



**TV VISION LTD**

A SRI ADHIKARI BROTHERS ENTERPRISE

September 19, 2021

To,  
**The Manager - CRD,**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
2<sup>nd</sup> Floor, Dalal Street, Fort,  
Mumbai - 400 001

**Scrip Code: 540083**

**Sub.: Proceedings of the 14<sup>th</sup> Annual General Meeting of the Company held on Saturday,  
September 18, 2021**

Dear Sir,

Pursuant to the provisions of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the 14<sup>th</sup> Annual General Meeting ("AGM") of the Members of the Company held on Saturday, September 18, 2021 at 3.45 p.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") facility.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

**For TV Vision Limited**

**Shilpa Jain**  
**Company Secretary & Compliance Officer**  
**ACS: 24978**

Encl.: A/a

**PROCEEDINGS OF THE 14<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY**

**HELD ON SATURDAY, SEPTEMBER 18, 2021**

The 14<sup>th</sup> Annual General Meeting (“AGM”) of the Company was convened and held on Saturday, September 18, 2021 at 3.45 p.m. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) facility in view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms.

The Chairman, all the Directors and Key Managerial Personnel (KMP) of the Company had joined the meeting through VC.

Representatives of the Statutory Auditors, Secretarial Auditors and Scrutinizers also attended the meeting through VC.

Mr. Markand Adhikari, Chairman and Managing Director of the Company, chaired the meeting. As the requisite quorum was present, the Chairman called the meeting to order.

After, welcoming all the Board of Directors, Auditors and Shareholders of the Company, our respected Chairman authorised Mr. Kailasnath Adhikari, Business Head to conduct the proceedings of the Meeting on his behalf.

Ms. Shilpa Jain, Company Secretary & Compliance Officer highlighted following points as meeting was conducted through VC/OAVM:

- The registered office of the Company situated at 4<sup>th</sup> Floor, Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (West), Mumbai - 400 053, was deemed as the venue for the AGM and proceedings of the AGM was made and recorded from the registered office only.
- The Register of Directors and Key Managerial Personnel, the Register of Contracts or Arrangements, was made available electronically for inspection by the members during the AGM. Members seeking to inspect such documents could send their requests at [cs@tvvision.in](mailto:cs@tvvision.in).
- As the AGM was held through video conference, the facility for appointment of proxies by the members was not applicable and hence the proxy register for inspection was not available.
- The Company had received requests from few members to register them as speakers at the meeting. The Company had allowed them to speak once Mr. Kailasnath Adhikari directed the same.

- As the meeting was convened through VC today, resolutions had already been put to vote through remote voting and the requirement to propose and second was not applicable.

Thereafter, she handed over the proceedings to the Mr. Kailasnath Adhikari of the Company.

Total 51 (Fifty One) members were present through VC at the AGM.

Mr. Kailasnath Adhikari, Business Head further informed that in view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms, the AGM was conducted through VC / OAVM. This meeting has been convened and being conducted in accordance with the circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI).

He then introduced all the Directors and Key Managerial Personnel present at the meeting through VC/OAVM.

He informed that the Company received 06 (Six) Authorized Representations from Bodies Corporates under Section 113 respectively of the Companies Act, 2013 ("the Act") in respect of **68,08,109 only** Equity shares representing **(19.48%)** of the paid up capital of the Company.

Thereafter, he briefed the business highlights and operations of the Company during the financial year 2020-21.

Thereafter, Ms. Shilpa Jain, Company Secretary & Compliance Officer of the Company Secretary informed the Members that the Company had tied up with National Securities Depositories Limited (NSDL) to provide facility for electronic voting system (remote e-voting or voting at AGM) and participation in the AGM through VC/OAVM facility. She also informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not cast their vote prior to the Meeting.

Further, she informed that the Board of Directors had appointed M/s. Manish Ghia & Associates, Company Secretaries (FCS 6252), Mumbai as the Scrutinizer to scrutinize the remote e-voting process and e-voting during the AGM, in a fair and transparent manner.

Thereafter, Mr. Kailasnath Adhikari, Business Head informed that the Notice of the 14<sup>th</sup> AGM and the Annual Report containing the Audited Financial Statements (including consolidated) of the Company for the financial year ended March 31, 2021, together with the Boards' Report and Auditors' Report thereon along with relevant Notes to Financial Statements were to be taken as read as the same had already been circulated to the members.

Further, he informed that since the qualifications, observations or adverse comments on the financial statements did not have any material bearing on the functioning of the Company, reports of the Auditors were taken as read. The observations alongwith reply of the Board of Directors had also been provided in the Boards' report of the Company.

Further, the observation in the Secretarial Auditors' Report were read by the Chairman alongwith its reply and attention of the members was drawn to the Boards' Report wherein the observations/qualifications have been replied suitably.

Then, the Meeting was taken ahead to the Agenda items as appended in the Notice of the said AGM.

Item No.	Agenda Items	Type of Resolution
<b>Ordinary Business</b>		
1	To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company, for the year ended March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon.	Ordinary
2	To appoint a Director in place of Mrs. Latasha Laxman Jadhav (DIN: 08141498), Non-Executive Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment	Ordinary

<b>Special Business</b>		
3	Re-appointment of Mr. Pritesh Rajgor (DIN: 07237198) as an Independent Director of the Company.	Ordinary

Thereafter, Mr. Kailasnath Adhikari informed that he was the interested party in the next two agenda items and hence, he requested Mr. Umakanth Bhyravajoshiyulu, Independent Director of the Company to take the Chair and continue with the proceedings of the meeting.

4	Issue of equity shares on preferential basis	Special
5	Issue of convertible warrants on preferential basis	Special

Thereafter, Mr. Umakanth Bhyravajoshiyulu, Independent Director of the Company requested to Mr. Kailasnath Adhikari to resume the Chair and handed over the proceedings to Mr. Kailasnath Adhikari.

6	Authority to the Board of Directors to Create, Offer, Issue & Allot Further Securities of the Company.	Special
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Then, the Company Secretary welcomed the shareholders who have registered themselves as speakers to ask questions. The queries raised by members were suitably answered by the Business Head.

On the invitation, members who had registered themselves as speakers, addressed the meeting through VC/ OAVM and sought clarification on the Company's business and operations, the impact of covid-19 pandemic on the business of the Company, the Policy which the Company is following for the work during pandemic, the status of vaccination done for the employees, the total employee strength of the company, the saving done by the Company by having the meeting through Video Conferencing instead of physical meeting and the future business plan of the Company for the next 2 years..

Then, Mr. Kailasnath Adhikari responded to all the queries of the members and provided clarifications and also instructed the Company Secretary to mail the saving details to shareholder who asked for the same.

Thereafter, the Company Secretary announced that the voting on the NSDL platform will continue to be available for the next 15 minutes from the conclusion of the AGM. Therefore, members who had not cast their vote were requested to do so.

Further, she informed that the voting results shall be announced within 2 (Two) working days of the conclusion of the Meeting. The same shall be intimated to Stock exchanges and also be placed on the website of the Company and NSDL.

Thereafter, the Chairman concluded the meeting at 4.38 p.m. and Mr. M Soundara Pandian, Independent Director gave a vote of thanks to the Chair.

Yours faithfully,  
For **TV Vision Limited**

**Shilpa Jain**  
**Company Secretary & Compliance Officer**  
**ACS: 24978**