

September 30, 2015

The Manager – Listing Dept.
The Bombay Stock Exchange Limited
Floor 25, P J Towers, Dalal Street
Mumbai -400 001

The Manager- Listing Dept.
The National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (East)
Mumbai-400051

Sub.: (i) **Outcome of the Annual General Meeting**
(ii) **Disclosure under Clause 35A of the Listing Agreement**

Dear Sir,

This is to inform you that the 33rd Annual General Meeting ('AGM') of the Members of the Company was held on Wednesday, the 30th Day of September, 2015 at 9:00 a.m. at USO House, USO Road, Jeet Singh Marg, Qutab Institutional Area, New Delhi-110067. The mode of voting was e-voting and ballot paper. The details of the business transacted at the AGM are annexed hereto.

In accordance with Clause 35A of the Listing Agreement, we hereby inform that the Members of the Company at the AGM held on the aforesaid date transacted the following business:

Sr. No.	Description	Particulars		
A.	Date of AGM	September 30, 2015		
B.	Book Closure Date	September 23, 2015 to September 30, 2015 (both days inclusive)		
C.	Total No. of shareholders on Record Date (Cut off date for voting was September 23, 2015)	3,081		
D.	No. of shareholders present in the	meeting either in person or through proxy		
	Shareholders	In Person	Proxy	Total
	Promoters and Promoters Group	1	4	5
	Public	23	4	27
	Total	24	8	32

We request you to kindly take the above on record.

Yours faithfully,
For Cyber Media (India) Limited



Anoop Singh
Company Secretary



ANNEXURE

CYBER MEDIA (INDIA) LIMITED

Promoter/Public	No. of shares held	No. of Votes polled	% of Votes polled on outstanding shares (3)=(2)/(1)*100	No. of Votes-In favour	No. of Votes against	% of Votes in favour on Votes polled (6)=(4)/(2)*100	% of Votes Against on Votes polled (7)=(5)/(2)*100
	(1)	(2)		(4)	(5)		

Resolution No. 1:- To receive, consider and adopt the Balance Sheet as at March 31, 2015 and the Profit & Loss Account for the year ended on that date together with the Reports of the Directors and Auditors thereon.

Mode of Voting (e-Voting)

Promoters and Promoters Group	4814135	4814135	45.84	4814135	0	94.14	0
Public-Institutional Holders	0	0	0	0	0	0	0
Public- Others	5687107	299648	2.85	299648	0	5.86	0
Result	10501242	5113783	48.69	5113783	0	100.00	0

Mode of Voting (Through Ballot Paper)

Promoters and Promoters Group	4814135	0	0	0	0	0	0
Public-Institutional Holders	0	0	0	0	0	0	0
Public- Others	5687107	6	0.000057	6	0	100.00	0
Result	10501242	6	0.000057	6	0	100.00	0

Resolution No. 2:- To re-appoint a Director in place of Mr. Pradeep Gupta (DIN:00007520), who retires by rotation at this meeting and being eligible offers himself for re-appointment.

Mode of Voting (e-Voting)

Promoters and Promoters Group	4814135	4814135	45.84	4814135	0	94.14	0
Public-Institutional Holders	0	0	0	0	0	0	0
Public- Others	5687107	299648	2.85	299648	0	5.86	0
Result	10501242	5113783	48.69	5113783	0	100.00	0

Mode of Voting (Through Ballot Paper)

Promoters and Promoters Group	4814135	0	0	0	0	0	0
Public-Institutional Holders	0	0	0	0	0	0	0
Public- Others	5687107	6	0.000057	6	0	100.00	0
Result	10501242	6	0.000057	6	0	100.00	0

Cyber Media (India) Limited

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Resolution No. 3:- To re-appoint M/s Goel Mintri & Associates, Chartered Accountants as Statutory Auditors of the Company and to authorize the Board of Directors to fix their remuneration.

Mode of Voting (e-Voting)

Promoters and Promoters Group	4814135	4814135	45.84	4814135	0	94.14	0
Public-Institutional Holders	0	0	0	0	0	0	0
Public- Others	5687107	299648	2.85	299648	0	5.86	0
Result	10501242	5113783	48.69	5113783	0	100.00	0

Mode of Voting (Through Ballot Paper)

Promoters and Promoters Group	4814135	0	0	0	0	0	0
Public-Institutional Holders	0	0	0	0	0	0	0
Public- Others	5687107	6	0.000057	6	0	100.00	0
Result	10501242	6	0.000057	6	0	100.00	0

Resolution No. 4:- To Alter Articles of Association.

