

CATVISION LIMITED

CIN: L92111DL1985PLC021374

Regd. Office: H-17/202, Second Floor, Main Vikas Marg, Laxmi Nagar, Delhi - 110092

Corporate Office: E-14 & 15, Sector – 8, Noida – 201301, U.P., India

Tel.: +91(120) 4936750, Fax: +91(120) 4936776, Website: www.catvisionindia.com

Email: catvision@catvisionindia.com

NOTICE

NOTICE is hereby given that the 34th Annual General Meeting ('AGM') of the members of Catvision Limited ('the Company') will be held on Monday, the 30th Day of September, 2019 at 12.30 p.m., at Riverside Sports & Recreation Club, Club Avenue, Mayur Vihar Phase-1, New Delhi-110091 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company (Standalone & Consolidated) for the financial year ended 31st March, 2019 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Sudhir Damodaran (DIN: 01091518), who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. **To re-appoint Dr. Sunil Anand (DIN: 00770353) as an Independent Director of the Company.**

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

"RESOLVED that pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], Dr. Sunil Anand (DIN: 00770353) who was appointed as an Independent Director of the Company at the 29th Annual General Meeting ("AGM") of the Company and who holds office of the Independent Director up to the ensuing AGM and who is eligible for being re-appointed as an Independent Director be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for the second term of five(5) consecutive years commencing from conclusion of the ensuing AGM till the conclusion of 39th AGM to be held in year 2024".

4. **To re-appoint Mr. Jagdish Prasad (DIN: 03440960)**

as an Independent Director of the Company.

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

"RESOLVED that pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], Mr. Jagdish Prasad (DIN: 03440960) who was appointed as an Independent Director of the Company at the 29th Annual General Meeting ("AGM") of the Company and who holds office of the Independent Director up to ensuing AGM and who is eligible for being re-appointed as an Independent Director be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for the second term of five(5) consecutive years commencing from conclusion of the ensuing AGM till the conclusion of 39th AGM to be held in year 2024".

5. **To re-appoint Mr. Raman Rajeev Misra (DIN: 01602244) as an Independent Director of the Company.**

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

"RESOLVED that pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], Mr. Raman Rajeev Misra (DIN: 01602244) who was appointed as an Independent Director of the Company at the 29th Annual General Meeting ("AGM") of the Company and who holds office of the Independent Director up to ensuing AGM and who is eligible for

being re-appointed as an Independent Director be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for the second term of five(5) consecutive years commencing from conclusion of the ensuing AGM till the conclusion of 39th AGM to be held in year 2024”.

By Order of the Board
For **Catvision Limited**

Syed Athar Abbas
Managing Director
DIN 00770259

Place: Noida, U.P.
Date : 14.08.2019

Registered Office

H-17/202, 2nd Floor, Main Vikas Marg,
Laxmi Nagar, Delhi-110092

NOTES:

1. A Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote only on a poll instead of himself/herself and the proxy need not be a member of the Company. The instrument appointing a proxy, to be effective, must be duly filled, stamped and signed and must reach the Registered Office of the Company not later than 48 hours before the commencement of the AGM.

A person can act as proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. An Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013, in respect of business to be transacted at the AGM, as set out under item no. 3, 4 & 5 above and the relevant details of the Directors seeking re-appointment under Item No. 2, 3, 4 & 5 above as required under Regulation 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and as required under Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India is annexed thereto.
3. The Register of Members and Share Transfer Books will remain closed from 24th September, 2019 to 30th September, 2019 (both days inclusive).
4. Members holding shares in electronic form are hereby requested to update their bank particulars with their respective Depository Participants (DP) not to Company/RTA. Any such changes effected by DPs will automatically reflect in the Company's subsequent records.

Members holding shares in physical form and desirous of either registering bank particulars or changing bank particulars already registered against their respective folios are requested to intimate the Company and/or RTA.

