



SEA TV NETWORK LIMITED

Regd. Office: 148, Manas Nagar, Shahganj, Agra -282010

NOTICE OF 13TH ANNUAL GENERAL MEETING

Notice is hereby given that the 13th Annual General Meeting of the members of the **Sea TV Network Limited** will be held on Monday, 25th September, 2017, at 2:00 P.M. at Hotel Taj Inn, 18/163, B/4, Fatehabad Road, Taj View Crossing, Bagichi, Agra, Uttar Pradesh 282001 India to transact the following businesses:-

Ordinary Business

To consider and, if thought, fit to pass, the following resolutions as an Ordinary Resolutions:

Item No. 1- To consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2017 and the report of the Auditors thereon.

(a) “**RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

(b) “**RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2017 and the report of Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

Item No. 2 Appointment of Director in place of Mrs. Sonal Jain, who retires by rotation and being eligible, offers herself for re-appointment

“**RESOLVED THAT** Mrs. Sonal Jain (DIN : 00509807), who retires by rotation and being eligible, offers herself for re-appointment, be and is hereby re-appointed as director of the company liable to retire by rotation.”

Item No. 3 Appointment of Auditor

To appoint auditor of the Company and to fix their remuneration.

Explanation: The Companies Act, 2013 was notified on 01st April 2014, Pursuant to Section 139 of the Companies Act, 2013 & the Rules, amendments made thereunder, it is mandatory to rotate the statutory auditor on completion of 2 terms of five consecutive years. The rules also laid down the transactional period that can be served by the existing auditors depending upon the number of consecutive years for which an audit firm has been functioning as auditor in the same company. As the Statutory auditor of the Company M/s Surendra G. & Company, Chartered Accountants (FRN: 001757C) have served the Company for 9 years before the act was notified as will be completing the



maximum number of transactional period of (three years) at the ensuing 13th Annual General Meeting .

The Audit Committee of the Company has proposed on 25th August, 2017 & the Board has approved the appointment of M/s Doogar & Associates, Chartered Accountants, (FRN:000561N) as the statutory auditor of the Company. M/s Doogar & Associates will hold the office for a period of 5 consecutive years from the conclusion of the 13th Annual General Meeting of the Company till the conclusion of 18th Annual General Meeting to be held in year 2022. The first year of audit will be of the Financial Statements for the year ending March 31, 2018.

“RESOLVED THAT pursuant to the provisions of the section 139 & 142 and other applicable provisions of the Companies act, 2013 and the rule, made thereunder, as amended from time to time, pursuant to the proposal of the Audit Committee of the Company and on approval of the Board of Directors of the Company M/s Doogar & Associates (FRN: 000561N) be and is hereby appointed as the Statutory auditor of the Company in place of M/s Surendra G. & Company, Chartered Accountants (FRN: 001757C) who retires at ensuing annual general meeting, to hold the office for a period of 5 consecutive years commencing from the conclusion of the 13th Annual General Meeting of the company in the year 2017-18, on a remuneration that may be determined by the audit committee in consultation with the auditors.”

By order of the Board of Directors
For Sea TV Network Limited
Sd/-
Vandana Rathore
Company Secretary

25th August, 2017
Agra

Notes:

- A. A member entitled to attend and vote at the meeting may appoint a proxy to attend and vote on a poll on his behalf. A proxy need not be a member of the Company. A person can act as proxy on behalf of not exceeding fifty Members and holding in the aggregate not more than 10% of the total Equity Share Capital of the Company. Any Member holding more than 10% of the total Equity share capital of the Company may appoint a single person as proxy and in such a case, the said person shall not act as proxy for any other person or member.
- B. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution authorizing their representative to attend and vote in the meeting on their behalf.
- C. A blank Proxy Form is enclosed with this notice and if intended to be used, the form duly completed should be deposited at the Registered Office of the Company not less than forty-eight hours before commencement of Annual General Meeting.
- D. During the period beginning 24 hours before the time fixed for the commencement of the meeting and until the conclusion of the meeting, a member would be entitled to inspect the proxies lodged during the business hours of the Company, provided that not less than 3 days of notice in writing is given to the company.



