



29th September, 2015

To,
The Manager - CRD
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sir,

Scrip Code: 530943

Sub.: Proceedings of the 20th Annual General Meeting held on Saturday, 26th September, 2015

Pursuant to the provisions of Clause 31 of the Listing Agreement, we hereby furnish the proceedings of the 20th Annual General Meeting (AGM) of the members of the Company held on Saturday, 26th September, 2015 at 01.00 P.M. at Celestial Banquets, B-47, Paramount Building, Monginis Factory Lane, Opp. Citi Mall, New Link Road, Oshiwara, Andheri (West), Mumbai - 400 053.

As per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, the Company provided Remote E-Voting facility to the members to vote on the matters to be transacted at the 20th Annual General Meeting as per Notice of the AGM dated 12th August, 2015. Further, to facilitate those members who were present at the AGM, either personally or by proxy, who did not cast their vote earlier through Remote E-Voting, the Company provided polling papers to enable them to vote in respect of items of business as set out in the Notice of the Annual General Meeting. CS Manish L Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed as Scrutinizer for conducting the Poll by way of Polling Papers.

The Scrutinizer submitted a Consolidated Scrutinizer's Report after reckoning of total votes cast by the members on each resolution separately, through Remote E-Voting as well as by the poll conducted at the AGM.

The Annual General Meeting was attended by requisite quorum and following businesses were transacted:

1. APPROVAL OF ACCOUNTS:

The members approved the Audited Financial Statements (including Consolidated Audited Financial Statements) as at 31st March, 2015 together with Reports of the Board of Directors' and Auditors' thereon by passing an Ordinary Resolution unanimously

Registered Office:

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

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

E-mail: investorservices@adhikaribrothers.com | Website: www.adhikaribrothers.com

CIN: L32200MH1994PLC083853





2. DECLARATION OF DIVIDEND:

The members approved the payment of dividend of Rs.0.60/- per Equity share, being 6% of the paid-up equity share capital of Company for the year ended 31st March, 2015 by passing an Ordinary Resolution unanimously.

3. RE-APPOINTMENT OF MRS. KALINDI JANI AS DIRECTOR OF THE COMPANY:

The members re-appointed Mrs. Kalindi Jani as Director of the Company, who retired by rotation and being eligible offered herself for re-appointment by passing an Ordinary Resolution unanimously.

4. RE-APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY:

The members re-appointed M/s. A. R. Sodha & Co., Chartered Accountants, Mumbai (FRN: 110324W) as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting upto the conclusion of the next Annual General Meeting of the Company and authorized the Board of Directors to fix their remuneration by passing an Ordinary Resolution unanimously.

5. APPOINTMENT OF MR. PRITESH RAJGOR AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

The members appointed Mr. Pritesh Rajgor as an Independent Director of the Company by passing an Ordinary Resolution unanimously.

6. INCREASE IN LIMITS OF LOANS AND INVESTMENTS OF THE COMPANY:

The members approved the increase in the limits of the Company to make loans and investments under Section 186 of the Companies Act, 2013 by passing a Special Resolution with requisite majority.

7. AUTHORITY TO THE BOARD OF DIRECTORS TO CREATE, OFFER, ISSUE AND ALLOT FURTHER SECURITIES OF THE COMPANY FOR AN AMOUNT NOT EXCEEDING RS.250 CRORES:

The members approved to authorize the Board of Directors of the Company to create, offer, issue and to allot further securities for an amount not exceeding Rs. 250 Crores or its equivalent in one or more currencies, including premium if any by passing a Special Resolution with requisite majority.



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8. RE-APPOINTMENT OF MR. MARKAND ADHIKARI AS VICE-CHAIRMAN & MANAGING DIRECTOR OF THE COMPANY:

The members re-appointed Mr. Markand Adhikari as Vice-Chairman & Managing Director of the Company for a period of 3 (Three) years w.e.f. 18th August, 2015 to 17th August, 2018 by passing a Special Resolution unanimously.

Please take the same on your records and acknowledge the receipt.

Thanking you,

Yours faithfully,

For Sri Adhikari Brothers Television Network Limited

Lehar Arora
Company Secretary & Compliance Officer
ACS No.: 34706
Encl.: Consolidated Scrutinizer's Report



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