SRI ADHIKARI BROTHERS TELEVISION NETWORK LTD.

30th September, 2016

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

SYMBOL: SABTN

Dear Sir,

Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements, 2015 --- Details of the Voting results of the 21st Annual General Meeting

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results of the business transacted at the AGM of the Company held on Wednesday, 28th September, 2016 at 10.00 a.m. at Moira Banquets, Trans Avenue, Level One, Next to Versova Telephone Exchange, SVP Nagar, MHADA Road, Andheri (West), Mumbai – 400 061 in the prescribed format.

We are also enclosing herewith the Consolidated Report of the Scrutinizer for the resolutions passed through Remote e-voting and voting by poll at the AGM. The above are being uploaded on the Company's website.

You are requested to kindly take the same on record.

Thanking you

Yours faithfully

For **Sri Adhikari Brothers Television Network Limited**

Lehar

Lehar Arora
Company Secretary & Compliance Officer
ACS No. : 34706

Encl.: As above

SRI ADHIKARI BROTHERS TELEVISION NETWORK LTD. ★ MUMBAI

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

Manish Ghia & associates
COMPANY SECRETARIES

Manish Ghia & Associates
: +91 22 2682 6286/2681 5400
: info@mgconsulting.in
: www.mgconsulting.in

CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 and 21 of Companies (Management and Administration) Rules, 2014]

To

Mr. Gautam Adhikari,
Chairman & Whole Time Director,
Sri Adhikari Brothers Television Network Limited
6th Floor, Adhikari Chambers, Oberoi Complex,
New Link Road, Andheri (West),
Mumbai - 400053

Respected Sir,

Sub: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting Process and Voting by Poll at 21st Annual General Meeting (AGM) of the Members of Sri Adhikari Brothers Television Network Limited (the Company) held on Wednesday, 28th September, 2016.

1. I, CS Manish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of:

   a. Scrutinizing the remote e-voting process in terms of the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Companies (Management and Administration) Amendment Rules, 2015 and provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

   b. Scrutinizing the votes cast through Polling Paper (at the AGM) for those shareholders, who do not access to e-voting facility in terms of provisions of Companies (Management and Administration) Rules, 2014 and Companies (Management and Administration) Amendment Rules, 2015 and provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

   c. Conducting Poll through polling papers under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014;

in a fair and transparent manner, for passing of the Resolutions as mentioned under item numbers 1 to 5 as set out in the Notice of 21st Annual General Meeting (AGM) of the members of the Company dated 12th August, 2016.

Regd. Office : 4, Chandan Niwas (Old), M.V. Road, Off Andheri Kurla Road, Opp. Vishal Hall, Andheri (E), Mumbai-400069, Maharashtra, India.
Hyderabad Office : H. No. 8-3-898/16/4, 2nd Floor, Nagarjuna Nagar Colony, Road No. 2, Ameerpet, Hyderabad-500073, Telangana State.
Noida Office : A - 73, First Floor, Sector - 5, Noida - 20 301 (U.P.) Tel. : +91 120 4216677

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting by polling papers at AGM on the resolutions contained in the Notice of AGM of the members of the Company. My responsibility as a Scrutinizer for the remote e-voting process and poll conducted at the AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions stated in the said Notice, based on the reports generated from the remote e-voting system provided by National Securities Depository Limited (NSDL) the agency engaged by the Company to provide remote e-voting facility and poll conducted at the AGM in a fair and transparent manner.

3. As per the confirmation received from the Company:

   a. The Notice of the AGM dated 12th August, 2016 along with Statement setting out material facts under Section 102 of the Act was dispatched to the shareholders by courier at their registered addresses and by e-mail to those shareholders, whose e-mail id is registered with the Registrar and Share Transfer Agent / Company / Depositories on Saturday, 3rd September, 2016.

   b. The said Notice was dispatched on the basis of Register of Members made available by M/s. Sharex Dynamic (India) Private Limited, the Registrar and Share Transfer Agents of the Company and the list of beneficial owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 26th August, 2016.

