25th June, 2015

To,
The Manager – Listing
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Mumbai- 400 051

Dear Sir,

Symbol: SABTN

Sub. : Outcome of Postal Ballot process and e-voting

Ref: Composite Scheme of Amalgamation and Arrangement between Maiboli Broadcasting Private Limited ('Transferor Company') and Sri Adhikari Brothers Assets Holding Private Limited ('First Demerged Company') and Sri Adhikari Brothers Television Network Limited ('Transferee Company' or 'Second Demerged Company' or 'the Company') and UBJ Broadcasting Private Limited ('Third Demerged Company') and HHP Broadcasting Services Private Limited ('Fourth Demerged Company') and MPCR Broadcasting Service Private Limited ('Fifth Demerged Company') and TV Vision Limited ('First Resulting Company') and SAB Events & Governance Now Media Private Limited (Formerly known as 'Marvick Entertainment Private Limited') ('Second Resulting Company') and their Respective Shareholders ("Scheme")

With reference to above, we wish to inform you that the members of the Company have passed the following resolution with requisite majority through Postal Ballot process and e-voting in terms of requirement stated in SEBI Circular No. CIR/CFD/DIL/5/2013 dated February 4, 2015 read with SEBI Circular No CIR/CFD/DIL/8/2013 dated May 21, 2015, result of which is declared today i.e. 25th June, 2015.

1. Composite Scheme of Amalgamation and Arrangement between Maiboli Broadcasting Private Limited ('Transferor Company') and Sri Adhikari Brothers Assets Holding Private Limited ('First Demerged Company') and Sri Adhikari Brothers Television Network Limited ('Transferee Company' or 'Second Demerged Company') and UBJ Broadcasting Private Limited ('Third Demerged Company') and HHP Broadcasting Services Private Limited ('Fourth Demerged Company') and MPCR Broadcasting Service Private Limited ('Fifth Demerged Company') and TV Vision Limited ('First Resulting Company') and SAB Events & Governance Now Media Private Limited (Formerly known as 'Marvick Entertainment Private Limited') ('Second Resulting Company') and their Respective Shareholders.

A copy of the Scrutinizer's Report received from CS Manish L Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai is enclosed herewith for your records.

Kindly take the above on your record.

Thanking you,
Yours faithfully,

For **Sri Adhikari Brothers Television Network Limited**

Gautam Adhikari
Chairman & Whole Time Director

Sri Adhikari Brothers Television Network Limited
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

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CONFIDENTIAL

25th June, 2015

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: Scrutinizer's Report for passing of resolution through Postal Ballot Process

I have completed the assignment as the Scrutinizer for the Postal Ballot process under Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 and I submit herewith my report for your necessary further action.

I shall return the ballot papers, register and records soon after declaration of the result and signing of the minutes of the meeting held for declaration of the result of Postal Ballot Process.

I request you to preserve the ballot papers, register and records as required under Rule 22 of Companies (Management and Administration) Rules, 2014.

Thanking you,

For **Manish Ghia & Associates**
Company Secretaries

Manish Ghia & Associates MUMBAI Company Secretaries

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

Manish Ghia & associates
COMPANY SECRETARIES

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SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 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

Dear Sir,

Sub: Scrutinizer's Report for passing of resolution through Postal Ballot Process

The Board of Directors of the Company by passing a resolution on 15th May, 2015 appointed me as the Scrutinizer for conducting the voting by Postal Ballot process seeking approval of members for following matter:

a. Composite Scheme of Amalgamation and Arrangement under Sections 391 to 394 read with Section 78 and Sections 100 to 103 of the Companies Act, 1956 and /or Sections 52 and other applicable provisions of the Companies Act, 2013 between Maiboli Broadcasting Private Limited ('Transferor Company) and Sri Adhikari Brothers Assets Holding Private Limited ('First Demerged Company') and Sri Adhikari Brothers Television Network Limited ('Transferee Company' or 'Second Demerged Company') and UBJ Broadcasting Private Limited ('Third Demerged Company') and HHP Broadcasting Services Private Limited ('Fourth Demerged Company') and MPCR Broadcasting Service Private Limited ('Fifth Demerged Company') and TV Vision Limited ('First Resulting Company') and SAB Events & Governance Now Media Private Limited (Formerly known as 'Marvick Entertainment Private Limited') ('Second Resulting Company') and their Respective Shareholders

1. The Postal Ballot voting process has been completed and now I submit my report as under:

1.1 The Company completed the dispatch of Notice of Postal Ballot dated 15th May, 2015 along with Postal Ballot Form and self-addressed business reply envelope to its members, whose names appeared in the Register of Members as on 15th May, 2015.

Manish Ghia & Associates MUMBAI Company Secretaries

1.2 The e-voting period commenced on Monday, 25th May, 2015 (10.00 a.m.) and ended on Tuesday, 23rd June, 2015 (05.00 p.m.).

1.3 Particulars of all the Postal Ballot Forms received from the members have been entered in a register separately maintained for the purpose.

1.4 All Postal Ballot Forms received upto the close of working hours of 23rd June, 2015, being the last date and time fixed by the Company for receipt of the forms, are considered for my scrutiny.

1.5 The Postal Ballot Forms were duly opened on 24th June, 2015 in my presence and scrutinized. The shareholding was matched / confirmed with the Register of Members of the Company / list of beneficiaries as on 15th May, 2015.

1.6 The data for e-voting was downloaded on 24th June, 2015 (11.30 a.m.) after the e - voting module was disabled by the National Securities Depository Limited (NSDL) Limited.

1.7 The e-voting data was scrutinized for verification of votes cast in favour and against the resolution.

1.8 The Company did not receive any envelope containing Postal Ballot form after 23rd June, 2015.

1.9 702 envelopes were returned undelivered containing Postal Ballot Form.

2. The summary of the voting through Postal Ballot Forms received and electronic means is as follows:

Particulars	Composite Scheme of Amalgamation and Arrangement under Sections 391 to 394 read with Section 78 and Sections 100 to 103 of the Companies Act, 1956 and /or Sections 52 and other applicable provisions of Companies Act, 2013 between Maiboli Broadcasting Private Limited ('Transferor Company) and Sri Adhikari Brothers Assets Holding Private Limited ('First Demerged Company') and Sri Adhikari Brothers Television Network Limited ('Transferee Company' or 'Second Demerged Company') and UBJ Broadcasting Private Limited ('Third Demerged Company') and HHP Broadcasting Services Private Limited ('Fourth Demerged Company') and MPCR Broadcasting Service Private Limited ('Fifth Demerged Company') and TV Vision Limited ('First Resulting Company') and SAB Events & Governance Now Media Private Limited (Formerly known as 'Marvick Entertainment Private Limited') ('Second Resulting Company') and their Respective Shareholders

Manish Ghia & Associates MUMBAI Company Secretaries

Voting Through	No. of Shareholders voted		Votes		Valid votes cast	
	Total received	Valid	Total	Valid	In favour	Against
Ballot Form	24	18	14,58,842	14,57,574	14,57,574	0
E-voting	25	25	1,35,72,771	1,35,72,771	1,35,72,445	326
Total	**49**	**43**	**1,50,31,613**	**1,50,30,345 (100%)**	**1,50,30,019 (99.99%)**	**326 (0.01%)**
Result: May be considered passed with requisite majority.						

You may accordingly declare the result of the voting by Postal Ballot Process.

For **Manish Ghia & Associates**
Company Secretaries

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

Place: Mumbai
Date: 25th June, 2015