

April 05, 2023

To,
**The Manager - CRD,
BSE Limited,**
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001
Scrip No. 530943

**The Manager - Listing Department,
National Stock Exchange of India Limited**
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051
Symbol - SABTN

Dear Sir(s),

Subject: Minutes of the Postal Ballot (e-voting) passed on March 30, 2023

This is further to our Letter dated April 01, 2023 regarding submission of Postal Ballot (evoting) Results ("Results") and Scrutinizers Report issued by Mr. Sanil Dhayalkar, proprietor of Sanil Dhayalkar & Company, Company Secretaries for the following resolutions passed through the mode of remote e-voting:

Sr. No.	Particulars	Type of Resolution
1.	Re-appointment of Dr. Ganesh P. Raut (DIN: 08047742), as an Independent Director of the Company to hold office for second term of 5 (five) years commencing from February 07, 2023 to February 06, 2028	Special Resolution
2.	Re-appointment of Mr. Umakanth Bhyravajoshiyulu (DIN: 08047765), as an Independent Director of the Company to hold office for second term of 5 (five) years commencing from February 07, 2023 to February 06, 2028, and continuation of office as a non-executive independent director of the company after attainment the age of seventy-five years subject to approval of shareholders of the Company.	Special Resolution
3.	Re-appointment of Mr. M. Soundara Pandian (DIN: 07566951), as an Independent Director of the Company to hold office for second term of 5 (five) years commencing from February 07, 2023 to February 06, 2028	Special Resolution

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**SRI ADHIKARI BROTHERS
TELEVISION NETWORK LTD**

In this connection, please find enclosed herewith the copy of the minutes of the proceedings relating to declaration of Results of Postal Ballot by remote e-voting process.

Kindly take note of the above intimation on record and acknowledge the receipt of the same.

Thanking you

Yours faithfully,
For **Sri Adhikari Brothers Television Network Limited**

Kajal Pandey
Company Secretary & Compliance Officer
ACS No. 69492

Encl.: As above

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MINUTES OF THE RESOLUTIONS PASSED BY POSTAL BALLOT THROUGH REMOTE E-VOTING PROCESS BY THE MEMBERS OF SRI ADHIKARI BROTHERS TELEVISION NETWORK LIMITED THE RESULTS WHEREOF WERE DECLARED ON THURSDAY, MARCH 30, 2023 AT THE REGISTERED OFFICE OF THE COMPANY

SRI ADHIKARI BROTHERS TELEVISION NETWORK LIMITED (the ‘Company’), pursuant to the Resolutions passed by the Board of Directors of the Company on February 07, 2023 and Company had sent/displayed Postal Ballot Notice dated February 21, 2023 along with the explanatory statements (‘Notice’) and E-voting details to all the Members, whose names appeared in the Register of Members/ List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited (‘NSDL’) as on February 17, 2023 (‘Cut-off date’). The Notice was sent by e-mail to all members on February 21, 2023 who had registered their email IDs with the Company in accordance with the provisions of the Companies Act, 2013, read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17 / 2020 dated April 13, 2020, in relation to extension of framework “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid - 19”, and General Circular No. 11/2022 dated December 28, 2022, in relation to extension of the framework provided in the aforementioned circulars up to September 30, 2023 (“MCA Circulars”) issued by the Ministry of Corporate Affairs, Government of India, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”) and pursuant to such other applicable laws and regulations. The requirement of sending physical copy of the Postal Ballot Notice and Postal Ballot Form has been dispensed with under the aforesaid MCA Circulars. To facilitate the members who were not having email ID registered with their Depository Participants or Registrar & Share Transfer Agent or the Company to receive the Notice electronically and cast their vote electronically, the Company had made special arrangement for registration of email addresses in terms of the Circulars issued by the Ministry of Corporate Affairs.

As provided in Rule 22 as well as sub-rule (4) of Rule 20 of the Companies (Management and Administration) Rules, 2014, an advertisement was published by the Company in ‘Financial Express (English newspaper) and ‘Mumbai Lakshadeep (Marathi newspaper) on February 22, 2023 informing that the Notices were emailed to all those members who have registered their email IDs with the Company.

