



## Sambhaav Media Limited

"Sambhaav House", Opp. Judges' Bungalows,  
Premchandnagar Road, Satellite, Ahmedabad-380015.  
Tel : +91-79 26873914/15/16/17, Fax : +91-79 26873922  
Email : info@sambhaav.com Website : www.sambhaavnews.com  
CIN : L67120GJ1990PLC014094

SML/Cs/2017/71

Date: September 29, 2017

To,  
The Department of Corporate Services  
**Bombay Stock Exchange Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

To,  
The Listing Department  
**National Stock Exchange of India Limited**  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai - 400 051

**Scrip Code: 511630**

**Scrip Symbol: SAMBHAAV**

Dear Sir,

**Sub: Proceedings and Declaration of Result of 27<sup>th</sup> Annual General Meeting**  
**Ref: Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements)**  
**Regulations, 2015**

The 27<sup>th</sup> Annual General Meeting of the Company was held on Friday, September 29, 2017 at 10:30 a.m. at the Registered Office of the Company situated at "Sambhaav House", Opp. Judges' Bungalows, Premchandnagar Road, Satellite, Ahmedabad - 380 015 to transact the business as set out in the Notice of the said meeting dated May 26, 2017.


In this regard, please find enclosed the following:

1. Summary of the proceedings of the AGM of the Company as required under Regulation 30 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015- **Annexure I**
2. Voting Results of the business transacted at the AGM in terms of the Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015- **Annexure II**
3. Report of Scrutinizer dated September 29, 2017, pursuant to Section 108 of the Companies Act, 2013.

The Voting results along with the Scrutinizer's Report dated September 29, 2017 is made available on the Company's Website at [www.sambhaavnews.com](http://www.sambhaavnews.com)

Kindly take the same on your record.

For Sambhaav Media Limited

  
Palak Asawa  
Company Secretary



Encl: a/a

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સમભાવ મેટ્રો  
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## **Annexure- I**

### **Summary of Proceedings of the 27<sup>th</sup> Annual General Meeting**

The 27th Annual General Meeting (AGM) of the Members of Sambhaav Media Limited was convened at 10.30 a.m. on Friday, September 29, 2017 at the Registered Office of the Company situated at "Sambhaav House", Opp. Judges' Bungalows, Premchandnagar Road, Satellite, Ahmedabad - 380 015 and concluded at 10:55 a.m.

Mr. Kiran B Vadodaria, Chairman & Managing Director of the Company, chaired the Meeting at 10.30 a.m. Upon ensuring requisite quorum, the Chairman declared the meeting in order. 50 Members were present in person or through proxy at the Meeting including Promoters and Promoter Group.

It was thereafter announced that all the members of the Board of Directors were present except Mr. Amit Kumar Ray and Mr. Dilip D Patel who have conveyed their inability to attend the meeting.

Having introduced the members on the dias, it was declared that required Statutory Registers, records and Annual Financial Accounts of the Subsidiary of the Company were kept open for inspection during the course of the meeting.

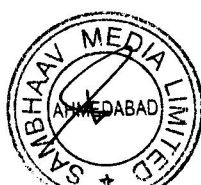
Thereafter the notice convening the 27th Annual General Meeting, Director's Report, report of the Statutory Auditor and Secretarial Auditor were read. Brief explanations of each agenda item(s) were given to the members.

It was thereafter announced that the e-voting facility was provided to the members in terms of provisions of Section 108 of the Companies Act, 2013 along with rules 20 of the Companies (Management and Administration) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. It was further announced that the services of Central Depository Services Limited (CDSL) was availed to provide e-Voting facility during the period September 26, 2017 (9:00 a.m.) to September 28, 2017 (5:00 p.m.) and Mr. Umesh Ved of M/s Umesh Ved & Associates, Practicing Company Secretary has acted as the Scrutinizer for conducting the remote e-Voting process in a fair and transparent manner.

It was thereafter declared that the members who have not casted their votes through remote e-voting, may exercise their vote during the poll process arranged by the Company at the AGM venue and voting through poll in presence of the Scrutinizer, Mr. Umesh Ved of M/s Umesh Ved & Associates, Practicing Company Secretary was conducted.

Thereafter the members were given opportunity to ask questions or seek clarifications on the agenda items, operations of the Company and satisfactory replies were given thereto by the Chairman.

