



**TV VISION LTD**

A SRI ADHIKARI BROTHERS ENTERPRISE

September 20, 2021

To  
**The Manager - CRD,**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

Dear Sir(s),

**Scrip Code: 540083**

**Sub: Submission of Scrutinizer Report and Voting Results of the 14<sup>th</sup> Annual General Meeting**

Enclosed herewith please find the Scrutinizer Report and Voting Results of the 14<sup>th</sup> Annual General Meeting of the Company held on Saturday, September 18, 2021 at 3.45 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") facility.

Kindly take the same on records.

**Thanking You,**  
**For TV Vision Limited**

Shilpa Ketan Jain  
Digitally signed by  
Shilpa Ketan Jain  
Date: 2021.09.20  
17:33:51 +05'30'

**Shilpa Jain**  
**Company Secretary & Compliance Officer**  
**ACS: 24978**

Encl: a/a

Registered Office:  
4th Floor, Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (W), Mumbai - 400 053.  
Tel.: 022 - 40230000 / Fax 022 - 26395459  
Website: www.tvvision.in  
CIN L64200MH2007PLC172707

**CONSOLIDATED REPORT OF THE SCRUTINIZER**

*[Pursuant to Section 108 of the Companies Act, 2013 and rules framed thereunder]*

To

**The Chairperson/Company Secretary**  
**TV Vision Limited**  
4<sup>th</sup> Floor, Adhikari Chambers,  
Oberoi Complex, New Link Road,  
Andheri(West), Mumbai 400053

Dear Sir,

**Sub: Consolidated Scrutinizer's Report for passing of Resolution through Remote E-voting and E-voting by the members during the Annual General Meeting (AGM), pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of TV Vision Limited ('the Company') for its 14<sup>th</sup> (Fourteenth) AGM held on Saturday, 18<sup>th</sup> September, 2021 at 03:45 P.M. IST through Video conferencing ('VC') / Other Audio Visual means ('OAVM').**

1. I, CS Mannish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the process of voting through electronic means ("e-voting") in terms of the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") as amended from time to time and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in a fair and transparent manner, for passing of the resolutions as mentioned under item numbers 1 to 6 as set out in the Notice of AGM dated 18<sup>th</sup> August, 2021 ("Notice") issued by the Company in accordance with Circulars dated 8<sup>th</sup> April 2020, 13<sup>th</sup> April 2020, 5<sup>th</sup> May 2020 and 13<sup>th</sup> January 2021, issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January 2021 issued by the Securities and Exchange Board of India (hereinafter referred to as "SEBI Circular"), for convening the AGM of its members through VC / OAVM on Saturday, 18<sup>th</sup> September, 2021 at 03:45 P.M. IST.
2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013, the Rules, MCA Circulars and SEBI Circular relating to remote e-voting and e-voting during the AGM on the resolution contained in the aforesaid Notice of AGM of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolution stated in the said Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide E-voting facility, and that the e-voting is conducted in a fair and transparent manner.



3. As per the confirmation received from the Company:
  - a. The Notice of the AGM dated 18<sup>th</sup> August, 2021 along with Statement setting out material facts under Section 102 of the Act was sent to the members by e-mail to those shareholders, whose e-mail id is registered with the Registrar and Share Transfer Agent / Company / Depositories, on Thursday, 26<sup>th</sup> August, 2021 in terms of the MCA Circulars.
  - b. The said Notice was sent on the basis of Register of Members made available by M/s. Link Intime India Private Limited, the Registrar and Share Transfer Agent of the Company and the list of beneficial owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 20<sup>th</sup> August, 2021.
4. As per the provisions of MCA Circulars, the Company has published a Public Notice in the English Newspaper "Financial Express" and Marathi (Vernacular language) Newspaper "Pratahkal" on Tuesday, 24<sup>th</sup> August, 2021 regarding the convening of the AGM through VC/OAVM and manner of registering the email ids of the members.
5. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the Company has published a Public Notice in the English newspaper "Financial Express" and Marathi (Vernacular language) Newspaper "Pratahkal" on Friday, 27<sup>th</sup> August, 2021 regarding completion of dispatch of Notice of meeting through email and providing e-voting facility.
6. In terms of the aforesaid Notice, voting period was kept open for 3 (three) days from Wednesday, 15<sup>th</sup> September, 2021 (9:00 A.M. IST) till Friday, 17<sup>th</sup> September, 2021 (5:00 P.M. IST).
7. The voting rights of members was considered in proportion to the shares held by them in the paid up equity share capital of the Company as on the cut-off date i.e., Saturday, 11<sup>th</sup> September, 2021.
8. As required under the MCA Circulars, the Company had also provided e-voting facility to the members attending the AGM through VC / OAVM and who had not cast their vote earlier.
9. As required under the said rules, after closure of remote e-voting and conclusion of the AGM, the votes cast under the remote e-voting facility prior to the AGM and e-voting facility during the AGM were unblocked in the presence of Ms. Nishi Seth and Mr. Behla Tambawala, who are not in employment with the Company.
10. I have scrutinized and reviewed the remote e-voting and e-voting during the AGM and votes cast therein based on the data downloaded from the e-voting system of National Securities Depository Limited (NSDL) and the summary of the e-voting process is as follows:



**ORDINARY BUSINESS**

**Resolution No.1: Ordinary Resolution**

To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company, for the year ended 31<sup>st</sup> March, 2021 together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
92	14324700	99.98

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	2675	0.02

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	-

**Resolution No.2: Ordinary Resolution**

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.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
89	14319400	99.94

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
10	7975	0.06



(iii) **Invalid votes:**

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	-

**SPECIAL BUSINESS:**

**Resolution No.3: Ordinary Resolution**

To appoint Mr. Pritesh Rajgor (DIN: 07237198) as an Independent Director of the Company for a consecutive period of 5 (five) years with effect from 24<sup>th</sup> November, 2020 to 23<sup>rd</sup> November, 2025.

(i) **Voted in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
30	1431930	99.55

(ii) **Voted against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
0	7375	0.05

(iii) **Invalid votes:**

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	-

**Resolution No.4: Special Resolution**

To create, offer, issue and allow up to 15,00,000 Equity Shares on preferential basis.

(i) **Voted in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
30	1431930	99.55



(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
10	22725	0.16

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	-

**Resolution No.5: Special Resolution**

To create, offer, issue and allot up to 20,00,000 Convertible Warrants on Preferential Basis.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
88	14319410	99.84

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
12	22965	0.16

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	-



**Resolution No.6: Special Resolution**

To authorize the Board of Directors to create, offer, issue & allot further securities of the Company upto a total amount of Rs. 200,00,00,000/- (Rupees Two Hundred Crore Only) or its equivalent in one or more currencies.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
90	14319600	99.84

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
10	22775	0.16

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
-	-



# Manish Ghia & Associates

I further report that the electronic data and all other relevant records, if any relating to the Remote E-Voting and e-voting during the AGM, shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid AGM and thereafter the same will be handed over to the Chairman/Company Secretary & Compliance Officer of the Company for safe keeping.

Thanking You,

For Manish Ghia & Associates  
Company Secretaries  
(Unique ID: P2006MH007100)



*Manish Ghia*

Place: Mumbai  
Date: 18<sup>th</sup> September, 2021  
UDIN: F006252C000962977

CS Mannish L. Ghia  
Partner



M. No. FCS 6252 C. P. No. 3531  
PR 822/2020

## Countersigned by

Shilpa  
Ketan Jain

Digitally signed by  
Shilpa Ketan Jain  
Date: 2021.09.20  
17:30:41 +05'30'

Chairperson / Authorized Person  
TV Vision Limited

Place: Mumbai  
Date: 20th September, 2021



**14th ANNUAL GENERAL MEETING OF TV VISION LIMITED**

Date of AGM: 18th September, 2021

Total number of shareholders on record date i.e. 11th September, 2021: 11594

No. of shareholders attended the meeting through video conferencing : 49

Promoters and Promoter Group: 4

Public: 45

Resolution required: (Ordinary/Special)

To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company, for the year ended 31st March, 2021 together with the Reports of the Board of Directors and Auditors thereon.

Whether promoter/promoter group are interested in agenda / resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
<b>Promoter and Promoter Group</b>	E-Voting	10383845	6709016	64.6101	6709016	0	100.0000	0.0000
	Poll/Ballot Papers (NA)		-	-	-	-	-	-
	Postal Ballot (if applicable) (NA)		-	-	-	-	-	-
	<b>Total</b>		<b>6709016</b>	<b>64.6101</b>	<b>6709016</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	E-Voting	6587210	-	-	-	-	-	-
	Poll/Ballot Papers (NA)		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
<b>Public- Non Institutions</b>	E-Voting	17973445	7618359	42.3867	7615684	2675	99.9649	0.0351
	Poll/Ballot Papers		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	<b>Total</b>		<b>7618359</b>	<b>42.3867</b>	<b>7615684</b>	<b>2675</b>	<b>99.9649</b>	<b>0.0351</b>
<b>Total</b>		<b>34944500</b>	<b>14327375</b>	<b>41.0004</b>	<b>14324700</b>	<b>2675</b>	<b>99.9813</b>	<b>0.0187</b>

**14th ANNUAL GENERAL MEETING OF TV VISION LIMITED**

Date of AGM: 18th September, 2021

Total number of shareholders on record date i.e. 11th September, 2021: 11594

No. of shareholders attended the meeting through video conferencing : 49

Promoters and Promoter Group: 4

Public: 45

Resolution required: (Ordinary/Special)

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.