5. SEBI vide its notification dated 8th June 2018 and further amendment vide its notification dated 30th November, 2018, prescribed that w.e.f 1st April, 2019 the requests for effecting transfer of listed securities (except in case of transmission or transposition of securities) shall not be processed unless the securities are held in dematerialized form with a Depository. This measure is aimed at curbing fraud and manipulation risk in physical transfer of securities by unscrupulous entities. Transfer of securities only in demat form will improve ease, facilitate convenience and safety of transactions for investors and will eliminate all risks associated with physical shares.

Therefore, Members who are holding shares in physical form are advised to convert their physical holding(s) in to dematerialized form. Members can contact the Company or RCMC Share Registry Pvt. Ltd. for assistance in this regard.

6. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Accordingly, members holding shares in demat form are requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form should submit their PAN to the Company and/or RTA.
7. **Transfer of Unclaimed Dividends amounts to the Investor Education and Protection Fund (IEPF):**
 - a. **Members are requested to note that dividends that are not claimed within 7 (Seven) years from the date of transfer to the Company's Unpaid Dividend Account, shall, as per Section 124 of the Act, be transferred to the Investor Education and Protection Fund (IEPF). Shares on which dividend remains unclaimed for 7 (Seven) years shall be transferred to the IEPF as per section 124 of the Act read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (Rules).**
 - b. **Members please note that amount of unclaimed dividend for the financial year 2011-12 together with shares is due for deposit to the Investor Education and Protection Fund on 30-09-2019.**
 - c. **Members further also note that amount of unclaimed dividend for the financial year 2016-**

17 together with shares is due for deposit to the Investor Education and Protection Fund on 30-09-2024.

- d. Members wishing to claim dividends that remain unclaimed are requested to correspond with the RTA or the Company and send their request along with their dividend warrants for revalidation with the letter of undertaking for issue of revalidated/duplicate dividend warrants respectively.**
- e. Members may note that the statement showing the details of unclaimed dividend of the financial year 2011-12 & 2016-17 is available at the website of the Company at www.catvisionindia.com.**
8. Every member entitled to vote at the meeting or on any resolution to be moved there at shall be entitled during the period beginning 24 hours before the time fixed for the commencement of the AGM and ending with the conclusion of the meeting, to inspect the proxies lodged, at any time during the business hours of the Company, provided that not less than three days' notice in writing of the intention so to inspect is given to the Company.
9. Green Initiative: Electronic copy of the Notice convening the 34th AGM of the Company, Annual Report along with the Attendance Slip and Proxy Form are being sent to the members who have registered their email addresses with the Company/ Depository Participants(s). For members who have not registered their email ids, physical copies of the aforementioned documents are being sent in the permitted means.

Members who have not registered their email ids so far, are requested to register their email ids for receiving all communication including Annual Reports, Notices etc., from the Company electronically.

10. Corporate Members intending to send their authorised representatives are requested to send a duly certified copy of the board resolution authorizing their representatives to attend and vote at the AGM.
11. Members are requested to:
- a.** note that copies of the Annual Report will not be distributed at the AGM, Members are, therefore, requested to bring their copies of Annual Report to the AGM.
- b.** deliver duly completed and signed attendance slip at the entrance of the meeting venue, as entry to the hall will be strictly against entry slips available at the counters of the venue in exchange of valid attendance slip. Members who hold shares in

dematerialized form are requested to bring their Client ID and DP ID numbers for identification.

- c.** note that the attendance slip and proxy form should be signed as per specimen signature registered with M/s RCMC Registry Pvt. Ltd., Registrar and Transfer Agent (RTA)/Depository Participant.
- d.** note that in case of joint holders attending the meeting, only such joint holder who is higher in the order of name will be entitled to vote.

note that members who hold shares in dematerialized form are requested to write their folio/client ID & DP ID Number(s) and those who hold shares(s) in physical form are requested to write their folio number(s) in the attendance slip for attending the meeting to facilitate identification of membership at the meeting.

