SAMBHAAV GROUP

Sambhaav Media Limited

"Sambhaav House", Opp. Judges' Bungalows,
Premchandnagar Road, Satellite, Ahmedabad-380015
Tel : +91-79 26873914/15/16/17, Fax : +91-79 26873922
Email : info@sambhaav.com Website : www.sambhaavnews.com
CIN : L67120GJ1990PLC014094

SML/CS/2016/205
Date: September 10, 2016

To,
The Department of Corporate Services
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Scrip Code: 511630

To,
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051

Scrip Symbol: SAMBHAAV

Dear Sir,

Sub: Proceeding and declaration of Result of 26th Annual General Meeting

Ref: Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The 26th Annual General Meeting of the Company was held today at 10.30 AM at "Sambhaav House", Opp. Judges' Bungalows, Premchandnagar Road, Satellite, Ahmedabad - 380015 to transact the business as set out in the Notice of the said meeting dated May 26, 2016.

In this regard, please find enclosed the following:

(1) Summary of the proceedings of the AGM of the Company as required under Regulation 30 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015- **Annexure I**

(2) Voting Results of the business transacted at the AGM in terms of the Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015- **Annexure II**

The Voting results along with the Scrutinizer's Report dated September 10, 2016 is made available on the Company's Website at www.sambhaavnews.com

Kindly take the same on your record.

For, Sambhaav Media Limited

Palak Asawa
Company Secretary

SAMBHAAV MEDIA LIMITED AHMEDABAD

Encl: a/a

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Annexure- I

Summary of Proceedings of the 26th Annual General Meeting

The 26th Annual General Meeting (AGM) of the Members of Samhaav Media Limited was convened at 10.30 a.m. on Saturday, September 10, 2016 at "Sambhaav House", Opp. Judges' Bungalows, Premchandnagar Road, Satellite, Ahmedabad – 380 015 and concluded at 11:20 a.m.

Mr. Kiran B Vadodaria, Chairman & Managing Director of the Company, chaired the Meeting at 10.30 a.m. Upon ensuring requisite quorum, the Chairman declared the meeting in order. 59 Members were present in person or through proxy at the Meeting.

It was thereafter announced that all the members of the Board of Directors were present.

Having introduced the members on the dias, it was declared that required statutory registers, records and annual financial accounts of the subsidiary of the Company were kept open for inspection during the course of the meeting.

Thereafter the notice convening the 26th Annual General Meeting, Director's Report, report of the Statutory Auditor and Secretarial Auditor were read. Brief explanations of each agenda item(s) were given to the members.

It was thereafter announced that the e-voting facility was provided to the members in terms of provisions of Section 108 of the Companies Act, 2013 along with rules 20 of the Companies (Management and Administration) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. It was further announced that the services of National Securities and Depositories Limited was availed to provide remote e-Voting facility during the period September 07, 2016 (9:00 am) to September 09, 2016 (5:00 pm) and Mr. R S Sharma of M/s R S Sharma & Associates, Practicing Company Secretary has acted as the Scrutinizer for conducting the remote e-Voting process in a fair and transparent manner.

It was thereafter declared that the members who have not casted their votes through remote e-voting, may exercise their vote during the poll process arranged by the Company at the AGM venue and voting through poll in presence of the Scrutinizer, Mr. R S Sharma of M/s R S Sharma & Associate, Practicing Company Secretary was conducted.

Thereafter the members were given opportunity to ask questions or seek clarifications on the agenda items, operations of the Company and satisfactory replies were given thereto by the Chairman.

On successful completion of the Poll, the Chairman announced the meeting as concluded with the permission of the members.

The items of business transacted at the meeting as set out in the Notice of the 26th AGM dated May 26, 2016 mentioned herein below:

Ordinary Business

1. To consider and adopt annual audited financial statements for the year 2015-16 along with Directors' Report and Auditor's Report.

SAMBHAAV MEDIA LIMITED AHMEDABAD

2. Re-appointment of Mr. Manoj B Vadodaria who retires by rotation.

3. Re-appointment of M/s. Dhirubhai Shah & Doshi, Chartered Accountants as Statutory Auditor.

Special Business

4. To approve transaction(s) of personal guarantee, security, collaterals etc. by the Directors and their relatives for the loan and borrowings of the Company.

5. To issue Warrants convertible into Equity Shares on Preferential Basis.

All the resolutions as per the agenda of the 26th AGM were passed by the Members by the requisite majority through remote e-voting and postal ballot at the AGM venue.

SAMBHAAV MEDIA LIMITED AHMEDABAD

Annexure II

The details of the Voting result announced at the AGM are as under.