Whether promoter/promoter group are interested in agenda / resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
<b>Promoter and Promoter Group</b>	E-Voting	10383845	6709016	64.6101	6709016	0	100.0000	0.0000
	Poll/Ballot Papers (NA)		-	-	-	-	-	-
	Postal Ballot (if applicable) (NA)		-	-	-	-	-	-
	<b>Total</b>		<b>6709016</b>	<b>64.6101</b>	<b>6709016</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	E-Voting	6587210	-	-	-	-	-	-
	Poll/Ballot Papers (NA)		-	-	-	-	-	-
	Postal Ballot (if applicable) (NA)		-	-	-	-	-	-
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
<b>Public- Non Institutions</b>	E-Voting	17973445	7618359	42.3867	7610384	7975	99.8953	0.1047
	Poll/Ballot Papers (NA)		-	-	-	-	-	-
	Postal Ballot (if applicable) (NA)		-	-	-	-	-	-
	<b>Total</b>		<b>7618359</b>	<b>42.3867</b>	<b>7610384</b>	<b>7975</b>	<b>99.8953</b>	<b>0.1047</b>
<b>Total</b>		<b>34944500</b>	<b>14327375</b>	<b>41.0004</b>	<b>14319400</b>	<b>7975</b>	<b>99.9443</b>	<b>0.0557</b>

**14th ANNUAL GENERAL MEETING OF TV VISION LIMITED**

Date of AGM: 18th September, 2021

Total number of shareholders on record date i.e. 21st September, 2020: 11594

No. of shareholders attended the meeting through video conferencing : 49

Promoters and Promoter Group: 4

Public: 45

Resolution required: (Ordinary/Special)

Appointment of Mr. Pritesh Rajgor (DIN: 07237198) as an Independent Director of the Company for a consecutive period of 5 (five) years with effect from 24th November, 2020 to 23rd November, 2025

Whether promoter/promoter group are interested in agenda / resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
<b>Promoter and Promoter Group</b>	E-Voting	10383845	6709016	64.6101	6709016	0	100.0000	0.0000
	Poll/Ballot Papers (NA)		-	-	-	-	-	-
	Postal Ballot (if applicable) (NA)		-	-	-	-	-	-
	<b>Total</b>		<b>6709016</b>	<b>64.6101</b>	<b>6709016</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	E-Voting	6587210	-	-	-	-	-	-
	Poll/Ballot Papers (NA)		-	-	-	-	-	
	Postal Ballot (if applicable) (NA)		-	-	-	-	-	
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
<b>Public- Non Institutions</b>	E-Voting	17973445	7618359	42.3867	7610484	7875	99.8966	0.1034
	Poll/Ballot Papers (NA)		-	-	-	-	-	
	Postal Ballot (if applicable) (NA)		-	-	-	-	-	
	<b>Total</b>		<b>7618359</b>	<b>42.3867</b>	<b>7610484</b>	<b>7875</b>	<b>99.8966</b>	<b>0.1034</b>
<b>Total</b>		<b>34944500</b>	<b>14327375</b>	<b>41.0004</b>	<b>14319500</b>	<b>7875</b>	<b>99.9450</b>	<b>0.0550</b>

**14th ANNUAL GENERAL MEETING OF TV VISION LIMITED**

Date of AGM: 18th September, 2021

Total number of shareholders on record date i.e. 11th September, 2021: 11594

No. of shareholders attended the meeting through video conferencing : 49

Promoters and Promoter Group: 4

Public: 45

Resolution required: (Ordinary/Special)

To create , offer, Issue and allot up to 18,00,000 Equity Shares on Preferential basis.