12. Documents open for inspection:

- a.** Relevant documents referred to in the accompanying Notice and the statement pursuant to section 102(1) of the Act are available for inspection at the Company's Corporate office on all days except Saturdays, Sundays and Public holidays up to the date of the AGM between 11.00 a.m. to 1.00 p.m. Members may also note that the notice of the 34th AGM and Annual Report 2018-19 are available on the Company's website www.catvisionindia.com. The physical copies of the relevant documents will be available prior to the AGM.
- b.** The Register of Contracts or Arrangements in which directors are interested, maintained under Section 189 of the Act and the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, will be available for inspection at the AGM.

13. Members are requested to send their queries, if any, on the accounts and operations of the Company to the Company at least a week in advance, so that relevant information may be made available, if the Company permits such information to be furnished.
14. Members holding shares in identical order of names in more than one folio are requested to write to the company to enable consolidation of their holdings in one folio.
15. The facility for voting through Ballot Paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The ballot paper is enclosed here with the notice.

16. A Route Map showing directions to reach the venue of the 34th AGM is given along with this Notice. Proxy Form and Attendance Slip are annexed to this Notice.

17. Voting through electronic means:

- I. Remote e-voting: In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means and the business may be transacted through e-voting services. The facility of casting the votes by the members using electronic voting systems will be provided by National Securities Depository Limited (NSDL).
- II. The Board of Directors has appointed Mr. Pramod Kothari, Proprietor, Pramod Kothari & Co. Company Secretaries, as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.
- III. Members are requested to carefully read the instructions for e-voting before casting their vote.
- IV. The e-voting facility will be available during the following voting period after which the portal will be blocked and shall not be available for e-voting:

Commencement of e-voting	From 10.00 a.m. (IST) on 27 th September, 2019
End of e-voting	Up to 5.00 p.m. (IST) on 29 th September, 2019

At the end of the e-voting period, the facility shall forthwith be blocked. A person who is not a member as on the cut-off date should treat this notice for information purpose only.

- V. The cut-off date for the purpose of e-voting for AGM is 23rd September, 2019.

The procedure to login to NSDL e-voting systems and vote electronically consists of two steps as detailed hereunder:

Step 1 : Log-in to NSDL e-Voting system

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/>.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under

'Shareholders' section.

3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details will be as per details given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your user ID is:
For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID (For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****).
For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID (For example if your Beneficiary ID is 12***** then your user ID is 12*****).
For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the company (For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***).

Your password details are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

Retrieve your 'initial password'

- If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8

digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- Click on "Forgot User Details/Password" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - "Physical User Reset Password" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
5. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 6. Now, you will have to click on "Login" button.
 7. After you click on the "Login" button, Home page of e-Voting will open.

Step 2 : Cast your vote electronically on NSDL e-Voting system.

- After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
- After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
- Select "EVEN" of the Company.
- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to ppdkothari71@gmail.com with a copy marked to evoting@nsdl.co.in.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

Other information:

- Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.
 - It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
 - In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL at the following toll free no.: 1800-222-990.
8. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
 9. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
 10. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
 11. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the

conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

12. The Results shall be declared either by the Chairman or by an authorised person of the Chairman and the resolution will be deemed to have been passed on the AGM date subject to receipt of requisite number of votes in favour of the resolution.
13. After the declaration of results, the same shall be placed along with the Scrutinizer's report on the Company's website www.catvisionindia.com and on the website of NSDL and communicated to BSE Limited, where the shares of the Company are listed, for placing the same on their websites.

By Order of the Board
For **Catvision Limited**

Syed Athar Abbas
Managing Director
DIN 00770259

Place: Noida, U.P.
Date : 14.08.2019

Registered Office

H-17/202, 2nd Floor, Main Vikas Marg,
Laxmi Nagar, Delhi-110092

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

Item No 3, 4 & 5 Appointment of Independent Directors as per Section 149 of Companies Act, 2013.

Dr. Sunil Anand, Mr. Jagdish Prasad and Mr. Raman Rajeev Misra were appointed as Independent Directors on the Board of the Catvision Limited ("the Company") pursuant to the provisions of section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the erstwhile Clause 49 of the Listing Agreement with the stock exchanges, by the Shareholders at the 29th Annual General Meeting ("AGM") of the Company held on 30th September, 2014. They hold office as Independent Directors of the Company up to the ensuing AGM ("first term") in line with the explanation to section 149(10) and 149(11) of the Act.