On successful completion of the Poll, the ballot box was handed over to the Scrutinizer. It was announced that the combined result of the physical ballot poll process and e-voting shall be declared within 48 hours from the conclusion of the meeting. The Chairman thereafter declared the meeting concluded with vote of thanks.



## Annexure II

The details of the Voting result announced at the AGM are as under.

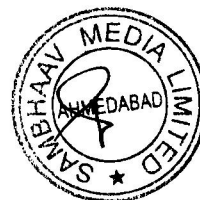
Particulars	Details of AGM
Date of the AGM	September 29, 2017*
Total number of shareholders on record date	6247
No. of shareholders present in the meeting either in person or through proxy: 1. Promoters and Promoter Group 2. Public:	3 47
No. of shareholders attended the meeting through video conferencing: 1. Promoter and Promoter Group 2. Public	Nil

\*Cut Off date for the purpose of determining the shareholder eligible for e-Voting was September 23, 2017

**The Consolidated Result declared on the basis of the Report of the Scrutinizer for Remote e-voting and Postal Ballot Process is as follows:**

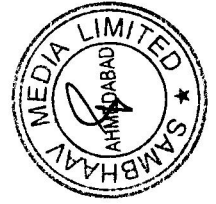
Sr. No	Particulars	Mode of Voting	Result
1	Adoption of Audited Accounts for the year ended on 31 <sup>st</sup> March, 2017.	Remote e-voting and Poll	Ordinary Resolution passed with requisite majority
2	Re-appointment of Mr. Manoj B Vadodaria as Director retiring by rotation.	Remote e-voting and Poll	Ordinary Resolution passed with requisite majority
3	Appointment of Statutory Auditor M/s. Dhirubhai Shah & Doshi, Chartered Accountants, Ahmedabad	Remote e-voting and Poll	Ordinary Resolution passed with requisite majority
4	Appointment of Ms. Seema G Saxena, as an Independent Director.	Remote e-voting and Poll	Special Resolution passed with requisite majority

Result of the voting in the prescribed format is annexed herewith. Kindly take the same on record and acknowledge the receipt thereof.



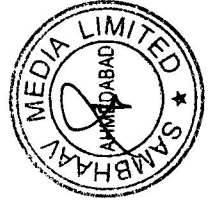
Item No. 1: Adoption of Audited Accounts for the year ended on March 31, 2017

Resolution required: (Ordinary/Special)		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes- in favour	No. of votes- against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	7=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	--	94332606	89.35	94332606	0	100.00	0
	Poll	--	0	0	0	0	0	0
	Postal Ballot	--	--	--	--	--	--	--
Public Institutions	Total	105575982	94332606	89.35	94332606	0	100.00	0
	E-voting	--	0	0	0	0	0	0
	Poll	--	--	--	--	--	--	--
Public Non Institutions	Postal Ballot	--	0	0	0	0	0	0
	Total	33000	0	0	0	0	0	0
	E-voting	--	3853707	6.72	3853707	0	100.00	0
Total	Poll	--	4603	0.01	4603	0	100.00	0
	Postal Ballot	--	0	0	0	0	0	0
	Total	57311858	3858310	6.73	3858310	0	100.00	0
		162920840	98190916	60.27	98190916	0	100.00	0



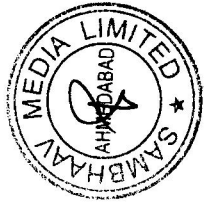
Item No. 2 Re-appointment of Mr. Manoj B Vadodaria as Director retiring by rotation

Resolution required : ( Ordinary/Special)										Ordinary Resolution		
Whether promoter/promoter group are interested in the agenda/resolution?										YES		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes- in favour	No. of votes- against	% of votes in favour on votes polled	% of votes against on votes polled				
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	7=[(5)/(2)]*100				
Promoter and Promoter Group	E-voting	--	0	0	0	0	0	0				
	Poll	--	--	--	--	--	--	--				
	Postal Ballot	--	0	0	0	0	0	0				
	Total	105575982	0	0	0	0	0	0				
Public Institutions	E-voting	--	0	0	0	0	0	0				
	Poll	--	--	--	--	--	--	--				
	Postal Ballot	--	0	0	0	0	0	0				
	Total	33000	0	0	0	0	0	0				
Public Non Institutions	E-voting	--	3853707	6.72	3853707	0	100.00	0				
	Poll	--	4553	0.01	4553	0	100.00	0				
	Postal Ballot	--	0	0	0	0	0	0				
	Total	57311858	3858260	6.73	3858260	0	100.00	0				
	Total	162920840	3858260	2.37	3858260	0	100.00	0				



