



शाकाहारी होना गर्व की बात है
जीओ और जीने दो

To

**Listing Department
Bombay Stock Exchange Limited
Floor 1, Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400 001**

Dated: 30th September, 2024

**Subject: Proceedings of the 20th Annual General Meeting pursuant to Regulation 30
of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/ Madam,

This is in reference to Regulation 30 Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and e-voting results pursuant to the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we hereby submit you the Proceedings of the 20th Annual General Meeting of the Company has been duly convened and held on Monday, September 30th 2024 at 10:00 A.M. and ended at 10:17 A.M. through Video Conferencing (VC)/other Audio-Visual means (OAVM) for which the deemed venue of the meeting shall be the registered office of the company i.e. **148 Manas Nagar, Shahganj Agra 282010 UP IN.**

Kindly take the above information into your record

Thanking you,

**For and on behalf of
Sea TV Network Limited**

**Karishma Jain
Company Secretary & Compliance Officer
Membership Number: A46124**

Encl.: as above

Sea TV Network Limited
148, Manas Nagar,
Shahganj, Agra-282010
Tel : + 91-562-4036666, 2512122
Fax : + 91-562-2511070

CIN : L92132UP2004PLC028650

e-mail:admin@seatvnetwork.com

www.seatvnetwork.com

Sea Tv Network Limited

Regd. Office: 148, Manas Nagar, Shahganj, Agra-282010

Website: www.seatvnetwork.com E-Mail Id: Admin@Seatvnetwork.Com

CIN: L92132UP2004PLC028650, Tel: 0562-4036666 Fax: +91-562-4036666

PROCEEDINGS OF THE 20th ANNUAL GENERAL MEETING OF SEA TV NETWORK LIMITED HELD ON MONDAY, SEPTEMBER 30, 2024 AT 10:00 AM AND ENDED AT 10:17 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 148, MANAS NAGAR, AGRA- 282010 THROUGH AUDIO/VIDEO CONFERENCING FACILITY.

The **20th Annual General Meeting** of the Company has been duly convened and held on Monday, September 30th 2024 at **10:00 AM** through Video Conferencing (VC)/other Audio-Visual means (OAVM) for which the deemed venue of the meeting shall be the registered office of the company i.e. **148 Manas Nagar, Shahganj Agra 282010 UP IN.**

The 20th Annual General Meeting (AGM) of the members of M/s SEA TV NETWORK LIMITED (the Company) was held on Monday, September 30, 2024 at **10:00 AM** and ended at 10:17 A.M. at the registered office of the Company situated at 148, Manas Nagar, Shahganj, Agra 282010, India, through video conferencing mode, in accordance with the Companies Act 2013 and circulars issued by the Ministry of Corporate Affairs and SEBI. Facility for joining this meeting through video conference or other audio-visual means is made available to 1000 members on a first-come-first-served basis.

Mr. Neeraj Jain (Chairman of the meeting & Managing Director), Mrs. Sonal Jain, Women Director Mr. Rajeev Kumar Jain, Independent Director, Mr. Narendra Kumar Jain, Independent Director, Ms. Karishma Jain (Company Secretary & Compliance Officer) and Mr. Anurag Jain, Chief Financial officer were present at the meeting. Mr. Udit Bansal, Statutory Auditor and Mr. Amit Gupta, Secretarial Auditor and as Scrutinizer, for voting was present at the meeting.

Mr. Neeraj Jain (Managing Director) was appointed as Chairman of the meeting.

Ms. Karishma Jain (Company Secretary & Compliance Officer) welcomed the Members to the 20th AGM. The requisite quorum being present, the chairman of the meeting called the meeting to order. She introduced the chairman, Directors, Attendee, Statutory Auditor and Secretarial Auditor and chairman of the mandatory committee of the company. All the directors of the company have attended the meeting.

The Chairman apprised the members regarding the journey of Sea TV with important developments during the year.

With the consent of the members present, the notice dated September 5, 2024 convening the 20th Annual general meeting of the Company together with the Directors' Report for the financial year ended at 31 March 2024, as previously circulated was taken as read.

The Auditor's Report as submitted by **M/s. Doogar and Associates, Chartered Accountants**, as previously circulated and having no qualifications was taken as read.