The Board of Directors in its meeting held on 14th August, 2019, based on the outcome of the performance

evaluation exercise, recommendations of Nomination and Remuneration Committee, background, experience and contributions made by the aforesaid Directors has approved the re-appointment of the aforesaid Directors for a second term of five(5) consecutive years w.e.f conclusion of ensuing AGM till the conclusion of 39th AGM to be held in 2024, subject to the approval of shareholders of the Company.

Dr. Sunil Anand, Mr. Jagdish Prasad and Mr. Raman Rajeev Misra are not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given their consent to act as Director of the Company.

The Company has also received declarations from the aforesaid Directors that they meet with the criteria of independence as prescribed under sub-Section (6) of Section 149 of the Act and Regulations 16(1), 17 and 17(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Dr. Sunil Anand, Mr. Jagdish Prasad and Mr. Raman Rajeev Misra fulfill the conditions for appointment as Independent Directors as specified in the Act and the rules made thereunder. Dr. Sunil Anand, Mr. Jagdish Prasad and Mr. Raman Rajeev Misra are independent of the Management.

Dr. Sunil Anand, Mr. Jagdish Prasad and Mr. Raman Rajeev Misra being appointees and their relatives to the extent of their holding, none of the other Directors / Key Managerial Personnel of the Company or their relatives in anyway, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3, 4 and 5.

The resolution set out in item no. 3, 4 and 5 of this notice is accordingly recommended for your approval.

By Order of the Board
For **Catvision Limited**

Place : Noida, U.P.
Date : 14.08.2019

Syed Athar Abbas
Managing Director
DIN 00770259

Registered Office

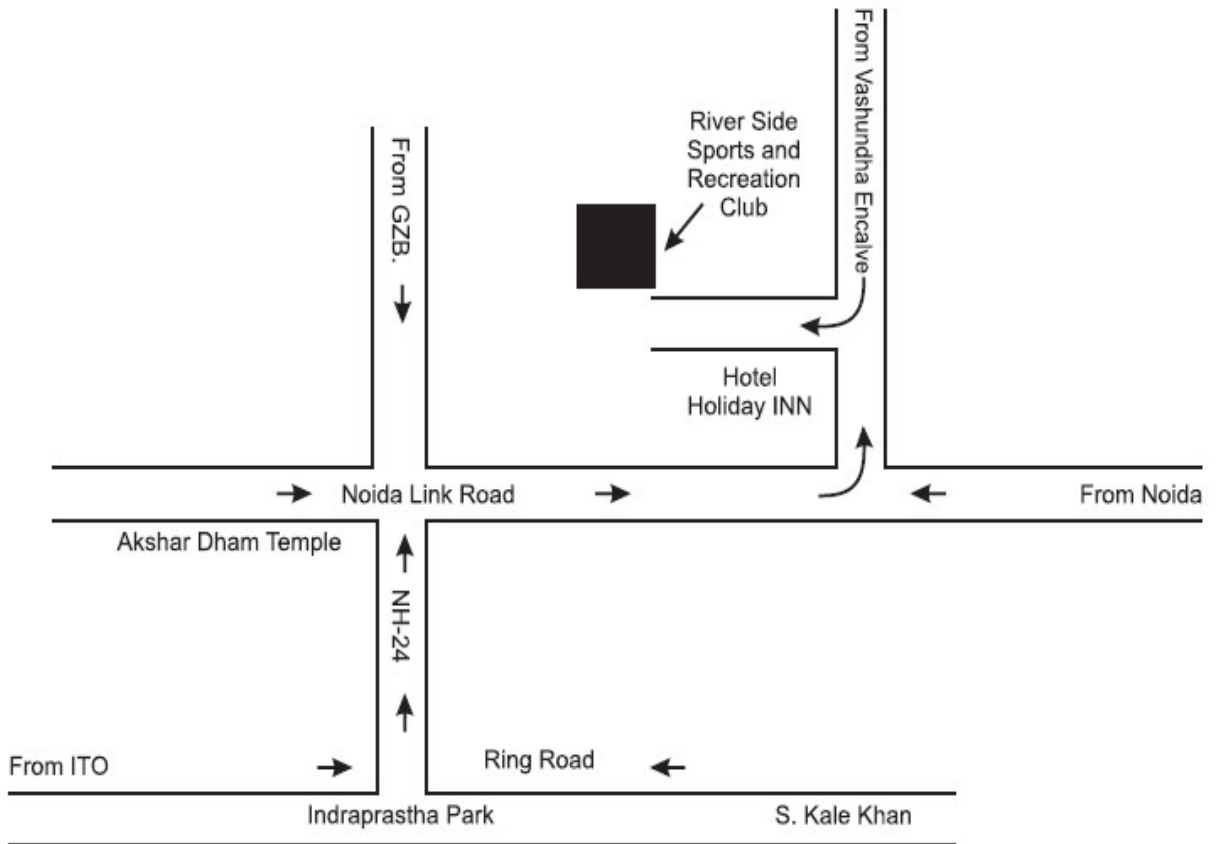
H-17/202, 2nd Floor, Main Vikas Marg,
Laxmi Nagar, Delhi-110092