In terms of Sections 110, 108 and other applicable provisions of the Companies Act, 2013, as amended from time to time, read with the Companies (Management and Administration) Rules, 2014 and in compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had offered remote e-

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voting facility to all the Members of the Company. The Company had appointed National Securities Depository Limited (hereinafter referred to as “NSDL” or “Service Provider”) for facilitating e-voting to enable the Members to cast their votes electronically (hereinafter referred to as the “Remote e-voting”).

Further, the Board of Directors of the Company vide Resolution dated February 14, 2023 had appointed Mr. Sanil Dhayalkar, proprietor of Sanil Dhayalkar & Company, Company Secretaries, as Scrutinizer to ensure that the Postal Ballot process is conducted in a fair and transparent manner.

The e-voting commenced on Tuesday, February 28, 2023 at 09:00 A.M. (IST) and ended on Thursday, March 30, 2023 at 05:00 P.M. (IST).

Accordingly, on closure of the e-voting period, Mr. Sanil Dhayalkar, Scrutinizer, on the basis of data received on remote electronic voting platform and related documents furnished by NSDL relating to Postal Ballot, submitted her report dated April 01, 2023 to the Resolution Professional (in lieu of Suspended Board of Directors), Out of 13,478 shareholders holding shares as on the Cut-off date, NSDL had sent the notice of the Postal Ballot along with e-voting details by email to 11,524 shareholders whose email IDs were made available by the two depositories. Details of Members who have exercised their votes and their holding is specified in the Report submitted by Mr. Sanil Dhayalkar, Scrutinizer.

Based on the Scrutinizers Report, the Resolutions given in the Notice dated February 21, 2023 as sent to the Members and as reproduced hereunder, were passed by special majority:

Item No. 1. Special Resolution

1. RE-APPOINTMENT OF DR. GANESH P. RAUT (DIN: 08047742) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (‘Act’) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Schedule IV of the Act and the Companies (Appointment and Qualification of Directors), Rules, 2014, and the provisions of Regulation 17, 25 and any other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) as amended from time to time, the Articles of Association of the Company and as approved by Resolution Professional Committee (‘RP Committee’) of the Company, Dr. Ganesh P. Raut (DIN: 08047742), who was appointed as an Independent Director of the Company by the members for a term up to January 16, 2023 and who is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing

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his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, to hold office for a second term of 5 (Five) years commencing from February 07, 2023 to February 06, 2028, who shall not be liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Vijendra Kumar Jain, Resolution Professional and Mrs. Kajal Pandey, Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things which may be necessary for re-appointment of Dr. Ganesh P. Raut (DIN: 08047742), as an Independent Director of the Company.”

Summary of Result of Postal Ballot by remote e-voting was as follows:

Promoter/ Public	No. of shares held (1)	No. of Valid votes polled (2)	% of Valid votes polled on outstanding shares (3)=[(2)/ (1)]*100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)= [(4)/(2)] *100	% of votes against on votes polled (7)= [(5)/(2)] *100
Promoter and Promoter Group	7731845	0	0	0	0	0	0
Public- Institutional holders	5724097	0	0	0	0	00	0
Public-others	21488558	46527	0.2165	42742	3785	91.8649	08.1351
Total	34,944,500	46527	0.1331	42742	3785	91.8649	08.1351

RESULTS: -

As the number of votes cast in favour of the Resolution are more than three times of the number of votes cast against, I report that the Special Resolution as per Item No.1 as set forth in the Postal Ballot Notice dated February 21, 2023 has been passed by the Members with Special majority. The Resolution is deemed as passed on the last date of voting that is Thursday, March 30, 2023.

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2. TO RE-APPOINT MR. UMAKANTH BHYRAVAJOSHYULU (DIN: 08047765) AS AN INDEPENDENT DIRECTOR OF THE COMPANY AND CONTINUATION OF OFFICE AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY AFTER ATTAINMENT THE AGE OF SEVENTY-FIVE YEARS:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (‘Act’) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Schedule IV of the Act and the Companies (Appointment and Qualification of Directors), Rules, 2014, and the provisions of Regulation 17, 25 and any other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) as amended from time to time, the Articles of Association of the Company and as approved by Resolution Professional Committee (‘RP Committee’) of the Company, Mr. Umakanth Bhyravajoshiyulu (DIN: 08047765), who was appointed as an Independent Director of the Company by the members for a term upto January 16, 2023 and who is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, to hold office for a second term of 5 (Five) years commencing from February 07, 2023 to February 06, 2028, who shall not be liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of the Listing Regulations, (including any statutory modification(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 continuation of office of directorship of Mr. Umakanth Bhyravajoshiyulu, who shall attain the age of 75 years during his second term of office.