S N	Particulars	Details of AGM		
1	Date of the AGM	September 10, 2016*		
2	Total number of shareholders on record date	5464		
3	No. of shareholders present in the meeting either in person or through proxy:	Present in Person	Present through Proxy	Total
	1. Promoter and Promoter Group	3	0	3
	2. Public	53	3	56
	Total	56	3	59
4	No. of shareholders attended the meeting through video conferencing: 1. Promoter and Promoter Group 2. Public	NIL		

*Cut Off date for the purpose of determining the shareholder eligible for e-Voting was September 03, 2016

The Consolidated Result declared on the basis of the Report of the Scrutinizer for Remote e-voting and Postal Ballot Process is as follows:

S N	Particulars	Mode of Voting	Result
1	Adoption of Audited Accounts for the year ended on 31st March, 2016	Remote e-voting and Poll	Ordinary Resolution passed with requisite majority
2	Appointment of Mr. Manoj B Vadodaria as Director retiring by rotation	Remote e-voting and Poll	Ordinary Resolution passed with requisite majority
3	Appointment of Statutory Auditor M/s Dhirubhai Shah & Doshi, Chartered Accountants, Ahmedabad	Remote e-voting and Poll	Ordinary Resolution passed with requisite majority
4	Approval to transaction(s) of personal guarantee, security, collaterals etc. by the Directors and their relatives for the loan and borrowings of the Company.	Remote e-voting and Poll	Ordinary Resolution passed with requisite majority
5	Issue of Warrants convertible into Equity Shares on Preferential Basis	Remote e-voting and Poll	Special Resolution passed with requisite majority

Result of the voting in the prescribed format is annexed herewith. Kindly take the same on record and acknowledge the receipt thereof.

SAMBHAAV MEDIA LIMITED AHMEDABAD

Annexure

Item No. 1: Adoption of Audited Accounts for the year ended on March 31, 2016.

Resolution required : (Ordinary/ Special)						**ORDINARY RESOLUTION**		
Whether promoter/promoter group are interested in the agenda/resolution?						**NO**		
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100**	**No. of votes- in favour (4)**	**No. of votes-against (5)**	**% of votes in favour on votes polled (6) = [(4)/(2)]*100**	**% of votes against on votes polled 7=[(5)/(2)]*100**
Promoter and Promoter Group	**E-voting**	--	**88757982**	99.99	**88757982**	0	100.00	0
	Poll	--	0	0	0	0	0	0
	Postal Ballot	--	--	--	--	--	--	--
	Total	**88765982**	**88757982**	**99.99**	**88757982**	**0**	**100.00**	**0**
Public Institutions	**E-voting**	--	0	0	0	0	0	0
	Poll	--	0	0	0	0	0	0
	Postal Ballot	--	--	--	--	--	--	--
	Total	**33000**	**0**	**0**	**0**	**0**	**0**	**0**
Public Non Institutions	**E-voting**	--	257608	0.45	257608	0	100.00	0
	Poll	--	10333	0.02	10223	110	98.93	1.07
	Postal Ballot	--	--	--	--	--	--	--
	Total	**57311858**	**267941**	**0.47**	**267831**	**110**	99.96	0.04
Total		**146110840**	**89025923**	**60.93**	**89025813**	**110**	**99.99**	**0.01**



Annexure

Item No. 2 Appointment of Mr. Manoj B Vadodaria as Director retiring by rotation.

Resolution required : (Ordinary/ Special)						**ORDINARY RESOLUTION**		
Whether promoter/promoter group are interested in the agenda/resolution?						**YES**		
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100**	**No. of votes- in favour (4)**	**No. of votes-against (5)**	**% of votes in favour on votes polled (6) = [(4)/(2)]*100**	**% of votes against on votes polled 7=[(5)/(2)]*100**
Promoter and Promoter Group	**E-voting**	--	**0**	0	**0**	0	0	0
	Poll	--	0	0	0	0	0	0
	Postal Ballot	--	--	--	--	--	--	--
	Total	**88765982**	**0**	**0**	**0**	**0**	**0**	**0**
Public Institutions	**E-voting**	--	0	0	0	0	0	0
	Poll	--	0	0	0	0	0	0
	Postal Ballot	--	--	--	--	--	--	--
	Total	**33000**	**0**	**0**	**0**	**0**	**0**	**0**
Public Non Institutions	**E-voting**	--	257608	0.45	257608	0	100.00	0
	Poll	--	10333	0.02	10223	110	98.93	1.07
	Postal Ballot	--	--	--	--	--	--	--
	Total	**57311858**	**267941**	**0.47**	**267831**	**110**	99.96	0.04
Total		**146110840**	**267941**	**0.18**	**267831**	**110**	**99.96**	**0.04**

Note: In terms of the report of the Scrutinizer, the Votes caste by the Promoter and Promoter Group being interested in Item No.2, have been considered invalid for voting.



