

September 30, 2016

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

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

Scrip Code: "TV18BRDCST"

Scrip Code: **532800**

Dear Sir/Madam,

**Sub : Proceedings of the 11<sup>th</sup> Annual General Meeting of TV18 Broadcast Limited held on September 29, 2016**

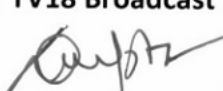
In accordance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith gist of proceedings of the 11<sup>th</sup> Annual General Meeting of the Company held on September 29, 2016.

Kindly take the above information on your record.

Thanking you,

Yours faithfully,

For **TV18 Broadcast Limited**

  
**Deepak Gupta**  
Company Secretary



Encl : As above



TV18 Broadcast Limited

CIN : L74300MH2005PLC281753

Corp. Office: Express Trade Tower, Plot No. 15-16, Sector-16A, Film City, Noida, Uttar Pradesh - 201301, India

T +91 120 434 1818 F +91 120 432 4107 W [www.network18online.com](http://www.network18online.com)

Regd. Office: First Floor, Empire Complex, 414-Senapati Bapat Marg, Lower Parel, Mumbai, Maharashtra-400013, India

T +91 22 6666 7777, 4001 9000 F +91 22 2496 8238

**Gist of Proceedings of the 11<sup>th</sup> Annual General Meeting of TV18 Broadcast Limited****1. Date, time and Venue of the Meeting:**

The 11<sup>th</sup> Annual General Meeting of the Company was held on September 29, 2016. The meeting commenced at 10:30 a.m. at Yashwant Natya Mandir, Manmala Tank Road, Matunga West, Near Ruparel College, Mumbai – 400 016 and concluded at 11:25 a.m. on the same day.

**2. Brief details of items deliberated at the Meeting and results thereof:**

- Mr. Adil Zainulbhai, Chairman of the Board, chaired the proceedings of the Meeting
- The requisite quorum being present, the Chairman called the Meeting to order.
- The Chairman then delivered his speech.
- The Chairman informed that remote e-voting commenced at 9:00 a.m. on September 25, 2016 and ended at 5:00 p.m. on September 28, 2016.
- The following items of business as set out in the Notice calling the Meeting were put for approval of the Members:

**Ordinary Business**

- i. Consideration and adoption of:
  - (a) the Audited Financial Statement of the Company for the financial year ended March 31, 2016 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, 2016 and the Report of the Auditors thereon.
- ii. Ratification of appointment of Auditors-Deloitte Haskins & Sells, LLP, Chartered Accountants (ICAI Firm Registration No. 117366W/W-100018) and fixing their remuneration



TV18 Broadcast Limited

CIN : L74300MH2005PLC281753

Corp. Office: Express Trade Tower, Plot No. 15-16, Sector-16A, Film City, Noida, Uttar Pradesh - 201301, India

T +91 120 434 1818 F +91 120 432 4107 W www.network18online.com

Regd. Office: First Floor, Empire Complex, 414-Senapati Bapat Marg, Lower Parel, Mumbai, Maharashtra-400013, India

T +91 22 6666 7777, 4001 9000 F +91 22 2496 8238

**Special Business**

- iii. Appointment of Mr. Dhruv Subodh Kaji (DIN: 00192559), as an Independent Director of the Company.
  - iv. Appointment of Mr. Rajiv Krishan Luthra (DIN: 00022285), as an Independent Director of the Company.
  - v. Appointment of Ms Nirupama Rao (DIN: 06954879), as an Independent Director of the Company.
  - vi. Ratification of remuneration to M/s Pramod Chauhan & Associates, Cost Accountants (Firm Registration No. 000436), as Cost Auditors of the Company, for the financial year ending March 31, 2017.
  - vii. Approval of offer or invitation to subscribe to redeemable non-convertible debentures on private placement.
- Clarifications were provided to the queries raised by the members at the meeting.
  - The Chairman informed the members that Mr. B. Narasimhan, a Practicing Company Secretary, was appointed as the scrutinizer for the purpose of scrutinizing the remote e-voting process and the facility for voting at the meeting venue through electronic voting system (Insta Poll).
  - The Chairman informed the members that the results of e-voting shall be disseminated to the stock exchanges and also uploaded on the website of the Company and Karvy Computershare Private Limited (viz. [www.karvy.com](http://www.karvy.com)), the agency providing e-voting facility.

**3. Manner of approval**

- Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to its members to cast votes electronically, on all the resolutions set out in the notice.



TV18 Broadcast Limited

CIN : L74300MH2005PLC281753

Corp. Office: Express Trade Tower, Plot No. 15-16, Sector-16A, Film City, Noida, Uttar Pradesh - 201301, India

T +91 120 434 1818 F +91 120 432 4107 W [www.network18online.com](http://www.network18online.com)

Regd. Office: First Floor, Empire Complex, 414-Senapati Bapat Marg, Lower Parel, Mumbai, Maharashtra-400013, India

T +91 22 6666 7777, 4001 9000 F +91 22 2496 8238

- Further, the facility for voting at the meeting venue through electronic voting system i.e. Insta Poll was made available to the members who were present at the Meeting and had not cast their votes by remote e-voting.
- The Scrutinizer submitted his Report on the e-voting and Insta Poll and on the basis of the Scrutinizers Report all the resolutions set out in the Notice calling the Annual General Meeting were passed with requisite majority effectively on the date of the Annual General Meeting i.e. September 29, 2016.

For TV18 Broadcast Limited

  
Deepak Gupta  
Company Secretary



Mumbai  
September 30, 2016



TV18 Broadcast Limited

CIN : L74300MH2005PLC281753

Corp. Office: Express Trade Tower, Plot No. 15-16, Sector-16A, Film City, Noida, Uttar Pradesh - 201301, India

T +91 120 434 1818 F +91 120 432 4107 W [www.network18online.com](http://www.network18online.com)

Regd. Office: First Floor, Empire Complex, 414-Senapati Bapat Marg, Lower Parel, Mumbai, Maharashtra-400013, India

T +91 22 6666 7777, 4001 9000 F +91 22 2496 8238