- E. Members/ Proxies are requested to bring a copy of this notice as no copies will be made available at the meeting. Under no circumstances, photocopies of the admission slip will be allowed for admission to the meeting place. Those members who do not receive copies of annual report can collect their copies from the Registered Office of the Company.
- F. Members/Proxies should bring the attendance slips duly filled in for attending the meeting.
- G. The Register of Directors and Key managerial personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 & the Register of Contracts or Arrangement in which Directors are interested, maintained under section 189 of the Act, will be available for inspection by the members of the Company at the AGM.
- H. The Registers of Members will be closed from Tuesday the 19th day of September, 2017 to Monday the 25th day of September, 2017, both days inclusive. The Transfer Books of the Company will also remain closed for the aforesaid period
- I. Members can avail the nomination facility with respect to shares held, by submitting a request in writing to the Company or to M/s Link Intime India Private Limited, the Registrar and Share Transfer Agent of the Company.
- J. Mrs. Sonal Jain, Director, retire by rotation at the ensuing Annual General Meeting and being eligible, offer herself for re-appointment. Brief resume(s) of the director, with other details as required under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 & agreement entered into with the stock exchange(s), are provided in the Corporate Governance Report annexed in the annual report.
- K. The details of the stock exchanges, on which the securities of the Company are listed, are given separately in this Annual Report.
- L. Any query related to the accounts may be sent at the Registered Office of the Company at least 10 days before the date of the Annual General Meeting.
- M. We urge members to support our commitment to environmental protection by choosing to receive their shareholding communication through email. You can do this by updating your email addresses with your depository participants.
- N. The Annual Report 2016-17, the notice of the 13th annual general meeting and instructions for e-voting, along with the attendance slip and proxy form, are being sent by electronic mode to the members whose email id is registered with the Company/depository participants unless the a member has requested for a physical copy of the documents. For members who have not registered their email addresses, physical copies are being sent by the permitted mode.
- O. Members may also note that the notice of the 13th AGM & the Annual Report 2016-17 will be available on **www.seatvnetwork.com** the website of the Company.



- P. The SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are therefore requested to submit their PAN to their depository participants. Members holding shares in physical form are required to submit their PAN details to the Registrar and share transfer agent of the Company.
- Q. All documents referred to in the accompanying notice are available for inspection at the Registered Office of the Company during working hours between 10:00 A.M. to 1:00 P.M. except holidays up to the date of Annual General Meeting.
- R. Members may please note that briefcase, bag and/or eatables shall not be allowed to be taken inside the hall for security reason.

The shareholders need to furnish the printed attendance slip along with a valid identity proof such as the PAN card, AADHAR card, Driving License to enter the AGM Hall.

By order of the Board of Directors
For Sea TV Network Limited

sd/-
Vandana Rathore
Company Secretary

25th August, 2017
Agra



Voting through electronic means

In compliance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Listing Agreement entered into with the Stock Exchange and provisions of section 108 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer e-voting facility to the members to exercise their right to vote by electronic means on all Resolutions set forth in the Notice convening the 13th Annual General Meeting to be held on 25/09/2017.

The 'Step-by-Step' procedure and instructions for casting your vote electronically are as under:

- (i) The voting period begins on 22nd September, 2017 at 9:00 am and ends on 24th September, 2017 at 5:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (18th September, 2017) ,may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Log on to the e-voting website www.evotingindia.com
- (iii) Click on “Shareholders” tab.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none">• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as
	mentioned in instruction (iv)



- (i) After entering these details appropriately, click on “SUBMIT” tab.
- (ii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is also to be used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iv) Click on the EVSN for the relevant **Sea TV Network Limited** on which you choose to vote.
- (v) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (vi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (vii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (viii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (ix) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (x) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xi) Note for Non – Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.



- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

General

- (A) The voting period begins on 22nd September, 2017 (09:00 am) and ends on 24th September, 2017 (5:00 pm) During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 18th , September 2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (B) Mr. Amit Gupta, Practising Company Secretary, (Membership No. 5478), has been appointed as the Scrutinizer to scrutinize the e-voting process.
- (C) The results of e-voting shall be declared on or after the AGM of the Company and the Results declared with Scrutinizer report shall be placed on the website of the Company i.e. <http://seatvnetwork.com> and also on the website of CDSL viz. www.cdslindia.com within two days of passing of the resolution of the AGM of the Company.



SEA TV NETWORK LIMITED

CIN: L92132UP2004PLC028650

Regd. Office: 148, Manas Nagar, Shahganj, Agra-282010
Tel: 0562-4036666, Fax: 0562-2511070, Email: admin@seatvnetwork.com

ATTENDANCE SLIP

13TH ANNUAL GENERAL MEETING

(Please complete this attendance slip and hand it over at the entrance of meeting hall)

DP Id*		Name & Address of Registered Shareholders
Client Id*		
Regd. Folio. No.		
No. of Shares Held		

* Applicable for shareholding in electronic form.

I certify that I am a registered shareholder / proxy for the registered shareholder of the Company.

I hereby record my presence at the **13th Annual General Meeting of the Company held on Monday, September 25, 2017 at 02.00 P.M. at Hotel Taj Inn, 18/163, B/4, Fatehabad Road, Taj View Crossing, Bagichi, Agra, Uttar Pradesh 282001.**

I hereby give my consent to receive the Annual Reports and Accounts and other documents permissible to be sent through electronic mode, on my e-mail ID- instead of physical form.

Signature of Shareholder/Proxy

Notes:

1. A member or his duly appointed Proxy wishing to attend the meeting must complete this Attendance Slip and hand it over at the entrance.
2. Name of the Proxy in Block letters..... (in case the Proxy attends the meeting)
3. Those who hold shares in Demat form to quote their Demat Account No. and Depository Participant (D.P.) ID. No.
4. Shareholders/proxy holders desiring to attend the meeting may bring his/her copy of Annual Report for reference at meeting.

Electronic Voting Particulars

Electronic Voting Sequence No. (EVSN)	User ID	Sequence Number

Note: Please read the instructions printed under the Note No.(i) to (xvii) to the Notice dated August 25th, 2017 of the Thirteenth Annual General Meeting. The voting period starts from 09:00 a.m. (IST) on Friday, September 22, 2017 and ends at 05:00 p.m. (IST) on Sunday, September 24, 2017. The voting module shall be disabled by CDSL for voting thereafter.



SEA TV NETWORK LIMITED

CIN: L92132UP2004PLC028650

Regd. Office: 148, Manas Nagar, Shahganj, Agra-282010

Tel: 0562-4036666, Fax: 0562-2511070, Email: admin@seatvnetwork.com

Form No.MGT-11

Proxy form

[Pursuant to section 105 (6) of the Companies Act, 2013 and rule 19 (3)
Of the Companies (Management and Administration) Rules, 2014]

Name of the member(s): _____

Registered address: _____

E-mail Id: _____

Folio No/Client Id: _____

DPID: _____

I/We, being the member (s) of _____ shares of the above named company, hereby appoint

1. Name: _____
Address: _____
E-mail Id: _____
Signature: _____, or failing him/her

2. Name: _____
Address: _____
E-mail Id: _____
Signature: _____, or failing him/her

3. Name: _____
Address: _____
E-mail Id: _____
Signature: _____, or failing him/her

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 13th Annual general meeting of the company, to be held on the 25th day of September, 2017 At 2:00 p.m. at Hotel Taj Inn, 18/163, B/4, Fatehabad Road, Taj View Crossing, Bagichi, Agra, Uttar Pradesh 282001 and at any adjournment thereof in respect of such resolutions as are indicated below:



Resolution Number	Resolution	For	Against
	ORDINARY RESOLUTIONS		
1.	To consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2017 and the report of the Auditors thereon.		
2.	To appoint a director in place of Mrs. Sonal Jain, who retires by rotation and being eligible offers himself for re-appointment		
3.	To appoint M/s. Doogar & Associates as the auditors of the Company		