ANNEXURE TO THE NOTICE

Brief resume of the aforesaid Directors, nature of their expertise and name of other companies in which they hold directorship and membership/ Chairmanship of the Board Committees in the Company as stipulated under Listing Regulations is provided below:

Name of Director	Date of Birth	Date of Appointment	Qualification and experience	List of Outside Directorship in Other Companies	Chairman/Member of the Committee of the Board of the Catvision Limited	Relationship with any other Director of the Company	No. of shares held in the Company
Mr. Sudhir Damodaran	28/12/1957	30/09/2004	Mr. Sudhir Damodaran is a Bachelor of Science from Bangalore University. He has been instrumental in building the marketing network of the company and has over 35 years of experience in cable television industry.	1. Catvision Unitron Pvt. Ltd. 2. Total Telemedia Pvt. Ltd.	NIL	No	600662
Dr. Sunil Anand	10/10/1955	15/07/2005	Dr. Sunil Anand is a professionally qualified MBBS. He has been in the business of medical equipment and is having vast experience.	1. DAA Business Solutions Pvt. Ltd.	Chairman of the Audit and Stakeholder Relationship Committee and Member of Nomination & Remuneration Committee	No	100
Mr. Jagdish Prasad	11/12/1955	27/05/2013	Mr. Jagdish Prasad is electronics engineer from IIT Kanpur and presently a director in a US based company that is in the business of defense equipment supply to India.	1. Doon Optical Systems Pvt. Ltd. 2. Agniroth Photonics Pvt. Ltd.	Member of the Audit and Nomination & Remuneration Committee	No	Nil
Mr. Raman Rajeev Misra	26/02/1955	31/10/2002	Mr. Raman Rajeev Misra is an Economics Honors Graduate from Punjab University. He has been in the business of International Trading.	1. Three S Infrastructure Pvt. Ltd. 2. Mexim India Pvt. Ltd.	Chairman of the Nomination & Remuneration Committee and Member of Audit & Stakeholders Relationship Committee	No	Nil

ROUTE MAP



CATVISION LIMITED

CIN: L92111DL1985PLC021374

Regd. Office: H-17/202, Second Floor, Main Vikas Marg, Laxmi Nagar, Delhi - 110092

Corporate Office: E-14 & 15, Sector – 8, Noida – 201301, U.P., India

Tel.: +91(120) 4936750, **Fax:** +91(120) 4936776, **Website:** www.catvisionindia.com

Email: catvision@catvisionindia.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/DP ID*

*As applicable for members holding shares in electronic form.

