



**TRANSCRIPT OF THE 16<sup>TH</sup> ANNUAL GENERAL MEETING (“AGM”) OF TV VISION LIMITED HELD ON MONDAY, SEPTEMBER 25, 2023 AT 2.35 P.M. (IST) THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”) FACILITY**

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The meeting commenced at 02.35 P.M.

Mr. Markand Adhikari, Chairman and Managing Director, Dr. Ganesh P Raut, Mr. Umakanth Bhyravajoshiyulu, Mr. M Soundara Pandian, Mr. Pritesh Rajgor, Independent Directors, Mrs. Latasha Jadhav, Non-Executive Director, Mr. Santosh Thotam, Chief Financial Officer, Mr. Kailasnath Adhikari, Business head and Mrs. Shilpa Jain, Company Secretary & Compliance Officer, had joined the meeting through VC.

Representatives of the Statutory Auditors, Secretarial Auditors and Scrutinizers also attended the meeting through VC.

Ms. Shilpa Jain, Company Secretary & Compliance Officer of the Company highlighted following points as meeting was conducted through VC/OAVM:

- The registered office of the Company situated at 4<sup>th</sup> Floor, Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (West), Mumbai - 400 053, was deemed to be the venue for this AGM and proceedings of the AGM was made and recorded from registered office.
- The Register of Directors and Key Managerial Personnel, the Register of Contracts or Arrangements, was made available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send their requests at [cs@tvvision.in](mailto:cs@tvvision.in).
- As the AGM was held through VC, the facility for appointment of proxies by the members was not applicable and hence the proxy register for inspection is not available.
- The Company had received requests from few members to register them as speakers at the meeting. The Company had allowed them to speak once the Chairman directed the same.
- As the meeting was convened through VC, resolutions have already been put to vote through remote e-voting and the requirement to propose and second would not be applicable.

Thereafter, she handed over the proceedings to the Chairman of the Company.

Mr. Markand Adhikari, Chairman and Managing Director of the Company, chaired the meeting.

The Chairman informed the members that the AGM was conducted through VC / OAVM and that the AGM was called, convened and conducted in compliance with the provisions of the Act, Secretarial Standards-2 issued by the Institute of Company Secretaries of India and in accordance with the circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI).



Total 54 (Fifty Four) members were present through VC at the AGM.

As the requisite quorum was present, the Chairman called the meeting to order.

Thereafter, Chairman authorized Mr. Kailasnath Adhikari, Business Head of the Company to conduct the proceedings of the meeting further.

Mr. Kailasnath Adhikari, Business Head introduced all the Directors and Key Managerial Personnel present at the meeting through VC/OAVM.

He also introduced the representatives of the Statutory Auditors, Secretarial Auditors and the Scrutinizer who was present at the meeting through VC/OAVM.

He informed that the Company had received **7 (Seven)** Authorized Representations from Bodies Corporates under Section 113 of the Companies Act, 2013 ("the Act") in respect of **1,06,08,109** Equity shares representing (**27.38%**) of the paid up capital of the Company.

Thereafter, he briefed the business highlights of the Company during the financial year 2022-23.

Thereafter, Ms. Shilpa Jain, Company Secretary & Compliance Officer of the Company informed the Members that the Company had tied up with National Securities Depositories Limited (NSDL) to provide facility for electronic voting system (remote e-voting and e-voting at the AGM) and participation in the AGM through VC/OAVM facility. She also informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not cast their vote prior to the Meeting.

Further, she informed that the Board of Directors had appointed CS Mannish L Ghia (FCS 6252), Partner of M/s. Manish Ghia & Associates, Company Secretaries, Mumbai as the Scrutinizer to scrutinize the remote e-voting process and e-voting during the AGM, in a fair and transparent manner.

Thereafter, Mr. Kailasnath Adhikari informed that the Notice of the 16<sup>th</sup> AGM and the Annual Report containing the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended March 31, 2022, together with the Board's Report and Auditors' Report thereon along with relevant Notes to Financial Statements were to be taken as read as the same had already been circulated to the members.

He further informed that since the qualifications, observations or adverse comments in the Reports of Statutory Auditor and Secretarial Auditor did not have any material bearing on the functioning of the Company, the same was not required to be read. However, attention of the members was drawn to the reply of the Board of Directors to such observations, which were provided in the Board's Report of the Company and accordingly, the same was taken as read.

Then, the Meeting was taken ahead to the Agenda items as appended in the Notice of the said AGM.



<b>Item No.</b>	<b>Agenda Items</b>	<b>Type of Resolution</b>
<b>Ordinary Business</b>		
1	To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company, for the year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon.	Ordinary
2	To appoint a Director in place of Mrs. Latasha Laxman Jadhav (DIN: 08141498), Non-Executive Director of the Company, who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary
3	To re-appoint M/s P. Parikh & Associates, Chartered Accountants, as the Statutory Auditors of the Company for the consecutive term of Five years.	Ordinary
<b>Special Business</b>		
4	Authority to the Board of Directors to Create, Offer, Issue & Allot Further Securities of the Company.	Special

Thereafter, the Company Secretary welcomed the shareholders who had registered themselves as speakers to ask questions.

On invitation, members who had registered themselves as speakers, addressed the meeting through VC/ OAVM and sought clarification on the Employee strength of the Company, the ratio of male and female employees in the company, core revenue source of the Company, which Channel of the Company contributes to the most in the revenue of the Company, who are the competitors of the Company.

Mr. Kailasnath Adhikari responded to all the queries of the members and provided clarifications.

Thereafter, the Company Secretary announced that the voting on the NSDL platform will continue to be available for the next 15 minutes from the conclusion of the AGM. Therefore, members who had not cast their vote were requested to do so. It was also informed that the voting results shall be announced within 2 (Two) working days of the conclusion of the Meeting. The same shall be intimated to Stock exchanges and also be placed on the website of the Company and NSDL.

The meeting was concluded at 03:15 P.M with a vote of thanks to the Chair by Mr. Pritesh Rajgor, Independent Director of the Company.