The Chairman further informed the members that pursuant to the provisions of section 108 of Companies Act, 2013 read with rule 20 of the companies (Management and Administration) Rules, 2014, the company has extended the e-voting facility to the members of the company in respect of businesses to be transacted at the 20th Annual General Meeting. The Company has offered facility of e-voting from September 27, 2024 at 09:00 AM to September 29, 2024 at 05:00 PM.

Further e-voting facility was provided during the meeting also and was closed 15 minutes after closure of the meeting. Mr. Amit Gupta of M/s. Amit Gupta & Associates, Practicing Company Secretaries was appointed as scrutinizer by the Board for scrutinizing the e-voting process.

The report was submitted by him after conclusion of the meeting and the result was declared by the Chairman, based on his report.

The business of the meeting as per agenda circulated with notice was thereafter taken up item wise.

Resolution 1 -To consider and adopt (a) the audited standalone financial statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2024 and the report of the Auditors thereon(Ordinary Resolution)

The following resolutions were taken up for consideration:

“RESOLVED THAT the audited standalone financial statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

“RESOLVED THAT the audited consolidated financial statement of the Company for the financial year ended March 31, 2024 and the report of Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

Resolution 2 To consider and approve the Appointment of Director in place of Mrs. SONAL JAIN, who retires by rotation and being eligible, offers herself for re-appointment(Ordinary Resolution)

The following resolution was taken up for consideration:

“RESOLVED THAT Mrs. Sonal Jain (DIN:00509807), who retires by rotation and being eligible, offers herself for re-appointment, be and is hereby re-appointed as director of the company liable to retire by rotation.”

Resolution 3 To consider Alteration of Object Clause of the Memorandum of Association of the Company(Special Resolution)

The following resolutions were taken up for consideration:

“RESOLVED THAT pursuant to provisions of Section 13, and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 including any statutory modification or re-enactment thereof for the time being in force (“Act”) and subject to such other approvals, sanctions and permissions as may be necessary, the consent of the members of the Company be and is hereby accorded to alter and amend existing Clause III.(A.) of the Memorandum of Association of the Company relating to its Objects by adding the following sub-clauses as new sub-clauses(3) (4) and (5) after the existing sub-clause (2) of clause III (A) of the existing Main Objects of MOA of Company as under:

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3. To carry on the business as an internet service provider, and solutions in all areas of application including those in Emerging niche segments like Internet and Intranet website applications solutions software enterprise, resource planning, e-commerce, value-added products and other business applications either for its own use for sale in India or for export outside India Including providing the data transmission services, internet services and other connected services through cable or operating and maintaining the networks /gateways, providing all types of electronic commerce services and related products and applications and to act as agents, representatives, hirers and franchisee in above connection.

4. To provide and to operate fixed line, cellular, wireless loop limited mobility and such other telecommunication services, internet services, broadband services, ISDN services, leased line services, VSAT services, to design, develop, install, maintain, operate long-distance domestic and international telecommunications, electronic mail services, globally managed data networks, data telecom networks, video conferencing, international gateway networks, international bandwidth access and to provide data transmission, telecom and information-technology enabled and related services, including but not limited to Call Centers, Business Process Outsourcing Services, Customer Care Centers, Customer Relationship Management, Back Office Processing, Data Entry Medical Transcription, etc.

5. To install, operate, design, fabricate, purchase, sell, import, export, trade, engineer, assemble, service, repair, exploit or deal in audio, video and/or computer generated data signal broadcasting, data transfer, transmission, and or reception system/ networks or part thereof which may include ISP, Local Area Network (LAN), Wide Area Network (WAN), satellite television channels, radio channels, entertainment channels in all languages, informative channels, educative channels, microwave multichannel distribution system, fibre optic system, laser beam system, telephonic, personal cellular system, Data Transfer , transmission/reception, Dissembles, by utilizing, using, subscribing, hiring, chartering, renting, leasing or in any other manner exploiting satellite transponders, satellite transmission/reception, processing of audio, video and data communication for information/educational/entertainment and other purposes and to provide internet / web-based applications, services and solutions, provide or take up Information technology related assignments on sub-contracting basis, offering services on-site/ offsite or through development centers using owned /hired or third-party infrastructure and equipment, providing solutions/ packages/ services through applications services provider mode via internet or otherwise in India or abroad

RESOLVED FURTHER THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Act, read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), approval of the Members of the Company be and is hereby accorded for alteration in the Memorandum of Association of the Company, by adding the following sub-clauses as new sub-clauses(3) (4) and (5) after the existing sub clause (2) of clause III (A) of the existing Main Objects of MOA of Company and consequently changing the object numbering as may be appropriate.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies.”