Signed this _____ day of _____ 2017

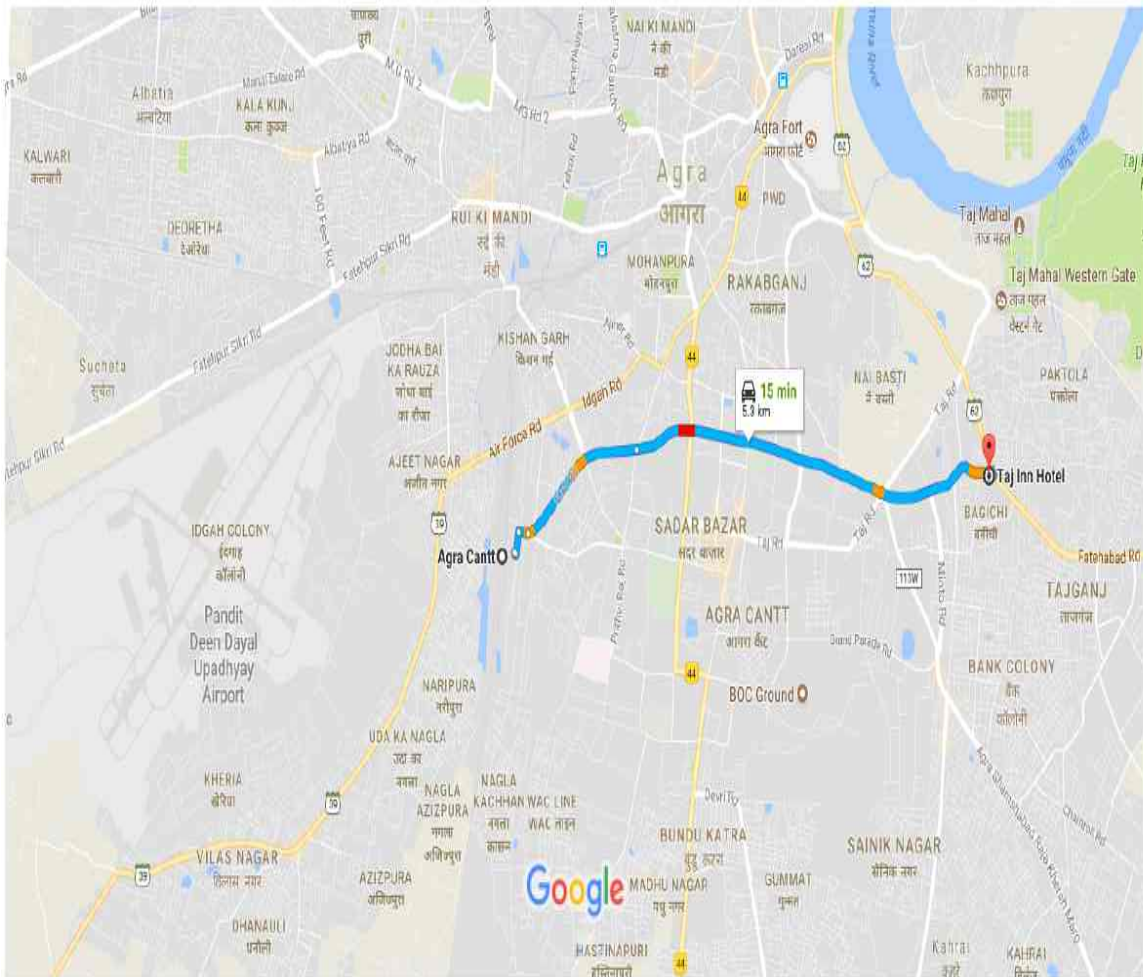
Signature of shareholder _____

Signature of Proxy holder(s) _____

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. It is optional to indicate your preference. If you leave the for, against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

Route Map from Agra Cantt, Railway Station to Hotel Taj Inn Agra



Map data ©2017 Google India 500 m



via The Mall Rd

Fastest route, the usual traffic

15 min

5.3 km