Annexure

Item No. 3 Appointment of Statutory Auditor M/s Dhirubhai Shah & Doshi, Chartered Accountants, Ahmedabad.

Resolution required : (Ordinary/ Special)						**ORDINARY RESOLUTION**		
Whether promoter/promoter group are interested in the agenda/resolution?						**NO**		
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100**	**No. of votes- in favour (4)**	**No. of votes- against (5)**	**% of votes in favour on votes polled (6) = [(4)/(2)]*100**	**% of votes against on votes polled 7=[(5)/(2)]*100**
Promoter and Promoter Group	**E-voting**	--	**88757982**	99.99	**88757982**	0	100.00	0
	Poll	--	0	0	0	0	0	0
	Postal Ballot	--	--	--	--	--	--	--
	Total	**88765982**	**88757982**	**99.99**	**88757982**	**0**	**100.00**	**0**
Public Institutions	**E-voting**	--	0	0	0	0	0	0
	Poll	--	0	0	0	0	0	0
	Postal Ballot	--	--	--	--	--	--	--
	Total	**33000**	**0**	**0**	**0**	**0**	**0**	**0**
Public Non Institutions	**E-voting**	--	257608	0.45	257608	0	100.00	0
	Poll	--	10333	0.02	10223	110	98.93	1.07
	Postal Ballot	--	--	--	--	--	--	--
	Total	**57311858**	**267941**	**0.47**	**267831**	**110**	99.96	0.04
Total		**146110840**	**89025923**	**60.93**	**89025813**	**110**	**99.99**	**0.01**



Annexure

Item No. 4 Approval to transaction(s) of personal guarantee, security, collaterals etc. by the Directors and their relatives for the loan and borrowings of the Company.

Resolution required : (Ordinary/ Special)						ORDINARY RESOLUTION		
Whether promoter/promoter group are interested in the agenda/resolution?						YES		
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes- in favour (4)	No. of votes-against (5)	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled 7=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	--	0	0	0	0	0	0
	Poll	--	0	0	0	0	0	0
	Postal Ballot	--	--	--	--	--	--	--
	Total	88765982	0	0	0	0	0	0
Public Institutions	E-voting	--	0	0	0	0	0	0
	Poll	--	0	0	0	0	0	0
	Postal Ballot	--	--	--	--	--	--	--
	Total	33000	0	0	0	0	0	0
Public Non Institutions	E-voting	--	257608	0.45	257608	0	100.00	0
	Poll	--	10333	0.02	10223	110	98.93	1.07
	Postal Ballot	--	--	--	--	--	--	--
	Total	57311858	267941	0.47	267831	110	99.96	0.04
Total		146110840	267941	0.18	267831	110	99.96	0.04

Note: The Promoter and Promoter Group being interested in Item No. 4 remained abstain from voting.



Annexure

Item No. 5 Issue of Warrants convertible into Equity Shares on preferential basis.

Resolution required : (Ordinary/Special)						**SPECIAL RESOLUTION**		
Whether promoter/promoter group are interested in the agenda/resolution?						**YES**		
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100**	**No. of votes- in favour (4)**	**No. of votes-against (5)**	**% of votes in favour on votes polled (6) = [(4)/(2)]*100**	**% of votes against on votes polled 7=[(5)/(2)]*100**
Promoter and Promoter Group	**E-voting**	--	**0**	0	**0**	0	0	0
	Poll	--	0	0	0	0	0	0
	Postal Ballot	--	--	--	--	--	--	--
	Total	**88765982**	**0**	**0**	**0**	**0**	**0**	**0**
Public Institutions	**E-voting**	--	0	0	0	0	0	0
	Poll	--	0	0	0	0	0	0
	Postal Ballot	--	--	--	--	--	--	--
	Total	**33000**	**0**	**0**	**0**	**0**	**0**	**0**
Public Non Institutions	**E-voting**	--	257608	0.45	257608	0	100.00	0
	Poll	--	10333	0.02	10223	110	98.93	1.07
	Postal Ballot	--	--	--	--	--	--	--
	Total	**57311858**	**267941**	**0.47**	**267831**	**110**	99.96	0.04
Total		**146110840**	**267941**	**0.18**	**267831**	**110**	**99.96**	**0.04**

Note: The Promoter and Promoter Group being interested in Item No. 5 remained abstain from voting.

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