SRI ADHIKARI BROTHERS
TELEVISION NETWORK LTD.

25th July, 2014

To,
Manager (CRD)
BSE Limited
PhirozeJeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Dear Sir,

Scrip Code: 530943
Sub. : Outcome of Postal Ballot process

With reference to above, we wish to inform you that the members of the Company have passed the following resolutions with requisite majority through Postal Ballot process, result of which is declared today i.e. 25th July, 2014.

1. Special Resolution u/s 186 of the Companies Act, 2013 for increase in the powers of the Company to give loan to any person or other body corporate/give guarantee or provide security in connection with a loan to any person or other body corporate or acquire by way of subscription, purchase or otherwise the securities of any other body corporate upto Rs. 500 Crores.

2. Special Resolution u/s 180(1)(c) of the Companies Act, 2013 for increase in borrowing powers of the Company upto Rs. 500 Crores.

3. Special Resolution u/s 180(1)(a) of the Companies Act, 2013 to authorize Board of the Directors of the Company to create mortgages / charges / hypothecation on all or any of the immovable and movable assets of the Company, both present and future upto an amount as approved by the shareholders of the Company under Section 180(1)(c) of the Companies Act, 2013.

4. Special Resolution u/s 62(1)(b) of the Companies Act, 2013 and SEBI (ESOP) Guidelines, 1999 to offer and issue Options upto 1,00,000 to the employees under SABTNL Employee Stock Option Scheme 2014-15 convertible into equivalent number of Equity Shares of the Company.

Kindly take the above on your record.

Thanking you,
Yours faithfully,

For **Sri Adhikari Brothers Television Network Limited**

SRI ADHIKARI BROTHERS TELEVISION NETWORK LTD. MUMBAI

Gautam Adhikari
Chairman & Whole Time Director

Adhikari Chambers, Oberoi Complex, New Link Road, Andheri (W), Mumbai - 400 053.
Tel.: 022-40230000 | Fax: 022-26395459
E-mail: admin@adhikaribrothers.com | Website: www.adhikaribrothers.com
CIN - L32200MH1995PLC083853

SRI ADHIKARI BROTHERS TELEVISION NETWORK LTD.

25th July, 2014

To,
The Manager – Listing
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Mumbai- 400 050

Dear Sir,

Symbol: SABTN
Sub. : Outcome of Postal Ballot process

With reference to above, we wish to inform you that the members of the Company have passed the following resolutions with requisite majority through Postal Ballot process, the result of which is declared today i.e. on 25th July, 2014.

1. Special Resolution u/s 186 of the Companies Act, 2013 for increase in the powers of the Company to give loan to any person or other body corporate/give guarantee or provide security in connection with a loan to any person or other body corporate or acquire by way of subscription, purchase or otherwise the securities of any other body corporate upto Rs. 500 Crores.

2. Special Resolution u/s 180(1)(c) of the Companies Act, 2013 for increase in borrowing powers of the Company upto Rs. 500 Crores.

3. Special Resolution u/s 180(1)(a) of the Companies Act, 2013 to authorize Board of the Directors of the Company to create mortgages / charges / hypothecation on all or any of the immovable and movable assets of the Company, both present and future upto an amount as approved by the shareholders of the Company under Section 180(1)(c) of the Companies Act, 2013.

4. Special Resolution u/s 62(1)(b) of the Companies Act, 2013 and SEBI (ESOP) Guidelines, 1999 to offer and issue Options upto 1,00,000 to the employees under SABTNL Employee Stock Option Scheme 2014-15 convertible into equivalent number of Equity Shares of the Company.

Kindly take the above on your record.

Thanking you,
Yours faithfully,

For **Sri Adhikari Brothers Television Network Limited**

SRI ADHIKARI BROTHERS TELEVISION NETWORK LTD. MUMBAI

Gautam Adhikari
Chairman & Whole Time Director

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CIN - L32200MH1994PLC083853

Manish Ghia & associates
COMPANY SECRETARIES

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: info@mgconsulting.in
: www.mgconsulting.in

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of Companies (Management and Administration) Rules, 2014]

To,
Mr. Gautam Adhikari
Chairman & Whole-Time Director
Sri Adhikari Brothers Television Network Limited
Adhikari Chambers, Oberoi Complex,
New Link Road, Andheri (West),
Mumbai – 400 053

Respected Sir,

Sub.: Scrutinizer's Report for passing of Resolutions through Postal Ballot Process

The Board of Directors of the Company at its meeting held on 30th May, 2014 appointed me as Scrutinizer for conducting the postal ballot voting process seeking approval of members for passing of following resolutions:

a. Special Resolution u/s 186 of the Companies Act, 2013 for increase in the powers of the Company to give loan to any person or other body corporate/give guarantee or provide security in connection with a loan to any person or other body corporate or acquire by way of subscription, purchase or otherwise the securities of any other body corporate upto Rs. 500 Crores.

b. Special Resolution u/s 180(1)(c) of the Companies Act, 2013 for increase in borrowing powers of the Company upto Rs. 500 Crores.

c. Special Resolution u/s 180(1)(a) of the Companies Act, 2013 to authorize Board of the Directors of the Company to create mortgages / charges / hypothecation on all or any of the immovable and movable assets of the Company, both present and future upto an amount as approved by the shareholders of the Company under Section 180(1)(c) of the Companies Act, 2013.

d. Special Resolution u/s 62(1)(b) of the Companies Act, 2013 and SEBI (ESOP) Guidelines, 1999 to issue and offer of Options upto 1,00,000 to the employees under Employee Stock Option Scheme convertible into equivalent number of Equity Shares of the Company.

