In line with the provisions of the Companies Act, 2013 and in term of the clarifications issued by the MCA, voting by show of hands is not permitted at the general meeting where e-voting has been offered to the shareholders. Therefore, at the 24th Annual General Meeting of the company, voting was announced by the Chairman and further Poll was conducted.

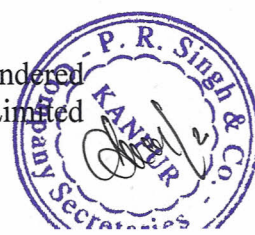
The notice dated 5th day of September, 2014 convening Annual General Meeting (AGM) of the company along with explanatory statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the company to be held on September 30, 2014.

The Company has availed the e-voting facility offered by Central Depository Securities Limited (CDSL) for conducting e-voting by the shareholders of the Company.

The shareholders of the Company holding shares as on the "cut-off" date of August 29, 2014, were entitled to vote on the proposed resolutions as set out at item nos. 1 to 11 in the notice of 24th AGM of Rich Universe Network Limited.

The voting period for e-voting commenced on Tuesday, September 23, 2014 at 10:01 a.m and ended on Thursday, September 25, 2014 at 6:00 p.m and the CDSL e- voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company.

We have scrutinised and reviewed the voting through electronic means and votes tendered therein based on the basis of data downloaded from Central Depository Securities Limited (CDSL) e- voting system and Poll conducted at 24th Annual General Meeting.



We, now submit our report as under on the result of the e-voting and Poll in respect of said resolutions:

Resolution No. 1:

Adoption of Financial Statements and the Reports of the Directors and Auditors thereon (Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Poll (Foliowise)	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	39	3258419	100%
Poll	3	17178	100%
Total	42	3275597	

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	2	3	0.00%
Poll	NIL	NIL	NIL
Total	2	3	

(iii) Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

Resolution No. 2:

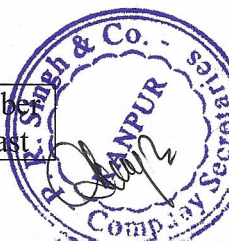
Re-Appointment Mr. Shashwat Agarwal (DIN: 00122799) who retires by rotation (Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Poll (Foliowise)	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	39	3258419	100%
Poll	3	17178	100%
Total	42	3275597	

(ii) Voted against the resolution:

	Number of members voted through electronic	Number of Votes cast (shares)	% of total number of valid votes cast



	voting system and physical mode		
E-voting	2	3	0.00%
Poll	NIL	NIL	NIL
Total	2	3	

(iii) Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

Resolution No. 3:

Re-appointment of M/s Rajani Mukesh & Associates, Chartered Accountants, as statutory auditors of the Company (Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Poll (Foliowise)	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	39	3258419	100%
Poll	3	17178	100%
Total	42	3275597	

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	2	3	0.00%
Poll	NIL	NIL	NIL
Total	2	3	

(iii) Invalid Votes :

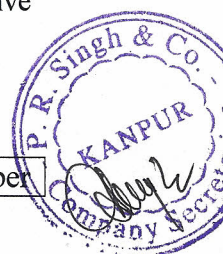
	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

Resolution No. 4:

Appointment of Mr. Manoj Kumar (DIN: 02855139) as an independent director for a period of five years (Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of members	Number of Votes	% of total number



	voted through electronic voting system and Poll (Foliowise)	cast (shares)	of valid votes cast
E-voting	39	3258419	100%
Poll	3	17178	100%
Total	42	3275597	

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	2	3	0.00%
Poll	NIL	NIL	NIL
Total	2	3	

(iii) Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

Resolution No. 5:

Appointment of Mr. Dhruv Kumar Shah (DIN: 02883598) as an independent director for a period of five years (Ordinary Resolution)

(i) Voted in favour of the resolution:

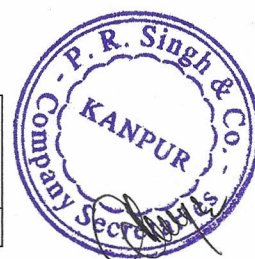
	Number of members voted through electronic voting system and Poll (Foliowise)	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	40	3258420	100%
Poll	3	17178	100%
Total	43	3275598	

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	1	2	0.00%
Poll	NIL	NIL	NIL
Total	1	2	

(iii) Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	NIL	NIL



Poll	NIL	NIL
Total	NIL	NIL

Resolution No. 6:

Appointment of Mr. Govind Das Agarwal (DIN: 05116695) as an independent director for a period of five years (Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Poll (Foliowise)	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	40	3258420	100%
Poll	3	17178	100%
Total	43	3275598	

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	1	2	0.00%
Poll	NIL	NIL	NIL
Total	1	2	

(iii) Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

Resolution No. 7:

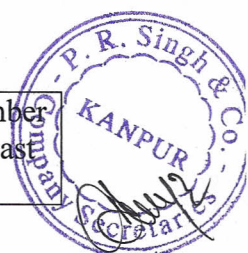
Alteration in the Articles of Association of the company (Special Resolution)

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Poll (Foliowise)	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	40	3258420	100%
Poll	3	17178	100%
Total	43	3275598	

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and	Number of Votes cast (shares)	% of total number of valid votes cast



	physical mode ^a		
E-voting	1	2	0.00%
Poll	NIL	NIL	NIL
Total	1	2	

(iii) Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

Resolution No. 8:

Approval for variation in terms of appointment of Mr. Shashwat Agarwal, Managing Director (Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Poll (Foliowise)	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	40	3258420	100%
Poll	3	17178	100%
Total	43	3275598	

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	1	2	0.00%
Poll	NIL	NIL	NIL
Total	1	2	

(iii) Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

Resolution No. 9:

Approval of variation in terms of appointment of Mr. Rajeev Agarwal, Whole Time Director (Ordinary Resolution)

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Poll (Foliowise)	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	40	3258420	100%
Poll	3	17178	100%
Total	43	3275598	

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	1	2	0.00%
Poll	NIL	NIL	NIL
Total	1	2	

(iii) Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

Resolution No. 10:

Approval of variation in terms of appointment of Mr. Sanjay Gupta, Whole Time Director (Ordinary Resolution)

(i) Voted in favour of the resolution:

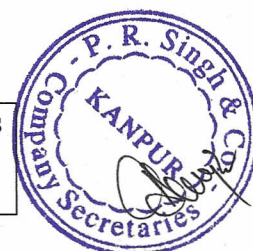
	Number of members voted through electronic voting system and Poll (Foliowise)	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	40	3258420	100%
Poll	3	17178	100%
Total	43	3275598	

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	1	2	0.00%
Poll	NIL	NIL	NIL
Total	1	2	

(iii) Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)



E-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

Resolution No. 11:

Approval of monthly remuneration paid to Mr. Sanjay Gupta, Whole Time Director (Special Resolution)

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and Poll (Foliowise)	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	40	3258420	100%
Poll	3	17178	100%
Total	43	3275598	

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of Votes cast (shares)	% of total number of valid votes cast
E-voting	1	2	0.00%
Poll	NIL	NIL	NIL
Total	1	2	

(iii) Invalid Votes :

	Total Number of members whose votes were declared invalid	Total Number of Votes cast (shares)
E-voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

Poll Papers and all other relevant records were sealed and are kept ready for handing over to the Company Secretary of Rich Universe Network Ltd.

Thanking You,

Your's Faithfully,


P. R. Singh
Practising Company Secretary

C.P NO : 4719 MEMB. NO:3792

Place: Kanpur

