

Ref: TVL/BSE/2017-18/25

Date: 28.09.2017

To
The Secretary,
Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street
Mumbai-400001

Dear Sir,

Sub: Proceedings of Annual General Meeting under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref: Scrip Code: 501421

This is to inform you that the Annual General Meeting of the Company was held on Thursday, 28th September, 2017 at 10.00 A.M at Hotel Blue Orchid, Hall No.1, IInd Floor, Habsiguda X Roads, Hyderabad - 500007 Telangana, India, where the business as per the notice of Annual General Meeting were transacted.

Please find herewith the proceedings as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and records.

Thanking you,

For Technvision Ventures Limited

D. Santosh Kumar

Santosh Kumar Diddiga
Company Secretary & Compliance Officer



Encl: As above

**PROCEEDINGS OF THE 37th ANNUAL GENERAL MEETING OF TECHNVISION VENTURES LIMITED
HELD ON THURSDAY, 28TH DAY OF SEPTEMBER, 2017 AT 10.00 A. M AT "HOTEL BLUE ORCHID,
HALL NO.1, IIND FLOOR, HABSIGUDA X ROADS, HYDERABAD – 5000 07.**

CHAIRPERSON: Mrs. Geetanjali Toopran

MEMBERS PRESENT:

In person: 9

In proxy: 16

DIRECTORS PRESENT:

Mrs. Geetanjali Toopran, Chairperson

QUORUM (required): 05

Having requisite Quorum being present, Chairperson called the Meeting to order.

CHAIRPERSON'S SPEECH:

The Chairperson gave an overview on the financial performance of the Company for the financial year ended 31st March, 2017 and its future outlook.

Further the Chairperson informed the members present at the meeting that Mr. Venugopala Chary, Chairman of the Audit Committee could not able to attend the meeting due to pre occupations.

NOTICE:

The Notice dated 28th July, 2017, convening the 37th Annual General Meeting of the Company, Board's Report and the Annual Accounts were taken as read with the consent of the Members present.

AUDITORS' REPORT:

Mr. Raghava,, Partner of M/s. Ramu & Ravi, Chartered Accountants (Firm registration No. 006610S) the Statutory Auditors of the Company with the permission of the shareholders was taken the Audit Report as read.

At this juncture, the Chairperson invited the Members present to address their queries to the management. Thereafter, the queries of the Members were answered by the Chairperson and the management.

The Chairperson informed the Members that pursuant to the provisions of Sec.108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company has extended e-Voting facility to the Members of the Company in respect of businesses to be transacted at the Annual General Meeting of the Company. The e-Voting commenced on Sunday, the 24th Day of September, 2017 at 9.00 A.M. and ended on Wednesday, the 27th Day of September, 2017 at 5:00 p.m. M/s. Harinath Akshitha & Co, Practicing Company Secretaries was appointed as the Scrutinizer by the Board for scrutinizing the remote e-Voting process.

The Chairperson informed the Members that the Company had arranged for Poll to be taken on all the resolutions to be passed at the Meeting. The Chairperson suo motto has ordered Poll to be taken on all the resolutions to be passed at the Meeting. The Chairperson appointed Mr. Harinath Punna, Practicing Company Secretary as the Scrutinizer for the Poll.

The Chairperson informed the Members that the combined results of remote e-Voting and Poll shall be posted on the Company's website and also shall be notified to the BSE Limited within 48 Hours of conclusion of the AGM.

The Chairperson requested the Members and Proxies present to cast their vote at the end of the Meeting on the Ballot Paper which had been distributed to them. The Chairperson informed the Members present that Members who had exercised their vote through e-Voting Process were not eligible to vote on poll and any such votes would not be considered for the purpose of Poll.

The resolutions proposed to be passed by the Members, briefly related to:

Item No. 1:

Ordinary Resolution to consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2017 together with the reports of the Board of Directors and the Auditors thereon was put to vote by Poll for passing the following resolution:

"RESOLVED THAT the Financial Statement as on 31st March, 2017 together with notes appended thereto along with the report of the Board' and Auditors of the Company be and is hereby considered, adopted and approved."

Since the Chairperson of the meeting interested in the following matter, Mrs. Geetanjali Toopran requested the members to take over the chair due to non-availability of other Board members. As per the request of the Mrs. Geetanjali Toopran, members present at the meeting elected Mr. P.S. Somayajulu as Chairman after that he took the chair and conducted the meeting.

Item No.2:

Ordinary Resolution to appoint a Director in place of Mrs. Veena Gundavelli (DIN: 00197010), who retires by rotation and being eligible, offers herself for re-appointment was put to vote by Poll for passing the following resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and all other applicable provisions, if any, contained under the Companies Act, 2013 Mrs. Veena Gundavelli (DIN: 00197010) be and is hereby appointed as a Director of the Company whose period of office is liable to retirement by rotation."

Item No.3:

Ordinary Resolution to appoint a Director in place of Mrs. Geetanjali Toopran (DIN: 01498741), who retires by rotation and being eligible, offers herself for re-appointment was put to vote by Poll for passing the following resolution:.