RESOLVED FURTHER THAT Mr. Vijendra Kumar Jain, Resolution Professional and/or Mrs. Kajal Pandey, Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things which may be necessary for re-appointment of Mr. Umakanth Bhyravajoshiyulu (DIN: 08047765), as an Independent Director of the Company.”

Summary of Result of Postal Ballot by remote e-voting was as follows:

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Promoter/ Public	No. of shares held (1)	No. of Valid votes polled (2)	% of Valid votes polled on outstanding shares (3)=[(2)/ (1)]*100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)= [(4)/(2)] *100	% of votes against on votes polled (7)= [(5)/(2)] *100
Promoter and Promoter Group	7731845	0	0	0	0	0	0
Public- Institutional holders	5724097	0	0	0	0	00	0
Public-others	21488558	46027	0.2142	40542	5485	88.08301	11.9169
Total	34,944,500	46027	0.1317	40542	5485	88.08301	11.9169

RESULTS: -

As the number of votes cast in favour of the Resolution are more than three times the number of votes cast against, I report that the Special Resolution as per Item No.2 as set forth in the Postal Ballot Notice dated February 21, 2023 has been passed by the Members with Special majority. The Resolution is deemed as passed on the last date of voting that is Thursday, March 30, 2023.

3. TO RE-APPOINT MR. M. SOUNDARA PANDIAN (DIN: 07566951) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (‘Act’) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Schedule IV of the Act and the Companies (Appointment and Qualification of Directors), Rules, 2014, and the provisions of Regulation 17, 25 and any other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) as amended from time to time, the Articles of Association of the Company and as approved by Resolution Professional Committee (‘RP Committee’) of the Company, Mr. M. Soundara Pandian (DIN: 07566951), who was appointed as

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an Independent Director of the Company by the members for a term upto January 16, 2023 and who is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, to hold office for a second term of 5 (Five) years commencing from February 07, 2023 to February 06, 2028, who shall not be liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Vijendra Kumar Jain, Resolution Professional and Mrs. Kajal Pandey, Company Secretary and Compliance Officer of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things which may be necessary for re-appointment of M. Soundara Pandian (DIN: 07566951), as an Independent Director of the Company.”

Summary of Result of Postal Ballot by remote e-voting was as follows:

Promoter/ Public	No. of shares held (1)	No. of Valid votes polled (2)	% of Valid votes polled on outstanding shares (3)=[(2)/ (1)]*100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)= [(4)/(2)] *100	% of votes against on votes polled (7)= [(5)/(2)] *100
Promoter and Promoter Group	7731845	0	0	0	0	0	0
Public- Institutional holders	5724097	0	0	0	0	00	0
Public- others	21488558	45827	0.2132	40842	4985	89.1221	10.8779
Total	34,944,500	45827	0.1311	40842	4985	89.1221	10.8779

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RESULTS: -

As the number of votes cast in favour of the Resolution are more than three times the number of votes cast against, I report that the Special Resolution as per Item No.3 as set forth in the Postal Ballot Notice dated February 21, 2023 has been passed by the Members with Special majority. The Resolution is deemed as passed on the last date of voting that is Thursday, March 30, 2023.

Mrs. Kajal Pandey, Company Secretary (in lieu of Suspended Board of Directors) received the Scrutinizers Report on April 01, 2023, countersign the same and declare the results of the Postal Ballot.

The e-voting results along with the Scrutinizers Report were displayed on the website of the Company and NSDL. The results were also communicated to the stock exchanges i.e., National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed under the SEBI Listing Regulations.

**Sd/-
CHAIRMAN
(RESOLUTION PROFESSIONAL)**

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