Whether promoter/promoter group are interested in agenda / resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
<b>Promoter and Promoter Group</b>	E-Voting	10383845	6709016	64.6101	6709016	0	100.0000	0.0000
	Poll/Ballot Papers (NA)		-	-	-	-	-	-
	Postal Ballot (if applicable) (NA)		-	-	-	-	-	-
	<b>Total</b>		<b>6709016</b>	<b>64.6101</b>	<b>6709016</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	E-Voting	6587210	-	-	-	-	-	-
	Poll/Ballot Papers (NA)		-	-	-	-	-	
	Postal Ballot (if applicable) (NA)		-	-	-	-	-	
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
<b>Public- Non Institutions</b>	E-Voting	17973445	7633359	42.4702	7610634	22725	99.7023	0.2977
	Poll/Ballot Papers (NA)		-	-	-	-	-	
	Postal Ballot (if applicable) (NA)		-	-	-	-	-	
	<b>Total</b>		<b>7633359</b>	<b>42.4702</b>	<b>7610634</b>	<b>22725</b>	<b>99.7023</b>	<b>0.2977</b>
<b>Total</b>		<b>34944500</b>	<b>14342375</b>	<b>41.0433</b>	<b>14319650</b>	<b>22725</b>	<b>99.8416</b>	<b>0.1584</b>

**14th ANNUAL GENERAL MEETING OF TV VISION LIMITED**

Date of AGM: 18th September, 2021

Total number of shareholders on record date i.e. 11th September, 2021: 11594

No. of shareholders attended the meeting through video conferencing : 49

Promoters and Promoter Group: 4

Public: 45

Resolution required: (Ordinary/Special)

To create, offer, Issue and allot upto 20,00,000 Convertible Warrants on Preferential basis

Whether promoter/promoter group are interested in agenda / resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
<b>Promoter and Promoter Group</b>	E-Voting	10383845	6709016	64.6101	6709016	0	100.0000	0.0000
	Poll/Ballot Papers (NA)		-	-	-	-	-	-
	Postal Ballot (if applicable) (NA)		-	-	-	-	-	-
	<b>Total</b>		<b>6709016</b>	<b>64.6101</b>	<b>6709016</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	E-Voting	6587210	-	-	-	-	-	-
	Poll/Ballot Papers (NA)		-	-	-	-	-	
	Postal Ballot (if applicable) (NA)		-	-	-	-	-	
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
<b>Public- Non Institutions</b>	E-Voting	17973445	7633359	42.4702	7610394	22965	99.6991	0.3009
	Poll/Ballot Papers (NA)		-	-	-	-	-	
	Postal Ballot (if applicable) (NA)		-	-	-	-	-	
	<b>Total</b>		<b>7633359</b>	<b>42.4702</b>	<b>7610394</b>	<b>22965</b>	<b>99.6991</b>	<b>0.3009</b>
<b>Total</b>		<b>34944500</b>	<b>14342375</b>	<b>41.0433</b>	<b>14319410</b>	<b>22965</b>	<b>99.8399</b>	<b>0.1601</b>

**14th ANNUAL GENERAL MEETING OF TV VISION LIMITED**

Date of AGM: 18th September, 2021

Total number of shareholders on record date i.e. 11th September, 2021: 11594

No. of shareholders attended the meeting through video conferencing : 49

Promoters and Promoter Group: 4

Public: 45

Resolution required: (Ordinary/Special)

To authorize the Board of Directors to create, offer , Issue and Allot further Securities of the Company upto a total amount of Rs.200,00,00,000/-(Rupees two hundred Crores only) or its equivalent in one or more currencies

Whether promoter/promoter group are interested in agenda / resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
<b>Promoter and Promoter Group</b>	E-Voting	10383845	6709016	64.6101	6709016	0	100.0000	0.0000
	Poll/Ballot Papers (NA)		-	-	-	-	-	-
	Postal Ballot (if applicable) (NA)		-	-	-	-	-	-
	<b>Total</b>		<b>6709016</b>	<b>64.6101</b>	<b>6709016</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	E-Voting	6587210	-	-	-	-	-	-
	Poll/Ballot Papers (NA)		-	-	-	-	-	
	Postal Ballot (if applicable) (NA)		-	-	-	-	-	
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
<b>Public- Non Institutions</b>	E-Voting	17973445	7633359	42.4702	7610584	22775	99.7016	0.2984
	Poll/Ballot Papers (NA)		-	-	-	-	-	
	Postal Ballot (if applicable) (NA)		-	-	-	-	-	
	<b>Total</b>		<b>7633359</b>	<b>42.4702</b>	<b>7610584</b>	<b>22775</b>	<b>99.7016</b>	<b>0.2984</b>
<b>Total</b>		<b>34944500</b>	<b>14342375</b>	<b>41.0433</b>	<b>14319600</b>	<b>22775</b>	<b>99.8412</b>	<b>0.1588</b>