



29th September, 2010

To,
The Manager - Listing
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Mumbai – 400 001

Scrip code: SABTN

Dear Sir,

Sub: Proceedings of the 15th Annual General Meeting

Pursuant to Clause 31 of the Listing Agreement, we are giving herewith the proceedings of the 15th Annual General Meeting of the Company held on Wednesday, the 29th day of September, 2010 at 11.00 a.m. at Indian Medical Association, J R Mhatre Marg, JVPD Scheme, Vile Parle (West), Mumbai 400 049.

The Chairman after ascertaining the requisite quorum started with the proceedings of the meeting. The Notice convening the 15th Annual General Meeting and Directors' Report were taken as read. The Auditors' Report was read out by the Company Secretary before the meeting.

Poll was demanded by one of the members present for the agenda item nos. 1 and 2 of notice dated 12th August, 2010 convening the 15th Annual General Meeting of the Company. The Chairman after ascertaining the validity of the demand for poll, decided to take the poll for agenda item nos. 1 and 2.

Thereafter, the Chairman appointed two scrutineers

1. Mr. Vijay Bhandari - A member of the Company and
2. Mr. Manish L. Ghia, Practising Company Secretary

who expressed their willingness to act as Scrutineers as per the provisions of Section 184 of the Companies Act, 1956.

Accordingly, the poll was taken at the venue of the meeting for the agenda items nos. 1 and 2 of the said notice.

After completing the poll process and scrutinizing the poll sheet, the scrutineers submitted their report to the Chairman of the Company. The Chairman announced the result of poll at the Registered Office of the Company at 5.00 P.M.



Resolutions regarding following agenda items were passed through poll with requisite majority:

**Item No.1: Ordinary Resolution
ADOPTION OF ACCOUNTS**

The members received, considered and adopted the Audited Balance Sheet as at 31st March 2010 and Profit & Loss Account for the year ended as on that date together with the Reports of the Board of Directors and Auditors thereon.

**Item No. 2: Ordinary Resolution
DECLARATION OF DIVIDEND**

The members declared the payment of dividend at the rate of Re. 0.60 (6%) per share on Equity Shares of Rs. 10/- for the financial year 2009-10.

Resolutions regarding following agenda items were passed by show of hands with requisite majority:

**Item No. 3: Ordinary Resolution
RE-APPOINTMENT OF MR. ARUN KHAKHAR**

The members re-appointed Mr. Arun Khakhar, who was retiring by rotation, as a Director of the Company, who shall be liable to retire by rotation.

**Item No. 4: Ordinary Resolution
RE-APPOINTMENT OF AUDITORS**

The members re-appointed M/s A. R. Sodha & Co. (FRN 110324W) Chartered Accountants, Mumbai as Statutory Auditors of the Company, who shall hold the office from the conclusion of this Annual General Meeting upto the conclusion of the next Annual General Meeting of the Company.

**Item No. 5: Ordinary Resolution
APPOINTMENT OF MR. M.S. KAPUR AS A DIRECTOR OF THE COMPANY**

The members appointed Mr. M. S. Kapur as a Director of the Company, who shall be liable to retire by rotation.



Item No. 6: Special Resolution

RE-APPOINTMENT OF MR. MARKAND ADHIKARI AS MANAGING DIRECTOR

The members approved the re-appointment of Mr. Markand Adhikari as Managing Director of the Company for a period of 5 years w.e.f. 18th August, 2010, subject to the approval of the Central Government.

Item No.7: Special Resolution

INCREASE IN REMUNERATION OF MR. RAVI ADHIKARI, RELATIVE OF DIRECTOR

The members approved the increase in remuneration payable to Mr. Ravi Adhikari (a relative of directors of the Company) from Rs. 50,000/- to Rs. 75,000/- per month for his remaining tenure as Creative Director of the Company w.e.f. 1st October 2010, subject to the approval of the Central Government.

Kindly take the above in your record and acknowledge the receipt.

Thanking you,

For Sri Adhikari Brothers Television Network Limited

Laxman Vasandani
Company Secretary