

26th September, 2017

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 10th Annual General Meeting held on Monday, 25th September, 2017

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 10th Annual General Meeting ("AGM") of the Members of the Company held on Monday, 25th September, 2017 at 12:45 p.m. at Celestial Banquets B-47, Paramount, New Link Road, Oshiwara, Andheri (West), Mumbai - 400 053.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For TV Vision Limited



Nirali Shah
Company Secretary & Compliance Officer
ACS No.: 37743

Encl.: As above

PROCEEDINGS OF THE 10TH ANNUAL GENERAL MEETING OF THE COMPANY
HELD ON MONDAY, 25TH SEPTEMBER, 2017

The 10th Annual General Meeting ("AGM") of the Company was convened and held on 25th September, 2017 at Celestial Banquets B-47, Paramount, New Link Road, Oshiwara, Andheri (West), Mumbai - 400 053.

The meeting commenced at 12:45 p.m.

Mr. Gautam Adhikari, Chairman and Whole Time Director 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 03 (Three) Proxies and 09 (Nine) 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, 2017 together with Board's Report and Auditors' Report thereon along with Notes to Financial Statements 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.

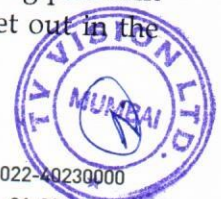
Mr. Markand Adhikari, Managing Director briefed them about the progress & achievements of the Company during the financial year under review. With the permission of the shareholders present, the notice of the AGM was taken as read.

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

Similarly, Secretarial Audit Report did not have any qualifications, hence 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 (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 Friday, 22nd September, 2017 at 10:00 a.m. and ended on Sunday, 24th September, 2017 at 5:00 p.m.
- The Company had also provided facility for voting through polling papers to those members who were present at the AGM, either personally or through proxy and who had not cast their vote earlier through 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 e-voting process and voting through Polling Paper, at the venue of the AGM in a fair and transparent manner.

The following items of business, as per the Notice of AGM dated 22nd August, 2017, 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 Audited Financial Statement) for the year ended 31 st March, 2017 along with the Board's Report and Auditors' Report thereon.	Ordinary
2	Appointment of a Director in place of Mr. Markand Adhikari, (DIN: 00032016) Managing Director, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
3	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 08 th Annual General Meeting until the conclusion of 11 th Annual General Meeting and to fix their Remuneration.	Ordinary
4	Re-designation of Mr. Gautam Adhikari as Chairman and Whole Time Director of the Company.	Ordinary
5	Payment of Remuneration to Mr. Ravi Adhikari as a Creative Director, for holding office or place of profit/employment in the Company.	Ordinary
6	Payment of Remuneration to Mr. Kailasnath Adhikari as a Corporate Communications Head - Personal Relations Officer, for holding office or place of profit/employment in the Company.	Ordinary
7	To authorise to the Board of Directors to create, offer, issue & allot further securities of the Company.	Special
8	Approval of the Employee Stock Option Scheme 2017 and grant of the Employee Stock Options under the Plan.	Special

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 NSDL viz. www.evoting.nsdl.com and be 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



Nirali Shah
Company Secretary & Compliance Officer
ACS No.: 37743



Encl.: As above