I/We, being the member (s) of Shares of the above named Company, hereby appoint

1. Name: E-mail Id:

Address:

..... Signature: or failing him/her

2. Name: E-mail Id:

Address:

..... Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 34th AGM of the Catvision Limited, to be held on 30th September, 2019 at 12.30 P.M. at Riverside Sports & Recreation Club, Club Avenue, Mayur Vihar, Phase-I, New Delhi-110091 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Particulars	Type of Resolution	I/We assent to the resolution please tick (✓)	I/We dissent to the resolution please tick (✓)
	Ordinary Business			
1.	To receive, consider and adopt the Audited Financial Statements of the Company (Standalone & Consolidated) for the financial year ended 31 st March, 2019 together with the Reports of the Board of Directors and Auditors thereon.	Ordinary		
2.	To appoint a director in place of Mr. Sudhir Damodaran (DIN 01091518), who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary		
	Special Business			
3.	To re-appoint Dr. Sunil Anand (DIN: 00770353) as an Independent Director of the Company.	Special		
4.	To re-appoint Mr. Jagdish Prasad (DIN: 03440960) as an Independent Director of the Company.	Special		
5.	To re-appoint Mr. Raman Rajeev Misra (DIN: 01602244) as an Independent Director of the Company.	Special		

Signed this day of 2019.

Signature of shareholder(s):

Signature of Proxy holder(s):

Affix Re.
1/- Revenue
Stamp

Note: 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.

CATVISION LIMITED

CIN: L92111DL1985PLC021374

Regd. Office: H-17/202, Second Floor, Main Vikas Marg, Laxmi Nagar, Delhi - 110092

Corporate Office: E-14 & 15, Sector – 8, Noida – 201301, U.P., India

Tel.: +91(120) 4936750, **Fax:** +91(120) 4936776, **Website:** www.catvisionindia.com

Email: catvision@catvisionindia.com

POLL FORM/BALLOT PAPER

The members who are not able to attend the 34th AGM can send their assent or dissent in writing in respect of the resolutions as set out in the notice by sending the duly filed and signed Poll form/Ballot Paper to Mr. Pramod Kothari, Scrutinizer, Pramod Kothari & Co., Company Secretaries, S-7, Shreejee Complex, Sharma Market, Sector-5, Noida (UP) 201301, so as to reach him on and before 30th September, 2019.

Name of the First Named Shareholder (in block letters)	
Postal Address	
Registered folio No./ *Client Id/DP ID No.	
Class of Share	
No. of Shares held	

(*Applicable to investors holding shares in dematerialized form)

I/We hereby exercise my/our vote in respect of the ordinary Resolution(s)/ Special Resolution(s) as specified in the Notice of Catvision Limited dated 14th August, 2019 and as enumerated below by recording my assent or dissent to the said resolution in following manner:

Sr. No.	Particulars	Type of Resolution	I/We assent to the resolution please tick (₹)	I/We dissent to the resolution please tick (₹)
Ordinary Business				
1.	To receive, consider and adopt the Audited Financial Statements of the Company (Standalone & Consolidated) for the financial year ended 31st March, 2019 together with the Reports of the Board of Directors and Auditors thereon.	Ordinary		
2.	To appoint a director in place of Mr. Sudhir Damodaran (DIN 01091518), who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary		
Special Business				
3.	To re-appoint Dr. Sunil Anand (DIN: 00770353) as an Independent Director of the Company.	Special		
4.	To re-appoint Mr. Jagdish Prasad (DIN: 03440960) as an Independent Director of the Company.	Special		
5.	To re-appoint Mr. Raman Rajeev Misra (DIN: 01602244) as an Independent Director of the Company.	Special		

Signature of the Member/ Beneficial Owner

ATTENDANCE SLIP

I/we certify that I/we am/are a registered shareholder/proxy/authorized representative for registered shareholder of the Company. I hereby record my presence at the 34th AGM of Catvision Limited held on 30th, September, 2019 at 12.30 p.m. at Riverside Sports & Recreation Club, Club Avenue, Mayur Vihar Phase-1, New Delhi-110091

Name & Address of the shareholder (in BLOCK letters) _____

Name of the Proxy Holder / Authorized Representative (if applicable) _____

Member's / Proxy's Signature _____ No of shares held _____

DP ID. _____ Ledger Folio No. _____

Note: Please fill this attendance slip and hand it over at the entrance of the meeting room.