4. As per the provisions of Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company has published advertisement about completion of dispatch of Notice of meeting and providing e-voting facility in the English newspaper "Business Standard" and Marathi newspaper "Mahanayak" on Monday, 5th September, 2016.

5. In terms of the aforesaid Notice, voting through electronic means was kept open for 3 (Three) days from Sunday, 25th September, 2016 (10.00 a.m.) till Tuesday, 27th September, 2016 (5.00 p.m.).

6. The voting rights of members was considered in proportion to the shares held by them in the paid up equity share capital of the Company as on the cut-off date i.e. Wednesday, 21st September, 2016.

7. As required under the said rules, after the closure of physical voting by Polling Papers at the AGM, the votes cast through poll were counted; thereafter the votes cast under remote e-voting facility were unblocked in the presence of CS Rasika Mendhekar and CS Khyati Panchal who are not in employment with the Company.

8. The poll papers which were incomplete and/or found defective have been treated as invalid and kept separately.

Summary of the remote e-voting and poll at the AGM is as follows:

ORDINARY BUSINESS

Resolution No.1

Particulars	Ordinary Resolution for adoption of Audited Financial Statements (including the Consolidated Audited Financial Statements) for the year ended 31st March, 2016 along with Reports of the Directors' and Auditors' thereon.							
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
Promoter and Promoter Group	E-Voting	15993045	15993045	100.00	15993045	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total (A)	15993045	15993045	100.00	15993045	0	100.00	0.00
Public- Institutions	E-Voting	204109	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total (B)	204109	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	18747346	13973778	74.54	13973314	464	99.997	0.003
	Poll		1345142	7.18	1345142	0	100.00	0.00
	Total (C)	18747346	15318920	81.71	15318456	464	99.997	0.003
Total (A+B+C)		34944500	31311965	89.60	31311501	464	99.999	0.001
Result: May be considered passed with requisite majority								



Resolution No.2

Particulars	Ordinary Resolution for declaration of Dividend on Equity shares for the Financial Year ended 31st March, 2016							
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
Promoter and Promoter Group	E-Voting	15993045	15993045	100.00	15993045	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total (A)	15993045	15993045	100.00	15993045	0	100.00	0.00
Public- Institutions	E-Voting	204109	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total (B)	204109	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	18747346	13973778	74.54	13973314	464	99.997	0.003
	Poll		1345142	7.18	1345142	0	100.00	0.00
	Total (C)	18747346	15318920	81.72	15318456	464	99.997	0.003
Total (A+B+C)		34944500	31311965	89.60	31311501	464	99.999	0.001
Result: May be considered passed with requisite majority								



Resolution No.3

Particulars	Ordinary Resolution for appointment of a Director in place of Mr. Gautam Adhikari, Chairman & Whole Time Director (DIN: 00026444) who retires by rotation and being eligible, offers himself for re-appointment.							
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
Promoter and Promoter Group	E-Voting	15993045	15993045	100.00	15993045	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total (A)	15993045	15993045	100.00	15993045	0	100.00	0.00
Public- Institutions	E-Voting	204109	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total (B)	204109	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	18747346	13973778	74.54	13973314	464	99.997	0.003
	Poll		1345142	7.18	1345142	0	100.00	0.00
	Total (C)	18747346	15318920	81.72	15318456	464	99.997	0.003
Total (A+B+C)		34944500	31311965	89.60	31311501	464	99.999	0.001
Result: May be considered passed with requisite majority								

Resolution No.4

Particulars	Ordinary Resolution for re-appointment of 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 until the conclusion of next Annual General Meeting and to fix their remuneration.							
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
Promoter and Promoter Group	E-Voting	15993045	15993045	100.00	15993045	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total (A)	15993045	15993045	100.00	15993045	0	100.00	0.00
Public-Institutions	E-Voting	204109	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total (B)	204109	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	18747346	13973778	74.54	13973314	464	99.997	0.003
	Poll		1345142	7.18	1345142	0	100.00	0.00
	Total (C)	18747346	15318920	81.72	15318456	464	99.997	0.003
Total (A+B+C)		34944500	31311965	89.60	31311501	464	99.999	0.001
Result: May be considered passed with requisite majority								

