



SEA TV NETWORK LIMITED

Regd. Office: 148, Manas Nagar, Shahganj, Agra-282010
Website: www.seatvnetwork.com E-mail Id: admin@seatvnetwork.com
CIN: L92132UP2004PLC028650 Tel: 0562-4036666
Fax: +91-562-4036666

NOTICE OF 15th ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE FIFTEENTH (15TH) ANNUAL GENERAL MEETING OF THE MEMBERS OF THE SEA TV NETWORK LIMITED WILL BE HELD ON SATURDAY, 28TH SEPTEMBER, 2019, AT 3:15 P.M. AT HOTEL P L PALACE LORDS INN AGRA, MAHATMA GANDHI ROAD, SANJAY PLACE, AGRA, UTTAR PRADESH 282002 INDIA TO TRANSACT THE FOLLOWING BUSINESSES:-

❖ **Ordinary Business:**

To consider and, if thought, fit to pass, the following resolutions as an Ordinary Resolution(s):

Item No. 1- To consider and adopt (a) the audited standalone financial statement of the Company for the financial year ended March 31, 2019 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, 2019 and the report of the Auditors thereon:

“RESOLVED THAT the audited standalone financial statement of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

“RESOLVED THAT the audited consolidated financial statement of the Company for the financial year ended March 31, 2019 and the report of Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

Item No. 2- To consider and approve the Appointment of Director in place of Mr. PANKAJ JAIN, who retires by rotation and being eligible, offers himself for re-appointment:

“RESOLVED THAT Mr. Pankaj Jain (DIN: 00509839), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as director of the company liable to retire by rotation.”

Item No. 3- To continue the appointment of M/s. Doogar and Associates as Statutory Auditors for the remaining term and to fix their remuneration:

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the members of the company be and hereby ratifies the appointment of M/s. Doogar and Associates, Chartered Accountants, (Firm Registration No. 000561N), as the Statutory Auditors of the Company for remaining term, from the conclusion of 15th Annual general meeting of the Company till the conclusion of 18th Annual general meeting of the Company, on such remuneration plus Goods and service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the said Auditors.”



❖ **Special Business:**

To consider and, if thought, fit to pass, the following resolutions as a Special Resolution(s):

Item No. 4- To consider and approve the re-appointment of Mr. Tika Ram Sharma (DIN: 05127777) as an Independent Director of the Company for a second term of 5 (Five) consecutive years:

“**RESOLVED THAT** pursuant to provisions of Sections 149, 152 and any other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17(1A) and other applicable of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Tika Ram Sharma (DIN: 05127777), Independent Non-Executive Director of the Company who has submitted a declaration under Section 149(7) of the Act and Regulation 25(8) of the Listing Regulations that he meets the criteria for independence as provided in the Act and the Listing Regulations and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for a second term of Five (5) consecutive years with effect from the conclusion of this 15th (Fifteenth) Annual General Meeting as well as to continue to hold the position of Independent Non-Executive Director beyond the age of seventy five (75) years.”

“**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and pursuant to the provisions of sub-regulation 1A of Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of the shareholders of the Company, be and is hereby accorded for continuance of Mr. Tika Ram Sharma (DIN: 05127777) aged about 76 years as an Independent Director of the Company from April 01, 2019 to the date of ensuing 15th annual general meeting of the Company.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things as it may deem necessary and authorize executives of the Company for the purpose of giving effect to this Resolution.”

Item No. 5- To consider and approve the re-appointment of Mr. Narendra Kumar Jain (DIN: 01985845) as an Independent Director of the Company for a second term of 5 (Five) consecutive years:

“**RESOLVED THAT** pursuant to provisions of Sections 149, 152 and any other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and those contained in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Narendra Kumar Jain (DIN: 01985845), Independent Non-Executive Director of the Company who has submitted a declaration under Section 149(7) of the Act and Regulation 25(8) of the Listing Regulations that he meets the criteria for independence as provided in the Act and the Listing Regulations and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for a second term of Five (5) consecutive years with effect from the conclusion of this 15th (Fifteenth) Annual General Meeting.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things as it may deem necessary and authorize executives of the Company for the purpose of giving effect to this Resolution.”