Item No. 3 Appointment of Statutory Auditor M/s. Dhirubhai Shah & Doshi, Chartered Accountants, Ahmedabad

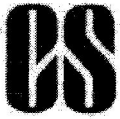
Resolution required : ( Ordinary/Special)							Ordinary Resolution			
Whether promoter/promoter group are interested in the agenda/resolution?							NO			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes- in favour	No. of votes- against	% of votes in favour on votes polled	% of votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	7=[(5)/(2)]*100		
Promoter and Promoter Group	E- voting	--	94332606	89.35	94332606	0	100.00	0	0	
	Poll	--	0	0	0	0	0	0	0	
	Postal Ballot	--	--	--	--	--	--	--	--	
	Total	105575982	94332606	89.35	94332606	0	100.00	0	0	
Public Institutions	E- voting	--	0	0	0	0	0	0	0	
	Poll	--	--	--	--	--	--	--	--	
	Postal Ballot	--	0	0	0	0	0	0	0	
	Total	33000	0	0	0	0	0	0	0	
Public Non Institutions	E- voting	--	3853707	6.72	3853707	0	100.00	0	0	
	Poll	--	4553	0.01	4553	0	100.00	0	0	
	Postal Ballot	--	0	0	0	0	0	0	0	
	Total	57311858	3858260	6.73	3858260	0	100.00	0	0	
	Total	162920840	98190866	60.27	98190866	0	100.00	0	0	



Item No. 4 Appointment of Ms. Seema G Saxena as an Independent Director

Resolution required : ( Ordinary/Special)										
Special Resolution										
Whether promoter/promoter group are interested in the agenda/resolution?										
No										
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes- in favour	No. of votes- against	% of votes in favour on votes polled [(4)/(2)]*100	% of votes against on votes polled 7=[(5)/(2)]*100		
		(1)	(2)	(3)	(4)	(5)	(6)	(7)		
Promoter and Promoter Group	E-voting	--	94332606	89.35	94332606	0	100.00	0		
	Poll	--	0	0	0	0	0	0		
	Postal Ballot	--	--	--	--	--	--	--		
	Total	105575982	94332606	89.35	94332606	0	100.00	0		
Public Institutions	E-voting	--	0	0	0	0	0	0		
	Poll	--	--	--	--	--	--	--		
	Postal Ballot	--	0	0	0	0	0	0		
	Total	33000	0	0	0	0	0	0		
Public Non Institutions	E-voting	--	3853707	6.72	3853707	0	100.00	0		
	Poll	--	4553	0.01	4553	0	100.00	0		
	Postal Ballot	--	0	0	0	0	0	0		
	Total	57311858	3858260	6.73	3858260	0	100.00	0		
	Total	162920840	98190866	60.27	98190866	0	100.00	0		





**UMESH VED & ASSOCIATES**  
**Company Secretaries**

304, Shoppers Plaza-V, Opp. Municipal Market, C. G. Road, Navrangpura, Ahmedabad - 380 009.  
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**FORM NO. MGT-13**

**CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to section 108 & 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,  
The Chairman,  
**Sambhaav Media Limited**  
"Sambhaav House",  
Opp. Judges' Bungalows,  
Premchandnagar Road,  
Satellite,  
Ahmedabad - 380015

**Re: 27<sup>th</sup> Annual General Meeting (AGM) of Sambhaav Media Limited held on Friday, the 29<sup>th</sup> September, 2017 at 10:30 A.M. at "Sambhaav House", Opp. Judges' Bungalows, Premchandnagar Road, Satellite, Ahmedabad - 380 015.**

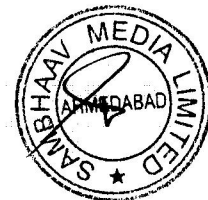
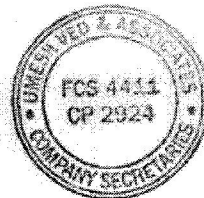
Dear Sir,

I, Umesh Ved, Proprietor of M/s. Umesh Ved & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the Remote E-Voting process and voting at the Annual General Meeting ("AGM") pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of Companies (Management and Administration) Rules, 2014, as amended on the resolutions contained in the Notice to the 27<sup>th</sup> AGM of the Members of " Sambhaav Media Limited" (the Company) held on Friday, the 29<sup>th</sup> September, 2017 at 10:30 A.M. at "Sambhaav House", Opp. Judges' Bungalows, Premchandnagar Road, Satellite, Ahmedabad – 380015.

My responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer's Report of the vote cast "in favour" or "against" the resolution(s) based on the reports generated from the Remote e-voting system provided by the Central Depository Services (India) Limited (the Agency/ service provider) and the Polling at the AGM.

I submit my report as under:

- i. The shareholders of the Company holding shares as on the "cut-off" date 23<sup>rd</sup> September, 2017, were entitled to vote on the proposed resolutions as set out in item nos. 1 to 4 in the Notice of the 27<sup>th</sup> AGM of Sambhaav Media Limited.





- ii. The facility provided for Remote E-Voting commenced from 9.00 A.M. on Tuesday, the 26<sup>th</sup> September, 2017 and ended on 5.00 P.M. on Thursday, the 28<sup>th</sup> September, 2017. The Remote E-voting facility was blocked thereafter.
- iii. At the venue of the AGM the facility to cast vote by poll was provided to facilitate those members present at the AGM who could not participate through Remote E-voting, to record their votes. After counting of the votes conducted at the venue of the AGM through Ballot, the votes cast through Remote E-voting were unblocked by me in the presence of two witnesses, namely, Ms. Himani Upadhyay and Ms Madhvi Gajjar who are not in employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.



Himani Upadhyay



Madhvi Gajjar

- iv. The voting done through Remote E-voting and Polling at the meeting were reconciled with the records maintained by the RTA and the authorizations / proxies lodged with the Company.
- v. The result of the Remote e-voting as well as Polling at the AGM is as under:

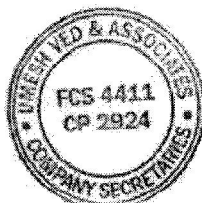
- (1) **ORDINARY RESOLUTION** for Adoption of the Standalone and Consolidated Audited Financial Statement for the Financial Year ended on 31<sup>st</sup> March, 2017 together with the Reports of the Board of Directors and Auditors thereon.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	26	98186313	100%
Poll	23	4603	100%
Total	49	98190916	100%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00
Poll	0	0	0.00
Total	0	0	0.00



- (2) **ORDINARY RESOLUTION** for Re-appointment of Mr. Manoj B Vadodaria (DIN 00092053) as a Director of the Company, who retires by rotation.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	13	3853707	100%
Poll	22	4553	100%
Total	35	3858260	100%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00
Poll	0	0	0.00
Total	0	0	0.00

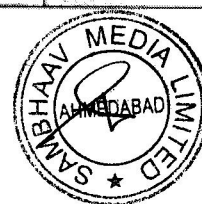
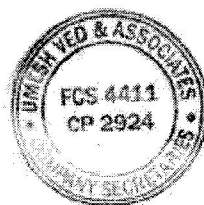
- (3) **ORDINARY RESOLUTION** for Appointment of M/s. Dhirubhai Shah & Doshi, Chartered Accountants as Statutory Auditors of the Company.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	26	98186313	100%
Poll	22	4553	100%
Total	48	98190866	100%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00
Poll	0	0	0.00
Total	0	0	0.00



- (4) **SPECIAL RESOLUTION** for Appointment Ms. Seema G Saxena, as an Independent Director.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	26	98186313	100%
Poll	22	4553	100%
Total	48	98190866	100%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00
Poll	0	0	0.00
Total	0	0	0.00

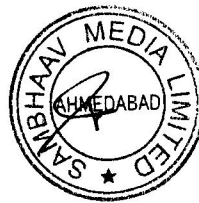
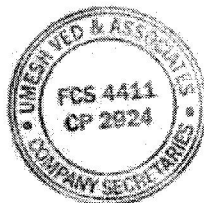
- vi. 5 polling papers were found Invalid and 1 Polling Paper found abstained from Voting for Resolution 2 to 4.
- vii. All the resolutions mentioned in the AGM Notice as per details above accordingly stand passed with requisite majority.
- viii. The Electronic data and all other relevant records relating to Remote e-voting and Ballot/Poll Papers conducted at the AGM is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of AGM.

Thanking You,

Yours faithfully,

*Umesh H. Ved*

Umesh Ved  
FCS No: 4411  
CP No: 2924



Date: 29.09.2017  
Place: Ahmedabad