

September 30, 2019

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

**Scrip Code: 530943**

**Sub.: Proceedings of the 24<sup>th</sup> Annual General Meeting of the Company held on Monday,  
September 30, 2019.**

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 24<sup>th</sup> Annual General Meeting ("AGM") of the Members of the Company held on Monday, September 30, 2019 at 2.00 p.m. at VVM Banquets, Venue Hub Compound, Vidya Vikas Mandal, Near Recreation Club, Next to Bhavan's College, Andheri (W), Mumbai - 400058.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For Sri Adhikari Brothers Television Network Limited



**Komal Jhamnani**  
**Company Secretary & Compliance Officer**  
**ACS: 59224**



Encl.: A/a

Registered Office:

6th Floor, Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (W), Mumbai - 400 053.

Tel.: 022 - 40230000 | Fax: 022 - 26395459

Website: [www.adhikaribrothers.com](http://www.adhikaribrothers.com)

CIN: L32200MH1994PLC083853

**PROCEEDINGS OF THE 24<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY**  
**HELD ON MONDAY, SEPTEMBER 30, 2019**

The 24<sup>th</sup> Annual General Meeting ("AGM") of the Company was convened and held on Monday, September 30, 2019 at 2.00 p.m. at VVM Banquets, Venue Hub Compound, Vidya Vikas Mandal, Near Recreation Club, Next to Bhavan's College, Andheri (W), Mumbai - 400058.

The meeting commenced at 2.00 p.m.

Mr. Markand Adhikari, Chairman and Managing Director of the Company, chaired the meeting.

Total 41 (Forty One) members were present in person and through proxy at the AGM.

As the requisite quorum was present, the Chairman called the meeting to order. He introduced the Board Members present on the dais. He informed the members present that:

- The Company has received 02(Two) Proxies and 07(Seven) Authorized Representations from Bodies Corporates u/s 105 and 113 respectively of the Companies Act, 2013 ("the Act").
- The Notice convening the AGM and the Annual Report containing the Audited Financial Statements for the Financial Year ended on March 31, 2019 together with Boards' Report and Auditor's Report thereon along with Notes to the Financial Statements were duly dispatched to the shareholders by e-mail and courier.
- The relevant Registers and documents under the applicable provisions of the Act and the Rules made thereunder were laid on the table and were open for inspection for the members during the AGM.
- The meeting was called, conveyed and conducted as per the applicable provisions of the Act and Secretarial Standards issued by Institute of Company Secretaries of India.

Thereafter, the Chairman briefed the members about the performance of the Company during the financial year under review. With the permission of the shareholders present, the notice of the AGM was taken as read.

The Chairman read the observations/qualifications provided by the Statutory Auditors and Secretarial Auditors' in their report and the managements' reply mentioned in the Boards' report on the same. After providing satisfactory clarification on the aforesaid observations/qualifications, the Management of the Company proceeded the Meeting and with due permission of the members present the reports' were taken as read.



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

The Chairman further informed that:

- As per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, all the members were provided with the facility to exercise voting by electronic means through E-voting platform of National Securities Depository Limited (NSDL) on the resolutions as set forth in the Notice of the AGM dated August 14, 2019.
- The E-voting period commenced on Friday, September 27, 2019 at 10.00 a.m. and ended on Sunday, September 29, 2019 at 5.00 p.m.
- The Company had also provided the facility for voting through poll papers to those members who were present at the AGM either personally or through proxy and who had not cast their vote earlier through E-voting platform on the resolutions as set forth in the Notice of the AGM.
- The Board of Directors had appointed M/s. Manish Ghia & Associates, Company Secretaries (FCS 6252), Mumbai as the Scrutinizer to scrutinize the process of E-voting and voting through poll paper at the venue of the AGM, in a fair and transparent manner.

The following items of business, as per the Notice of AGM dated August 14, 2019, were then put to vote through poll paper (to be voted by only those shareholders who have not casted their vote earlier through e-voting platform):

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, 2019 together with the Boards' Reports and Auditor's Report thereon.	Ordinary
2	To appoint a Director in place of Mrs. Latasha Jadhav (DIN: 08141498), Non-Executive Director of the Company, who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary



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Special Business		
3	Authority to the Board of Directors to create, offer, issue & allot further securities of the Company.	Special

Clarifications were provided to the queries raised by the members on the aforesaid Agendas.

The Scrutinizer locked and sealed the empty Poll box in presence of the members. The shareholders/ proxy shareholders after casting their votes deposited filled up poll papers in the Poll Box. The Poll box with the poll papers was handed over to the Scrutinizer.

The Chairman further informed the shareholders present that the consolidated results of the voting will be declared within 48 hours from the conclusion of the AGM upon receipt of the Scrutinizer's Report and shall be displayed at the Registered Office of the Company situated at 6<sup>th</sup> Floor, Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (West), Mumbai 400053. The same shall also be made available on the Company's website [www.adhikaribrothers.com](http://www.adhikaribrothers.com) and on the website of NSDL viz. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and be communicated to the BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

After conclusion of the voting process the meeting ended with a vote of thanks to the Chair.

Kindly take the same on your records.

Yours faithfully,

For Sri Adhikari Brothers Television Network Limited



**Komal Jhamnani**

**Company Secretary & Compliance Officer**

ACS.: 59224



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