Item No. 6- To consider and approve the re-appointment of Mr. Rajeev Kumar Jain (DIN: 01987821) as an Independent Director of the Company for a second term of 5 (Five) consecutive years:

“**RESOLVED THAT** pursuant to provisions of Sections 149, 152 and any other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and those contained in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Rajeev Kumar Jain (DIN: 01987821), Independent Non-Executive Director of the Company who has submitted a declaration under Section 149(7) of the Act and Regulation 25(8) of the Listing Regulations that he meets the criteria for independence as provided in the Act and the Listing Regulations and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for a second term of 5 (Five) consecutive years with effect from the conclusion of this 15th (Fifteenth) Annual General Meeting.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things as it may deem necessary and authorize executives of the Company for the purpose of giving effect to this Resolution.”

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

Place: Agra

Date: August 23rd, 2019

Snehal Agarwal
Company Secretary & Compliance Officer
Membership Number: A54342

Notes:

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.

A. 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.

B. 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.

C. 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.

D. 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.

E. Members/Proxies should bring the attendance slips duly filled in for attending the meeting.

F. 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.

G. M/s. Doogar and Associates, Chartered Accountants, who were appointed as the Statutory Auditors at the Thirteenth Annual General Meeting held on 25th September, 2017, for a period of 5 (Five) years. Pursuant to the amendment to the section 139 of the Companies Act, 2013, effective from 7th May, 2018, the ratification of the appointment of auditors by the members at every Annual General Meeting has been done away with. Accordingly, consent of members is being sought for their continuance as statutory auditors for remaining term up to the conclusion of 18th Annual General Meeting.

H. The Registers of Members will be closed from Saturday the 21st day of September, 2019 to Saturday the 28th day of September, 2019, 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. Mr. Pankaj Jain, Director, retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself 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 2018-19, the notice of the 15th 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 15th AGM, Annual Report 2018-19 & the Extract of Annual Report (Form MGT-9) 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. Securities and Exchange Board of India ("SEBI") has mandated that securities of listed companies can be transferred only in dematerialised form w.e.f. April 1, 2019. Accordingly, the Company/RTA has stopped accepting any fresh lodgment of transfer of shares in physical form. Members holding shares in physical form are advised to avail of the facility of dematerialisation.

R. 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.

S. Members may please note that briefcase, bag and/or eatables shall not be allowed to be taken inside the hall for security reason.

T. 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
of Sea TV Network Limited

Place: Agra

Date: August 23rd, 2019

Snehal Agarwal
Company Secretary & Compliance Officer
Membership Number: A54342



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 15th Annual General Meeting to be held on 28th September, 2019.

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

- A. The voting period begins on 25th September, 2019 at 9:00 am and ends on 27th September, 2019 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 (21st September, 2019), may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- B. Log on to the e-voting website www.evotingindia.com
- C. Click on “Shareholders” tab.
- D. 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.
- E. Next enter the Image Verification as displayed and Click on Login.
- F. If you are holding shares in de-mat 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.
- G. If you are a first time user follow the steps given below:

	For Members holding shares in De-mat Form and Physical Form
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both de-mat 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 de-mat account or in the company records for the said de-mat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your de-mat account or in the company records for the said de-mat account or folio. 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)

- H. After entering these details appropriately, click on “SUBMIT” tab.
- I. Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in de-mat 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 de-mat 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.
- J. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- K. Click on the EVSN for the relevant **Sea TV Network Limited** on which you choose to vote.



- L. 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.
- M. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- N. 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.
- O. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- P. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- Q. If De-mat 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.
- R. 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 favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- S. 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.
- T. 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:

- i. The voting period begins on 25th September, 2019 (09:00 am) and ends on 27th September, 2019 (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 21st September 2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. **Mr. Amit Gupta, Practising Company Secretary, (Membership No. 5478)**, has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- iii. 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.



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4, 5 & 6:

Pursuant to the requirement of Companies Act, 2013 (“the Act”) and Clause 49 of erstwhile Listing Agreement, Mr. Tika Ram Sharma (DIN: 05127777), Mr. Narendra Kumar Jain (DIN: 01985845) & Mr. Rajeev Kumar Jain (DIN: 01987821) were reappointed as an Independent Director at the 10th Annual General Meeting of the Company held on September 30, 2014 for a term of five (5) consecutive years up to 30.09.2019.

Mr. Tika Ram Sharma is Chairman of the Stakeholders Relationship committee and Risk management committee and member of Nomination & Remuneration Committee of Directors of the Company. Mr. Narendra Kumar Jain is Chairman of the Nomination & Remuneration Committee and a member of the Audit committee and Stakeholders Relationship Committee of the Board of Directors of the Company. Mr. Rajeev Kumar Jain is Chairman of the Audit Committee and a member of the Nomination & Remuneration Committee and Risk Management committee of the Board of Directors of the Company.

