

**REPORT ON THE PROCEEDINGS OF THE TENTH ANNUAL GENERAL MEETING
OF THE COMPANY:**

The Tenth Annual General Meeting of the Members of the Company was held on Tuesday, 30th September, 2014 at Seminar Room, Mayur Hall, All India Institute of Local Self Government, Sthanikraj Bhavan, C. D. Barifwala Marg, Andheri (W), Mumbai- 400058 at 03.30 p.m.

The following Directors/Officers of the Company were present:

Mr. Waryam Singh, Director
Mr. Deepak Ramchand Sharma, Director
Ms. Supriya Kanase, CEO
Mr. Hrishikesh Kanase, CFO
Ms. Gandhali Bage, Company Secretary
Mr. Avinash Godse

Mr. Waryam Singh, being appointed as the Chairman of the meeting, took the chair and welcomed the members to the Tenth Annual General Meeting of the Company.

Total 42 members were present in person and 04 members were present through Representatives in the meeting as per record of attendance.

The statutory registers were available during the meeting for inspection by the members.

The Chairman declared the meeting as validly convened on the basis of advice from the Company Secretary that the requirement of quorum as per the Companies Act, 2013 was fulfilled.

The Chairman gave an overview of the financial performance of the Company for the financial year ended March 31, 2014 and its future outlook. He further stated that the proceedings of the Annual General Meeting shall be carried out as per the provisions of the Companies Act, 2013 and rules made there under. He also appraised the e-voting facility provided to encourage more members to vote.

The Chairman then took up the formal proceedings of the meeting. On request of the Chairman the Company Secretary read out the matters of emphasis in the Independent Auditor's Report on the financial statements of the Company. All the resolutions in the notice convening the meeting was read by the Company Secretary and financial statement and Director's Report were taken as read with the unanimous consent of the members present.



The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and clause 35B of the listing agreement the Company had extended the e-voting facility to the Members of the Company in respect of business to be transacted at the Annual General Meeting. The e-voting commenced at 9.00 a.m. IST on Wednesday, September 24, 2014 and ended at 6.00 p.m. IST on Friday, September 26, 2014. CS Gopal R. Kadawat, Practicing Company Secretary, was appointed as the Scrutinizer by the Board for scrutinizing the e-voting process in a fair and transparent manner.

On the invitation of the Chairman, several Members addressed the Meeting, gave their suggestions and raised queries on the Company's financial statements and business, which were replied by the Chairman.

The Chairman announced that on the basis of Scrutinizer's report for e-voting all the resolutions as set out in the notice were duly passed with the majority of 99.90% votes in favour of the resolutions.

All the resolutions (No. 1 to No. 7) as given in the Notice of Tenth Annual General Meeting and passed by the shareholders with requisite majority were noted and recorded as a part of the proceedings of the meeting.

He further stated that the results shall be uploaded on the Company's website www.liveindia.tv, with the report of scrutinizer for electronic voting and the same shall be available at the corporate office of the Company.

Thanking the members for their participation and support, the Chairman announced the formal closure of the Tenth Annual General Meeting of the Company.

The resolutions passed by the members, briefly, related to:

Ordinary Business

1. Adoption of the Financial Statements of the Company including the audited Balance Sheet as at March 31, 2014, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon (Ordinary Resolution)
2. Appointment of Mr. Waryam Singh (DIN: 00230462), Director retiring by rotation (Ordinary Resolution)
3. Appointed of M/s. Ashok Jayesh & Associates, Chartered Accountants (Firm Registration No. 100655W) as the Statutory Auditors of the Company to hold office upto the conclusion of the Thirteenth Annual General Meeting to be held for the financial year ended March 31, 2017 (Ordinary Resolution)



Special Business

4. Adoption of new set of the Articles of Association of the Company (Special Resolution)
5. Appointment of Mr. Deepak Ramchand Sharma (DIN: 02268257), as an Independent Director to hold office upto the conclusion of the Eleventh Annual General Meeting of the Company to be held for the financial year ended March 31, 2015 (Ordinary Resolution)
6. Appointment of Mr. Manmohan Singh Kapur (DIN: 00703815), as an Independent Director of the Company to hold office upto the conclusion of the Eleventh Annual General Meeting of the Company to be held for the financial year ended March 31, 2015 (Ordinary Resolution)
7. Authority to Board of Directors of the Company to Borrow Money (Special Resolution)

The e-voting results were notified to the Stock Exchanges in the format prescribed under Clause 35A of the Listing Agreement.

Thanking you

For Broadcast Initiatives Limited


Company Secretary

Place: Pune