1. The postal ballot voting process has been completed and now I submit my report as under:

1.1 The Company completed the dispatch of Postal ballot notice dated 30th May, 2014 along with Postal ballot forms and self addressed Business Reply envelopes on 23rd June, 2014 to its members, whose names appeared in the Register of Members / list of beneficiaries on 13th June, 2014.

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1.2 The e-voting commenced on 23rd June, 2014 (09.00 a.m.) and ended on 22nd July, 2014 (06.00 p.m.)

1.3 Particulars of all the Postal Ballot forms received from the members have been entered in a register separately maintained for the purpose.

1.4 Duly filed postal ballot forms received from the members were kept under my safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms.

1.5 All postal ballot forms received upto the close of working hours of 22nd July, 2014, being the last date and time fixed by the Company for receipt of the forms, are considered for my scrutiny.

1.6 The Postal Ballot forms were duly opened on 23rd July, 2014 in my presence and scrutinized. The shareholding was matched / confirmed with the Register of Members of the Company / list of beneficiaries as on 13th June, 2014.

1.7 The data for e-voting was downloaded after the e -voting module was disabled by the National Securities Depository Limited on 22nd July, 2014 (06.00 p.m.).

1.8 The e-voting data was scrutinized for verification of votes cast in favour and against the resolutions.

1.9 4 (Four) envelopes containing Postal Ballot form were received after 22nd July, 2014, which are not considered in this report.

1.10 No envelope was returned undelivered containing Postal Ballot form for notice dated 30th May, 2014.

2. Summary of the postal ballot forms received is as follows:

Resolution No. 1

Particulars	Special Resolution u/s 186 of the Companies Act, 2013 for increase in the powers of the Company to give loan to any person or other body corporate/give guarantee or provide security in connection with a loan to any person or other body corporate or acquire by way of subscription, purchase or otherwise the securities of any other body corporate upto Rs. 500 Crores.					
Voting pattern	Counts		Votes		Valid votes casted	
	Total received	Valid	Total	Valid	In favour	Against
Ballot Form	45	18	1,14,74,096	12,20,930	12,20,230	700
E-voting	35	35	2,65,90,344	2,65,90,344	2,65,89,306	1,038
Total	**80**	**53**	**3,80,64,440**	**2,78,11,274 (100%)**	**2,78,09,536 (99.99%)**	**1,738 (0.01%)**
Result: May be considered passed with requisite majority.						

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Resolution No. 2

Particulars	Special Resolution u/s 180(1)(c) of the Companies Act, 2013 for increase in borrowing powers of the Company upto Rs. 500 Crores.					
Voting pattern	Counts		Votes		Valid votes casted	
	Total received	Valid	Total	Valid	In favour	Against
Ballot Form	45	18	1,14,74,096	12,20,830	12,20,130	700
E-voting	35	35	2,65,90,344	2,65,90,344	2,65,90,318	26
Total	**80**	**53**	**3,80,64,440**	**2,78,11,174 (100%)**	**2,78,10,448 (99.99%)**	**726 (0.01%)**
Result: May be considered passed with requisite majority.						

Resolution No. 3

Particulars	Special Resolution u/s 180(1)(a) of the Companies Act, 2013 to authorize Board of the Directors of the Company to create mortgages / charges / hypothecation on all or any of the immovable and movable assets of the Company, both present and future upto an amount as approved by the shareholders of the Company under Section 180(1)(c) of the Companies Act, 2013.					
Voting pattern	Counts		Votes		Valid votes casted	
	Total received	Valid	Total	Valid	In favour	Against
Ballot Form	45	18	1,14,74,096	12,20,930	12,20,230	700
E-voting	36	36	2,65,90,345	2,65,90,345	2,65,90,318	27
Total	**81**	**54**	**3,80,64,441**	**2,78,11,275 (100%)**	**2,78,10,548 (99.99%)**	**727 (0.01%)**
Result: May be considered passed with requisite majority.						

Manish Ghia & Associates MUMBAI Company Secretaries

Resolution No. 4

Particulars	Special Resolution u/s 62(1)(b) of the Companies Act, 2013 and SEBI (ESOP) Guidelines, 1999 to issue and offer of Options upto 1,00,000 to the employees under Employee Stock Option Scheme convertible into equivalent number of Equity Shares of the Company.					
Voting pattern	Counts		Votes		Valid votes casted	
	Total received	Valid	Total	Valid	In favour	Against
Ballot Form	45	18	1,14,74,096	12,20,730	12,20,030	700
E-voting	37	37	2,65,90,645	2,65,90,645	2,65,90,607	38
Total	**82**	**55**	**3,80,64,741**	**2,78,11,375 (100%)**	**2,78,10,637 (99.99%)**	**738 (0.01%)**
Result: May be considered passed with requisite majority.						

You may accordingly declare the result of the voting by Postal Ballot.

For **Manish Ghia & Associates**
Company Secretaries

Manish Ghia & Associates MUMBAI Company Secretaries

CS Manish L. Ghia
Partner
M. No. FCS 6252 C. P. No.3531

Place: Mumbai
Date: 25th July, 2014