As per Section 149(10) of the Act, an Independent Director can hold office for a term upto five (5) consecutive years on the Board of a Company and may be re-appointed for another term upto five (5) consecutive years, with the approval of Members of the Company by way of Special Resolution.

In the opinion of the Board of Directors of the Company, Mr. Tika Ram Sharma, Mr. Narendra Kumar Jain & Mr. Rajeev Kumar Jain fulfil the conditions for appointment of Independent Director as specified in the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and is independent of the management.

The Board of Directors at its meeting held on September 2nd, 2019, on the recommendation of the Nomination and Remuneration Committee and based on the performance evaluation, considers that given his background and experience and contributions made by him during his tenure, the association of Mr. Tika Ram Sharma, Mr. Narendra Kumar Jain & Mr. Rajeev Kumar Jain would be beneficial to the Company and it is desirable to re-appoint them as an Independent Director for another term of Five (5) consecutive years with effect from the conclusion of this 15th Annual General Meeting.

Further, as per requirement of Regulation 17(1A) of the Listing Regulations, which are effective from April 1, 2019, a person who has attained the age of 75 years can continue the directorship in a company with the approval of Members by way of Special Resolution. Since Mr. Tika Ram Sharma is approaching the age of 76 years and in order to continue his directorship upon his attaining the age of 75 years, during the second term of his appointment, the Board also recommends the continuation of directorship of Mr. Tika Ram Sharma beyond the age of 75 years, for approval by the Members of the Company.

Copy of the draft letter of appointment of Mr. Tika Ram Sharma, Mr. Narendra Kumar Jain & Mr. Rajeev Kumar Jain setting out the terms and conditions of appointment are available for inspection by the Members of the Company without any fee at the Registered Office of the Company.

The details of Mr. Tika Ram Sharma, Mr. Narendra Kumar Jain & Mr. Rajeev Kumar Jain as required under the provisions of Regulation 36(3) of the Listing Regulations and other applicable provisions are provided in **Annexure – VI** to this Notice. Additional information in respect of them, pursuant to the Listing Regulations 2015 and the Secretarial Standard on General Meetings, are provided herein below and detailed profiles are available on company’s website www.seatvnetwork.com

The consent of the Members by way of Special Resolution is required for re-appointment of Mr. Tika Ram Sharma, Mr. Narendra Kumar Jain & Mr. Rajeev Kumar Jain, in terms of Section 149 of the Act. Further, pursuant to Regulation 17 of the Listing Regulations 2015, consent of the Members by way of Special Resolution is also required for continuation of a Non-Executive Director beyond the age of seventy five years. Mr. Tika Ram Sharma has already attained the age of 75 years and Mr. Narendra Kumar Jain & Mr. Rajeev Kumar Jain shall attain the age of seventy five years on 15.10.2034 & 15.03.2045 respectively, during the proposed term of re-appointment. The Special Resolutions under Item Nos. 4, 5 and 6, once passed, shall also be deemed as your approval under the Listing Regulations 2015, for continuation of these directors as Independent Directors beyond the age of seventy five years.



Requisite Notices under Section 160 of the Act proposing the re-appointment of Mr. Tika Ram Sharma, Mr. Narendra Kumar Jain & Mr. Rajeev Kumar Jain have been received by the Company, and consents have been filed by them pursuant to Section 152 of the Act.

Mr. Tika Ram Sharma, Mr. Narendra Kumar Jain & Mr. Rajeev Kumar Jain do not hold by himself or for any other person on a beneficial basis, any shares in the Company. Mr. Tika Ram Sharma, Mr. Narendra Kumar Jain & Mr. Rajeev Kumar Jain have given a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations.

None of the Directors or Key Managerial Personnel of the Company or their relatives except Mr. Tika Ram Sharma, Mr. Narendra Kumar Jain & Mr. Rajeev Kumar Jain is, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 4, 5 & 6 of the Notice.

The Board recommends the Special Resolution set out at Item No. 4, 5 & 6 of the Notice for approval by the Members.