"RESOLVED THAT pursuant to the provisions of Section 152 and all other applicable provisions, if any, contained under the Companies Act, 2013 Mrs. Geetanjali Toopran (DIN: 01498741) be and is hereby appointed as a Director of the Company whose period of office is liable to retirement by rotation."

After putting the above resolution to members of the Company, Mr. P.S. Somayajulu requested Mrs. Geetanjali Toopran to take over the chair subsequently Mrs. Geetanjali Toopran accepted it and continued the proceedings of the meeting.

Item No.4:

Ordinary Resolution to Appointment of M/s. Ayyadevara & Co, Chartered Accountants (Firm registration No. 000278S) as the Statutory Auditors of the Company and fixing their remuneration was put to vote by Poll for passing the following resolution:

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and pursuant to the recommendations of the Audit Committee, approval of members of the Company be and is hereby accorded to appoint M/s. Ayyadevara & Co, Chartered Accountants (Firm registration No. 000278S) Hyderabad as Statutory Auditors of the Company, in place of retiring auditors M/s. Ramu & Ravi, Chartered Accountants, Firm Registration No. 006610S) Hyderabad to hold office for a period of 5 years from the conclusion of this Annual General Meeting till the conclusion of the 42nd Annual General Meeting of the Company for audit of Financial Statements, at a remuneration in accordance with the recommendation of the Audit Committee. “

Item No.5:

Ordinary Resolution to appoint Mr. Ananda Prabhu Valaboju Kesari as Independent Director of the Company was put to vote by Poll for passing the following resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Qualification of Directors) Rules, 2014 rules made there under, including any amendment, modification, variation or re-enactment thereof for the time being in force read with Schedule IV to the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, the consent of the members be and is hereby accorded to appoint Dr. Ananda Prabhu Valaboju Kesari (holding DIN. 07879466), who was appointed as an Additional Director of the Company in the category of Independent Director, by the Board of Directors with effect from 28th July, 2017 in terms of Section 161 of the Companies Act, 2013 and Article 80(f) of Article of Association of the Company and who holds office up to the date of this Annual General Meeting, in respect of whom the Company has received a notice in writing from a Member signifying his intention to propose Dr. Ananda Prabhu Valaboju Kesari for the office of Director of the Company in the category of

Independent Director, not liable to retire by rotation, to hold office for five consecutive years up to the conclusion of 42nd Annual General Meeting of the Company to be held in the calendar year 2022.

Since the Chairperson of the meeting interested in the following matter, Mrs. Geetanjali Toopran requested the members to take over the chair due to non-availability of other Board members. As per the request of the Mrs. Geetanjali Toopran, members present at the meeting elected Mr. P.S. Somayajulu as Chairman after that he took the chair and conducted the meeting.

Item No.6:

Special Resolution to approve the Related Party Transactions was put to vote by Poll for passing the following resolution:

“RESOLVED THAT pursuant to Regulation 23 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 of the Stock Exchange, pursuant to Section 179,184,188 of the Companies Act 2013 (“Act”) and Rules made thereunder (including any statutory modifications and re-enactments made thereof from time to time), consent of the members of the Company be and is hereby accorded to the following related party transactions on arm’s length basis. w.e.f. 1st April 2017 for a period of 1 year in ordinary course of business:

S.No	Particulars	(Rs in Crores)
A	Availing or rendering of services with Solix Technologies Inc., USA & Siti Corporation Inc., USA	20 Per Annum
B	Leasing of Property from or to of any kind with Mrs. G. P.	0.5 Per Annum

Item No.7:

Special Resolution for the Reappointment of Mrs. Veena Gundavelli as Managing Director of the Company was put to vote by Poll for passing the following resolution:

“RESOLVED THAT pursuant to the provisions of Section 196,197, 198 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act 2013 (including any statutory modifications or re-enactment(s) thereof, for the time being in force), in accordance with the Articles of Association of the Company, subject to the approval of Central Government and such other consents and permissions as may be necessary, and subject to such modifications,

variations as may be approved and acceptable to the appointee, based on the recommendation of the Nomination and remuneration committee, the consent of the members be and is hereby accorded for the appointment of Mrs. Veena Gundavelli as Managing Director of the Company without remuneration for a Period of 5 years from 29th May, 2017 to 28th May, 2022 and empowered to exercise all such powers as entitled as a Managing Director.

After putting the above resolution to members of the Company, Mr. P.S. Somayajulu requested Mrs. Geetanjali Toopran to take over the chair subsequently Mrs. Geetanjali Toopran accepted it and continued the proceedings of the meeting.

The Chairperson requested the Members to put their vote in the Ballot Box before leaving.

The Chairperson requested Mr. Harinath Punna, Scrutinizer for Poll to take charge of the Ballot Box.

VOTE OF THANKS:

As there being no other business to be discussed, Chairperson thanked the Members for attending the Meeting.

The Chairperson then declared that the Meeting as concluded at 11. 00 A.M.

For Technvision Ventures Limited

Geetanjali Toopran

Geetanjali Toopran
Executive Director & CFO

