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TV VISION LTD.
A SRI ADHIKARI BROTHERS ENTERPRISE

29th September, 2016

To
The Manager – Listing Department
National Stock Exchange of India Limited
"Exchange Plaza", Bandra Kurla Complex,
Bandra (East),
Mumbai – 400 051

Symbol: TVVISION

Dear Sir,

Sub.: Proceedings of 9th Annual General Meeting held on Wednesday, 28th September, 2016.

Pursuant to the provisions of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceeding of the 9th Annual General Meeting ("AGM") of the Members of the Company held on Wednesday, 28th September, 2016 at 11:30 a.m. at Moira Banquets, Trans Avenue, Level One, Next to Versova Telephone Exchange, SVP Nagar, MHADA Road, Andheri West, Mumbai – 400 061.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For **TV Vision Limited**

Jyotsna Kashid
Company Secretary & Compliance Officer
ACS No.: 27310

Encl.: As above

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Regd. Office: 4th Floor, Adhikari Chambers, Oberoi Complex,
New Link Road, Andheri (West), Mumbai - 400 053.
Tel : 022 - 2639 5400 / 022 - 4023 0000 • Fax No.: 2639 5459
CIN : U64200MH2007PLC172707

PROCEEDINGS OF THE 9TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON WEDNESDAY, 28TH SEPTEMBER, 2016

The 9th Annual General Meeting ("AGM") of the Company was convened and held on 28th September, 2016 at Moira Banquets, Trans Avenue, Level One, Next to Versova Telephone Exchange, SVP Nagar, MHADA Road, Andheri (West), Mumbai – 400 061.

The meeting commenced at 11:30 a.m.

Mr. Gautam Adhikari, Chairman of the Company, chaired the meeting.

As the requisite quorum was present, the Chairman called the meeting to order. He introduced the Board Members present on the dais. He informed the members present that:

- The Company has received 2 (Two) Proxies and 8 (Eight) Representations from Bodies Corporates u/s 105 and 113 respectively of the Companies Act, 2013 ("the Act").
- The Notice convening the AGM and the Annual Report containing the Audited Financial Statements (including the Consolidated Financial Statements) for the Financial Year ended on 31st March, 2016, Board's Report and Auditors' Report thereon along with relevant annexure were duly dispatched to the shareholders by e-mail and courier.
- The relevant Registers under the applicable provisions of the Act and the Rules made thereunder were laid on the table and were open for inspection during the AGM.

Mr. Markand Adhikari, Managing Director briefed them about the progress & achievements of the Company during the last financial year. With the permission of the shareholders present, the notice of the AGM was taken as read.

Since the Reports of Statutory Auditors' did not have any qualifications, with due permission of the members present, the same was taken as read.

The Chairman further informed that:

- As per the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI

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(Listing Obligations and Disclosure Requirements) Regulations, 2015, all the members were provided with the facility to exercise voting by electronic means through e-voting platform of National Securities Depository Limited (NSDL) on all the Resolutions as set out in the Notice of AGM.

- The e-voting period commenced on Sunday, 25th September, 2016 at 10:00 a.m. and ended on Tuesday, 27th September, 2016 at 5:00 p.m.
- The Company had also provided facility for voting through polling papers by those members who were present at the AGM, either personally or by proxy and who had not cast their vote earlier through remote e-voting on all the Resolutions as set out in the Notice of AGM.
- The Board of Directors had appointed M/s. Manish Ghia & Associates, Company Secretaries, Mumbai as the Scrutinizer to scrutinize the remote e-voting process as well as voting by way of Polling Papers at the venue of the AGM in a fair and transparent manner.

The following items of business, as per the Notice of AGM dated 20th August, 2016, were then put to vote through Polling Paper (to be voted by only those shareholders who have not casted their vote earlier through e-voting):

Item No.	Agenda Items	Type of Resolution
1	Adoption of Audited Financial Statements (including the Consolidated Financial Statements) for the year ended 31st March, 2016 along with Reports of the Directors' and the Auditors' thereon.	Ordinary
2	Appointment of Director in place of Mr. Gautam Adhikari, Director (DIN: 00026444), who retires by rotation and being eligible offers himself for re-appointment.	Ordinary
3	Ratification of appointment of M/s. A. R. Sodha & Co., Chartered Accountants, Mumbai, (FRN: 110324W) as approved by the Members at the 8th Annual General Meeting as Statutory Auditors of the Company to hold office from the conclusion of 8th Annual General Meeting upto the conclusion of 11th Annual General Meeting and to fix their remuneration.	Ordinary
4	Appointment of Mr. Pritesh Rajgor (DIN: 07237198) as an Independent Director of the Company.	Ordinary
5	Appointment of Mrs. Sandhya Malhotra (DIN: 06450511) as an Independent Director of the Company.	Ordinary
6	Authority to the Board of Directors to create offer, issue and allot further securities of the Company.	Special

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Clarifications were provided to the queries raised by the members.

The Scrutinizer locked and sealed the empty Poll box in presence of the members. The members/ proxy shareholders after casting their votes deposited filled up Poll papers in the Poll Box. The Poll box with the Poll papers was handed over to the Scrutinizer.

The Chairman further informed the members present that the consolidated results of the voting will be declared within 48 hours of the conclusion of the AGM upon receipt of the Scrutinizers' Report and will be displayed at the Registered Office of the Company situated at 4th Floor, Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (West), Mumbai - 400 053. The same will also be available on the Company's website www.tvvision.in and the website of CDSL viz. www.evoting.nsdl.com and communicated to the Stock Exchanges where the shares of the Company are listed.

After conclusion of the voting process the meeting ended with a vote of thanks to the Chair.

For **TV Vision Limited**

Jyotsna Kashid
Company Secretary & Compliance Officer
ACS No.: 27310

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