Resolution 4 To Consider And Approve the in change in terms of Mr. Neeraj Jain, Chairman & Managing Director (DIN : 00576497) for the remaining term (Special Resolution)

The following resolutions were taken up for consideration:

“RESOLVED THAT pursuant to the recommendation of Nomination & Remuneration Committee of the Board and approval of Board of Directors of the Company and subject to provisions of Section 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and rules made thereunder (including any statutory modifications or re-enactment(s) thereof for the time being) read with Schedule V of the Companies Act, 2013 and Articles of Association of the Company, consent of the members of the company be and is hereby accorded to the changes in terms and conditions including remuneration of Mr. Neeraj Jain, (Din: 00576497) as a Chairman and Managing Director of the Company, with effect from October 01, 2024, for the remaining period of the term of Appointment expiring on September 23, 2027, as per the details placed in the explanatory statement attached hereto.

RESOLVED FURTHER THAT the consent of the shareholders of the Company be and is hereby accorded for payment of aforesaid remunerations (i) notwithstanding loss or inadequacy of profit in the respective financial year during the tenure of his office; or (ii) even if the above payment or aggregate managerial remuneration of Managing Director/ Whole Time Directors or aggregate managerial remuneration of all directors exceeds the limits as specified in Section 197 (1) of the Companies Act, 2013 or the first/second proviso thereof; (iii) or even if the above payment exceeds the limits specified in Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to vary, modify or alter the terms and conditions of said reappointment as it may deem fit and as may be acceptable to Mr. Neeraj Jain in compliance with Schedule V of the Companies Act, 2013 and other applicable provisions and laws, if any.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to the above resolution.”

The Chairman replied to the questions asked by the registered speakers.

VOTE OF THANKS

There being no other business, the 20th annual general meeting ended with a vote of thanks to the Chair. The chairman declared the meeting as closed at 10:17 A.M.

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For SEA TV NETWORK LIMITED

Karishma Jain

Company Secretary & Compliance Officer

Membership Number: A46124

RESULT OF REMOTE E-VOTING & VOTING:

The summary of result of remote E-Voting & Voting conducted at the 20th Annual General Meeting of SEA TV NETWORK LIMITED, declared by CMD, on the basis of Scrutinizer report is as under.

Particulars	Number of Votes Contained in			Percentage
	Remote E votes	AGM through VC	TOTAL	
Item No. 1: To consider and adopt (a) the audited standalone financial statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2024 and the report of the Auditors there- on: (Ordinary Resolution)				
Assent	7107814	Nil	7107814	100%
Dissent	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil
Total	7107814	Nil	7107814	100%
Outcome	Passed as an Ordinary Resolution			
Item No. 2: To consider and approve the Appointment of Director in place of Mrs. Sonal Jain, who retires by rotation and being eligible, offers herself for re-appointment: (Ordinary Resolution)				
Assent	7107814	Nil	7107814	100%
Dissent	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil
Total	7107814	Nil	7107814	100%
Outcome	Passed as an Ordinary Resolution			
Item No. 3: To consider Alteration of the Object Clause of the Memorandum of Association of the Company (Special Resolution)				
Assent	7107814	Nil	7107814	100%
Dissent	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil
Total	7107814	Nil	7107814	100%
Outcome	Passed as a Special Resolution			

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Item No. 4: To Consider And Approve the in change in terms of Mr. Neeraj Jain, Chairman & Managing Director (DIN: 00576497) for the remaining term (Special Resolution)				
Assent	7107814	Nil	7107814	100%
Dissent	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil
Total	7107814	Nil	7107814	100%
Outcome	Passed as a Special Resolution			

For SEA TV NETWORK LIMITED

Karishma Jain
Company Secretary & Compliance Officer
Membership Number: A46124