Mode of Voting (e-Voting)

Promoters and Promoters Group	4814135	4814135	45.84	4814135	0	94.14	0
Public-Institutional Holders	0	0	0	0	0	0	0
Public- Others	5687107	299648	2.85	299648	0	5.86	0
Result	10501242	5113783	48.69	5113783	0	100.00	0

Mode of Voting (Through Ballot Paper)

Promoters and Promoters Group	4814135	0	0	0	0	0	0
Public-Institutional Holders	0	0	0	0	0	0	0
Public- Others	5687107	6	0.000057	6	0	100.00	0
Result	10501242	6	0.000057	6	0	100.00	0

Cyber Media (India) Limited


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Resolution No. 5:- To Appoint Mrs. Varsha Bedi (DIN: 00850365) as Independent Director.

Mode of Voting (e-Voting)

Promoters and Promoters Group	4814135	4814135	45.84	4814135	0	94.14	0
Public-Institutional Holders	0	0	0	0	0	0	0
Public- Others	5687107	299648	2.85	299648	0	5.86	0
Result	10501242	5113783	48.69	5113783	0	100.00	0

Mode of Voting (Through Ballot Paper)

Promoters and Promoters Group	4814135	0	0	0	0	0	0
Public-Institutional Holders	0	0	0	0	0	0	0
Public- Others	5687107	6	0.000057	6	0	100.00	0
Result	10501242	6	0.000057	6	0	100.00	0

Resolution No. 6:- To Appoint Mr. Hoshiediar Rastom Ghaswalla (DIN: 06371019) as Whole-Time Director.

Mode of Voting (e-Voting)

Promoters and Promoters Group	4814135	4814135	45.84	4814135	0	94.14	0
Public-Institutional Holders	0	0	0	0	0	0	0
Public- Others	5687107	299648	2.85	299648	0	5.86	0
Result	10501242	5113783	48.69	5113783	0	100.00	0

Mode of Voting (Through Ballot Paper)

Promoters and Promoters Group	4814135	0	0	0	0	0	0
Public-Institutional Holders	0	0	0	0	0	0	0
Public- Others	5687107	6	0.000057	6	0	100.00	0
Result	10501242	6	0.000057	6	0	100.00	0

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Resolution No. 7:- To Appoint Mr. Dhaval Gupta (DIN: 05287458) as Whole-Time Director.

Mode of Voting (e-Voting)

Promoters and Promoters Group	4814135	4814135	45.84	4814135	0	94.14	0
Public-Institutional Holders	0	0	0	0	0	0	0
Public- Others	5687107	299648	2.85	299648	0	5.86	0
Result	10501242	5113783	48.69	5113783	0	100.00	0

Mode of Voting (Through Ballot Paper)

Promoters and Promoters Group	4814135	0	0	0	0	0	0
Public-Institutional Holders	0	0	0	0	0	0	0
Public- Others	5687107	6	0.000057	6	0	100.00	0
Result	10501242	6	0.000057	6	0	100.00	0

Cyber Media (India) Limited



Company Secretary



N S & ASSOCIATES

Company Secretaries

Off.: H-63, Ground Floor, Vijay Chowk, Laxmi Nagar, Delhi-110092

Res.: H.No. 481, Sector-IIIF, Second Floor, Vaishali, Ghaziabad, U.P.

Mob.: +91-9990418389, 8802269253

E-mail: nagendracs@gmail.com, ns.associates.pcs@gmail.com

Consolidated Report of Scrutinizer(s)

To,

Shri Pradeep Gupta
Chairman & Managing Director
Cyber Media (India) Limited
D-74, Panchsheel Enclave
New Delhi, Delhi-110017, India

Dear Sir,

I, **Nagendra Singh**, Company Secretary in Practice, appointed by the Board of Directors of **Cyber Media (India) Limited** (the Company) to act as the Scrutinizer in terms of section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules 2014, for the purpose of scrutinizing the voting process in respect of the Resolutions proposed at the 33rd Annual General Meeting of the company, do hereby submit my report as follows:

1. The e-voting services were provided by **Central Depository Services (India) Limited. CDSL.**
2. Voting rights were reckoned on the paid up value of shares registered in the names of the members as on 23rd September 2015.
3. The period of e-voting started at 09:00 a.m. on Saturday 26th September and ended at 5:00 p.m. on Tuesday, 29th September 2015.
4. Based on the reports generated from **CDSL e-voting website www.evotingindia.com**, the results of e-voting are as under:



