

October 10, 2014

**Listing/ Compliance Department
National Stock Exchange of India Limited**
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex
Bandra (E), Mumbai- 400 051

**Department of Corporate Services -Listing
BSE Limited**
P J Towers
Dalal Street,
Mumbai – 400 001

Scrip Code: TV18 BRDCST

Scrip Code: 532800

Subject: Proceeding of the 9th Annual General Meeting of TV18 Broadcast Limited held on September 30th, 2014, as per the requirements of Clause 31(d) of the Equity Listing Agreement

Dear Sir,

Pursuant to clause 31(d) of the Equity Listing Agreement, gist of the proceedings of the 9th Annual General Meeting of the Company, held on September 30, 2014, are enclosed herewith.

You are requested to kindly take the same on record.

Thanking You,

Yours faithfully,

For **TV18 Broadcast Limited**


Hitesh Kumar Jain
DGM- Corporate Affairs
& Company Secretary



Enclosed as above



TV18 Broadcast Limited
(CIN – L74300DL2005PLC137214)

Corp. Office: Express Trade Tower, Plot No. 15-16, Sector 16A, Noida, Uttar Pradesh - 201 301, India

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Regd. Office: 503, 504 & 507, 5th Floor, Mercantile House, 15, Kasturba Gandhi Marg, New Delhi - 110 001

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**Gist of the proceedings of the Annual General Meeting of TV18 Broadcast Limited held on
September 30, 2014**

The 9th Annual General Meeting ("Meeting") of the Members of the Company was held on September 30, 2014 at 12.00 noon, at Tivoli Garden Resort, Khasra No. 646-653, Chattarpur Road, Near Chattarpur Mandir, New Delhi- 110074.

Shri Raghav Bahl chaired the proceedings of the Meeting.

Total 1102 Members (including proxies) attended the Meeting as per the records of attendance.

The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had extended the e-voting facilities to the Members of the Company in respect of businesses to be transacted at the Meeting. The e-voting commenced at 10:00 a.m. on September 25, 2014 and ended at 10:00 a.m. on September 27, 2014. Shri B. Narasimhan, Partner, M/s. BN & Associates, Company Secretaries, Mumbai was appointed as the Scrutinizer by the Board for scrutinizing the e-voting process.

The Chairman informed the Members that the Company has arranged for a poll on all the 9 (nine) resolutions to be passed at the Meeting. Thereafter, all the 9 (nine) resolutions were proposed and seconded. The Chairman then moved the following resolutions:

ORDINARY BUSINESSES:

1. Adoption of:

- (a) Audited Financial Statement of the Company for the financial year ended March 31, 2014, the reports of the Board of Directors and Auditors thereon; and
- (b) Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2014 (Ordinary Resolution).

2. Appointment of Shri Raghav Bahl, Director retiring by rotation (Ordinary Resolution).

3. Appointment of Auditors and fixing their Remuneration (Ordinary Resolution).



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SPECIAL BUSINESSES:

4. Appointment of Shri Manoj Mohanka as an Independent Director to hold office for a term up to 1 year till the conclusion of 10th Annual General Meeting (Ordinary Resolution).
5. Appointment of Shri Hari S. Bhartia as an Independent Director to hold office for a term up to 1 year till the conclusion of 10th Annual General Meeting (Ordinary Resolution).
6. Approval of the Remuneration of Cost Auditors for the Financial Year ending March 31, 2015 (Ordinary Resolution).
7. Approval of borrowing power not exceeding an amount of Rs. 1,500 crore over and above the paid-up capital, free- reserve and securities premium account (Special Resolution).
8. Approval of offer or invitation to subscribe to Non- Convertible Debenture on private placement (Special Resolution).
9. Adoption of new Articles of Association of the Company (Special Resolution).

The Chairman invited the members for comments and queries, if any. The queries raised by the members were satisfactorily replied.

Thereafter, the Chairman ordered for the poll to be taken at the meeting electronically and appointed Shri. B. Narasimhan, Partner, M/s. BN & Associates, Company Secretaries, as the Scrutinizer for the poll process and requested him for an orderly conduct of the voting. The Chairman announced that the combined result of e-voting and the electronic poll will be put on the Company's website.

All the aforesaid resolutions were passed with requisite majority.

The poll results were notified to the Stock Exchange in the format prescribed under Clause 35A of the Listing Agreement and the details of the said result were also uploaded on the Company's website.

For TV18 Broadcast Limited

Hitesh Kumar Jain
DGM- Corporate Affairs
& Company Secretary



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