SPECIAL BUSINESS

Resolution No.5

Particulars	Special Resolution to give authority to the Board of Directors to create, offer and allot further Securities of the Company.							
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
Promoter and Promoter Group	E-Voting	15993045	15993045	100.00	15993045	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total (A)	15993045	15993045	100.00	15993045	0	100.00	0.00
Public- Institutions	E-Voting	204109	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total (B)	204109	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	18747346	13973778	74.54	13973314	464	99.997	0.003
	Poll		1345142	7.18	1345142	0	100.00	0.00
	Total (C)	18747346	15318920	81.72	15318456	464	99.997	0.003
Total (A+B+C)		34944500	31311965	89.60	31311501	464	99.999	0.001
Result: May be considered passed with requisite majority								



I further report that:

a. I have received all the documents as mentioned in Sections 105 and 113 of the Companies Act, 2013 and such other applicable provisions under the relevant Rules, thereunder, together with Attendance Register/s, and also the Ballot Box used at the venue of the AGM, duly sealed; and

b. The Register/s, all other papers and relevant records relating to Remote E-Voting and Poll at the AGM, shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Chairman / Company Secretary & Compliance Officer of the Company for safe keeping.

For **Manish Ghia & Associates**
Company Secretaries

CS Manish L. Ghia
Partner
M. No. FCS 6252 C. P. No. 3531

Place: Mumbai
Date: 29th September, 2016

Countersigned and received the report:

Mr. Gautam Adhikari
Chairman & Whole Time Director
Sri Adhikari Brothers Television Network Limited

Place: Mumbai
Date: 29/09/2016

21ST ANNUAL GENERAL MEETING OF SRI ADHIKARI BROTHERS TELEVISION NETWORK LIMITED

Date of AGM : 28th September, 2016
Total number of shareholders on record date : 7406
No. of shareholders present in the meeting either in person or through proxy:
Promoters and Promoter Group: 4
Public: 33
No. of shareholders attended the meeting through video conferencing : Not Applicable
Promoters and Promoter Group:
Public:

Resolution required: (Ordinary/Special)			Ordinary Resolution for adoption of Audited Financial Statements (including the Consolidated Audited Financial Statements) for the year ended 31st March, 2016 along with Reports of the Directors' and Auditors'.					
Whether promoter/promoter group are interested in 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
Promoter and Promoter Group	E-Voting	15,993,045	15,993,045	100.00	15,993,045	0	100.00	0.00
	Poll Papers		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**15,993,045**	**15,993,045**	**100.00**	**15,993,045**	**-**	**100.00**	**0.00**
Public- Institutions	E-Voting	204,109	0	0.00	0	0	0.00	0.00
	Poll Papers		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**204,109**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public- Non Institutions	E-Voting	18,747,346	13,973,778	74.54	13,973,314	464	99.997	0.003
	Poll Papers		1,345,142	7.18	1,345,142	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**18,747,346**	**15,318,920**	**81.71**	**15,318,456**	**464**	**99.997**	**0.003**
	Total	**34,944,500**	**31,311,965**	**89.60**	**31,311,501**	**464**	**99.999**	**0.001**



21ST ANNUAL GENERAL MEETING OF SRI ADHIKARI BROTHERS TELEVISION NETWORK LIMITED

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No. of shareholders present in the meeting either in person or through proxy:
Promoters and Promoter Group: 4
Public: 33
No. of shareholders attended the meeting through video conferencing : Not Applicable
Promoters and Promoter Group:
Public:

Resolution required: (Ordinary/Special)			Ordinary Resolution for declaration of Dividend on Equity shares for the Financial Year ended 31st March, 2016					
Whether promoter/promoter group are interested in 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
Promoter and Promoter Group	E-Voting	15,993,045	15,993,045	100.00	15,993,045	0	100.00	0.00
	Poll Papers		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**15,993,045**	**15,993,045**	**100.00**	**15,993,045**	**0**	**100.00**	**0.00**
Public- Institutions	E-Voting	204,109	0	0.00	0	0	0.00	0.00
	Poll Papers		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**204,109**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public- Non Institutions	E-Voting	18,747,346	13,973,778	74.54	13,973,314	464	99.997	0.003
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	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**18,747,346**	**15,318,920**	**81.71**	**15,318,456**	**464**	**99.997**	**0.003**
	Total	**34,944,500**	**31,311,965**	**89.60**	**31,311,501**	**464**	**99.999**	**0.001**



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No. of shareholders present in the meeting either in person or through proxy:
Promoters and Promoter Group: 4
Public: 33
No. of shareholders attended the meeting through video conferencing : Not Applicable
Promoters and Promoter Group:
Public:

Resolution required: (Ordinary/Special)	**Ordinary Resolution for appointment of a Director in place of Mr. Gautam Adhikari, Chairman & Whole Time Director (DIN: 00026444) who retires by rotation and being eligible, offers himself for re-appointment.**
Whether promoter/promoter group are interested in agenda / resolution?	Except Mr. Gautam Adhikari being the appointee, Mr. Markand Adhikari and Mr. Ravi Adhikari, being relatives of the appointee, none of the other promoters are interested in the resolution.

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
Promoter and Promoter Group	E-Voting	15,993,045	15,993,045	100.00	15,993,045	0	100.00	0.00
	Poll Papers		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**15,993,045**	**15,993,045**	**100.00**	**15,993,045**	**-**	**100.00**	**0.00**
Public- Institutions	E-Voting	204,109	0	0.00	0	0	0.00	0.00
	Poll Papers		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**204,109**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
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	Total	**18,747,346**	**15,318,920**	**81.71**	**15,318,456**	**464**	**99.997**	**0.003**
	Total	**34,944,500**	**31,311,965**	**89.60**	**31,311,501**	**464**	**99.999**	**0.001**

SRI ADHIKARI BROTHERS TELEVISION NETWORK LTD. ★ MUMBAI

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Promoters and Promoter Group:
Public:

Resolution required: (Ordinary/Special)			**Ordinary Resolution for re-appointment of 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 until the conclusion of next Annual General Meeting and to fix their remuneration**					
Whether promoter/promoter group are interested in 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**
Promoter and Promoter Group	E-Voting	15,993,045	15,993,045	100.00	15,993,045	0	100.00	0.00
	Poll Papers		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**15,993,045**	**15,993,045**	**100.00**	**15,993,045**	**-**	**100.00**	**0.00**
Public- Institutions	E-Voting	204,109	0	0.00	0	0	0.00	0.00
	Poll Papers		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**204,109**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public- Non Institutions	E-Voting	18,747,346	13,973,778	74.54	13,973,314	464	99.997	0.003
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	Total	**18,747,346**	**15,318,920**	**81.71**	**15,318,456**	**464**	**99.997**	**0.003**
	Total	**34,944,500**	**31,311,965**	**89.60**	**31,311,501**	**464**	**99.999**	**0.001**



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Public:

Resolution required: (Ordinary/Special)			Special Resolution to give authority to the Board of Directors to create, offer and allot further securities of the Company.					
Whether promoter/promoter group are interested in 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
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	Poll Papers		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**15,993,045**	**15,993,045**	**100.00**	**15,993,045**	**0.00**	**100.00**	**0.00**
Public- Institutions	E-Voting	204,109	0	0.00	0	0	0.00	0.00
	Poll Papers		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**204,109**	**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public- Non Institutions	E-Voting	18,747,346	13,973,778	74.54	13,973,314	464	99.997	0.003
	Poll Papers		1,345,142	7.18	1,345,142	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	**18,747,346**	**15,318,920**	**81.71**	**15,318,456**	**464**	**99.997**	**0.003**
	Total	**34,944,500**	**31,311,965**	**89.60**	**31,311,501**	**464**	**100.00**	**0.00**

SRI ADHIKARI BROTHERS TELEVISION NETWORK LTD. MUMBAI