SEA TV NETWORK LIMITED

Regd. Office: 148, Manas Nagar, Shahganj, Agra-282010
Website: www.seatvnetwork.com E-mail Id: admin@seatvnetwork.com
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ATTENDANCE SLIP 15th 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 hereby certify that I am a registered shareholder / proxy for the registered shareholder of the Company.
I hereby record my presence at the **15th Annual General Meeting of the Company held on Saturday, September 28th, 2019 at 3:15 P.M. at Hotel P L Palace Lords Inn Agra, Mahatma Gandhi Road, Sanjay Place, Agra, Uttar Pradesh 282002.**

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:

- A member or his duly appointed Proxy wishing to attend the meeting must complete this Attendance Slip and hand it over at the entrance.
- Name of the Proxy in Block letters..... (in case the Proxy attends the meeting)
- Those who hold shares in De-mat form to quote their De-mat Account No. and Depository Participant (D.P.) ID. No.
- 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
190823066		

Note: Please read the instructions printed under the Note No.(i) to (xviii) to the Notice dated August 23rd, 2019 of the Fifteenth (15th) Annual General Meeting. The voting period starts from 09:00 a.m. (IST) on Wednesday, September 25, 2019 and ends at 05:00 p.m. (IST) on Friday, September 27, 2019. The voting module shall be disabled by CDSL for voting thereafter.



SEA TV NETWORK LIMITED

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

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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

4. 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 15th Annual general meeting of the company, to be held on the 28th day of September, 2019 At 3:15 p.m. at Hotel P L Palace Lords Inn Agra, Mahatma Gandhi Road, Sanjay Place, Agra, Uttar Pradesh 282002 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Particular(s)	For	Against
	ORDINARY RESOLUTION(S)		
1.	To consider and adopt (a) the audited standalone financial statement of the Company for the financial year ended March 31, 2019 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, 2019 and the report of the Auditors thereon;		



2.	To consider and approve the Appointment of Director in place of Mr. Pankaj Jain, who retires by rotation and being eligible, offers himself for re-appointment;		
3.	To continue the appointment of M/s. Doogar and Associates as Statutory Auditors for the remaining term and to fix their remuneration;		
SPECIAL RESOLUTION(S)			
4.	To consider and approve the re-appointment of Mr. Tika Ram Sharma (DIN: 05127777) as an Independent Director of the Company for a second term of 5 (Five) consecutive years;		
5.	To consider and approve the re-appointment of Mr. Narendra Kumar Jain (DIN: 01985845) as an Independent Director of the Company for a second term of 5 (Five) consecutive years;		
6.	To consider and approve the re-appointment of Mr. Rajeev Kumar Jain (DIN: 01987821) as an Independent Director of the Company for a second term of 5 (Five) consecutive years;		

Signed this _____ day of _____ 2019

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.*



Annexure – VI

NAME OF DIRECTOR	Mr. TIKA RAM SHARMA		Mr. NARENDRA KUMAR JAIN		Mr. RAJEEV KUMAR JAIN	
DATE OF BIRTH	29/04/1943		15/10/1959		15/03/1971	
AGE	76 Yrs.		60 Yrs.		49 Yrs.	
DIRECTOR IDENTIFICATION NUMBER	05127777		01985845		01987821	
QUALIFICATIONS	Post Graduate in Economics and Law		Commerce and Arts Graduate		Commerce Graduate	
DATE OF APPOINTMENT AT CURRENT DESIGNATION	29/09/2012		16/05/2008		30/09/2009	
SHAREHOLDINGS IN THE COMPANY AS ON MARCH 31, 2019	NIL		NIL		NIL	
DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE.	NIL		NIL		NIL	
THE NUMBER OF MEETINGS OF THE BOARD ATTENDED DURING THE F.Y. 2018-19	No. of Board Meetings held	Board Meetings Attended	No. of Board Meetings held	Board Meetings Attended	No. of Board Meetings held	Board Meetings Attended
	8	8	8	8	8	8
DIRECTORSHIP IN OTHER COMPANIES AS ON MARCH 31, 2019	<u>Listed Co.: NIL</u> <u>Unlisted Co.:</u> <ul style="list-style-type: none"> ▪ <u>Pathicare Remedies Private Limited</u> 		<u>Listed Co.: NIL</u> <u>Unlisted Co.:</u> <ul style="list-style-type: none"> ▪ <u>Sea News Network Limited</u> ▪ <u>Jain Telemedia Services Limited</u> 		<u>Listed Co.: NIL</u> <u>Unlisted Co.:</u> <ul style="list-style-type: none"> ▪ <u>Sea News Network Limited</u> 	
CHAIRMANSHIP/MEMBERSHIP OF COMMITTEES OF OTHER BOARD	NIL		1. Chairman-Audit Committee(Sea News Network Limited) 2. Member-Nomination & Remuneration Committee (Sea News Network Limited)		1. Chairman-Nomination & Remuneration Committee (Sea News Network Limited) 2. Member-Audit Committee (Sea News Network Limited)	

Route Map from Agra Cantt, Railway Station to P L Palace Lords Inn Agra