A. The result is as under:

(1) To receive, consider and adopt the audited Balance Sheet and Profit & Loss Account (including consolidated financial statements) of the company for the year ended 31st March, 2015 and the audited Cash Flow Statement as on that date and the reports of the Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Particular	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Ballot in Physical form	6	6	100 Approx
Ballot in E-Voting Form	31	5113783	100 Approx
Total	37	5113789	100

(ii) Voted against the resolution:

Particular	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Ballot in Physical form	0	0	0
Ballot in E-Voting Form	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Particular	Number of members voted	Number of votes cast by them
Ballot in Physical form	0	0
Ballot in E-Voting Form	0	0
Total	0	0



(2) To re-appoint a Director in place of Mr. Pradeep Gupta (DIN: 00007520), who retires by rotation at this meeting and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Particular	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Ballot in Physical form	6	6	100 Approx
Ballot in E-Voting Form	31	5113783	100 Approx
Total	37	5113789	100

(ii) Voted against the resolution:

Particular	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Ballot in Physical form	0	0	0
Ballot in E-Voting Form	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Particular	Number of members voted	Number of votes cast by them
Ballot in Physical form	0	0
Ballot in E-Voting Form	0	0
Total	0	0



(3) To appoint M/s Goel Mintri & Associates, Chartered Accountants, (Firm Registration No. 013211N) as Statutory Auditors of the Company:

(i) Voted in favour of the resolution:

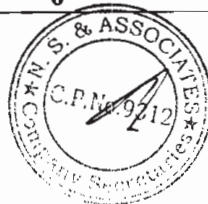
Particular	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Ballot in Physical form	6	6	100 Approx
Ballot in E-Voting Form	31	5113783	100 Approx
Total	37	5113789	100

(ii) Voted against the resolution:

Particular	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Ballot in Physical form	0	0	0
Ballot in E-Voting Form	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Particular	Number of members voted	Number of votes cast by them
Ballot in Physical form	0	0
Ballot in E-Voting Form	0	0
Total	0	0



(4) Alteration of Articles of Association.

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

Particular	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Ballot in Physical form	6	6	100 Approx
Ballot in E-Voting Form	31	5113783	100 Approx
Total	37	5113789	100

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

Particular	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Ballot in Physical form	0	0	0
Ballot in E-Voting Form	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Particular	Number of members voted	Number of votes cast by them
Ballot in Physical form	0	0
Ballot in E-Voting Form	0	0
Total	0	0



(5) Appointment of Mrs. Varsha Bedi as Independent Director.

(i) Voted in favour of the resolution:

Particular	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Ballot in Physical form	6	6	100 Approx
Ballot in E-Voting Form	31	5113783	100 Approx
Total	37	5113789	100

(ii) Voted against the resolution:

Particular	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Ballot in Physical form	0	0	0
Ballot in E-Voting Form	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Particular	Number of members voted	Number of votes cast by them
Ballot in Physical form	0	0
Ballot in E-Voting Form	0	0
Total	0	0



(6) Appointment of Mr. Hoshiediar Rastom Ghaswalla as Whole-Time Director.

(i) Voted in favour of the resolution:

Particular	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Ballot in Physical form	6	6	100 Approx
Ballot in E-Voting Form	31	5113783	100 Approx
Total	37	5113789	100

(ii) Voted against the resolution:

Particular	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Ballot in Physical form	0	0	0
Ballot in E-Voting Form	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Particular	Number of members voted	Number of votes cast by them
Ballot in Physical form	0	0
Ballot in E-Voting Form	0	0
Total	0	0



(7) Appointment of Mr. Dhaval Gupta as Whole-Time Director.

(i) Voted in favour of the resolution:

Particular	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Ballot in Physical form	6	6	100 Approx
Ballot in E-Voting Form	31	5113783	100 Approx
Total	37	5113789	100

(ii) Voted against the resolution:

Particular	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Ballot in Physical form	0	0	0
Ballot in E-Voting Form	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Particular	Number of members voted	Number of votes cast by them
Ballot in Physical form	0	0
Ballot in E-Voting Form	0	0
Total	0	0



- B. I shall hand over the Consolidated Report form and other related papers/registers and records for safe custody to the Company Secretary authorized by the Board to supervise the voting process.
- C. You may accordingly declare the result of the voting by Physical and Electronically. The Consolidated report and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Place: Delhi

Dated: 30/09/15



Yours faithfully,

(CS Nagendra Singh)
Company Secretary in Practice
Scrutinizer