

September 12, 2017

The Bombay Stock Exchange Limited
The Listing Department
1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

The National Stock Exchange of India Limited
The Listing Department
Exchange Plaza, 5th Floor,
Plot No. C/1, 'G' Block,
Bandra- Kurla Complex, Bandra (East),
Mumbai – 400 051

Scrip Code: 532416

Scrip ID: NEXTMEDIA

Dear Sir,

Sub: Voting results of the 36th Adjourned Annual General Meeting of Next Mediaworks Limited.

Pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we reproduce below the voting results of the business which was transacted at the 36th Adjourned Annual General Meeting of Next Mediaworks Limited.

Sr. No.	Particulars	Details
1.	Date of AGM/EGM	11 th September, 2017
2.	Total number of shareholders on record date (cut-off date i.e. 21 st August 2017)	16924
3.	Number of shareholders present in the meeting in person or through proxy: Promoters and Promoter Group: Public:	 4 15
4.	Number of shareholders attending the meeting through Video Conferencing	Not Arranged



SUMMARY OF VOTING RESULTS

Item No. 1: To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial year ended 31st March 2017 and the Reports of the Board of Directors and the Auditors thereon.

Resolution required : Ordinary
Mode of voting : E-voting & Poll

Promoter / Public	No. of shares held (1)	No. of poll votes (2)	% of votes polled on outstanding shares (3) = [(2) / (1) x 100]	No. of polls in favour (4)	No. of polls against (5)	% of polls in favour on votes polled (6) = [(4) / (2) x 100]	% of polls against on votes polled (7) = [(5) / (2) x 100]
Promoter & Promoter Group	41,396,484	28,383,833	68.57	28,383,833	0	100.00	0
Public – Institutional Holders	1,822,664	0	0	0	0	0	0
Public - Others	23,673,760	1,61,568	0.68	1,58,568	3,000	98.14	1.86
TOTAL	66,892,908	28,545,401	42.67	28,542,401	3,000	99.99	0.01



Item No. 2: To appoint Director in place of Mr. Tarique Ansari (DIN: 00101820), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required : Ordinary
Mode of voting : E-voting & Poll

Promoter / Public	No. of shares held (1)	No. of poll votes (2)	% of votes polled on outstanding shares (3) = $[(2) / (1) \times 100]$	No. of polls in favour (4)	No. of polls against (5)	% of polls in favour on votes polled (6) = $[(4) / (2) \times 100]$	% of polls against on votes polled (7) = $[(5) / (2) \times 100]$
Promoter & Promoter Group	41,396,484	28,383,833	68.57	28,383,833	0	100.00	0
Public – Institutional Holders	1,822,664	0	0	0	0	0	0
Public - Others	23,673,760	1,61,568	0.68	1,61,118	450	99.72	0.28
TOTAL	66,892,908	28,545,401	42.67	28,544,951	450	99.99	0.00



Item No. 3: Appointment of M/s Walker Chandlok & Co. LLP, Chartered Accountants as Statutory Auditors of the Company in place of M/s Haribhakti & Co. LLP, Chartered Accountants.

Resolution required : Ordinary
Mode of voting : E-voting & Poll

Promoter / Public	No. of shares held (1)	No. of poll votes (2)	% of votes polled on outstanding shares (3) = [(2) / (1) x 100]	No. of polls in favour (4)	No. of polls against (5)	% of polls in favour on votes polled (6) = [(4) / (2) x 100]	% of polls against on votes polled (7) = [(5) / (2) x 100]
Promoter & Promoter Group	41,396,484	28,383,833	68.57	28,383,833	0	100.00	0
Public – Institutional Holders	1,822,664	0	0	0	0	0	0
Public - Others	23,673,760	1,61,568	0.68	1,61,368	200	99.87	0.12
TOTAL	66,892,908	28,545,401	42.67	28,545,201	200	99.99	0.00

For Next Mediaworks Limited

Haribhakti

Mandar Godbole
Company Secretary
ACS No:30240





COMBINED SCRUTINIZER'S REPORT

To

The Chairman of Adjourned 36th Annual General Meeting of the members of Next Mediaworks Limited (CIN: L22100MH1981PLC024052) (hereinafter referred to as "the Company") held on Monday, 11th day of September, 2017 at Nehru Centre Conference, Hall of Harmony, Dr. Annie Besant Road, Worli, Mumbai, 400018 at 3.00 p.m.

Dear Sir,

1. I, CS Ajit Sathe, a Company Secretary in Whole-time Practice, have been appointed as Scrutinizer by;

(a) the Board of Directors of **Next Mediaworks Limited (CIN: L22100MH1981PLC024052)** for the purpose of Scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and

(b) the Chairman of the Adjourned 36th Annual General Meeting (AGM) on poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the notice to the 36th Annual General Meeting (AGM) of the Company scheduled to be held on 29th August, 2017 was adjourned and the adjourned meeting was held on Monday, 11th day of September, 2017 at Nehru Centre Conference, Hall of Harmony, Dr. Annie Besant Road, Worli, Mumbai- 400018 at 3.00 p.m.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules relating to e-voting and poll on the resolutions contained in the Notice of the Thirty Sixth Annual General Meeting (AGM) of the members of the company. My responsibility as a scrutinizer of the e-voting process and for the Poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited, the authorised agency engaged by the company to provide e-voting facility for e-voting and also the poll conducted through physical ballot forms at the Adjourned AGM.

3. Further to the above, I submit my report as under:-

- i. In accordance with the notice of 36th AGM, dated 4th May, 2017 sent to the shareholders and the advertisement pursuant to Rule 20 (5) of the Companies (Management and Administration) Rules, 2014, the e-voting period remained open from Saturday, 26th August, 2017 at 9:00 a.m. (IST) and ended on Monday, 28th August, 2017 at 05:00 p.m. (IST).
- ii. The members of the Company as on the "cut-off" date i.e. Monday, 21st August, 2017 were entitled to vote on the resolutions (Item No.1 to 3) as set out in the notice of 36th AGM of the company.





- iii. Since the AGM scheduled to be held on 29th August, 2017 was adjourned to 11th September, 2017, the votes cast were unblocked at 04:16 p.m. on 11th September, 2017 in the presence of 2 witnesses, Ms. Dhanashri Kunte and CS. Dimpy Thakkar, who are not in the employment of the company.
- iv. Thereafter, the details containing inter alia, list of Equity Shareholders, who voted “for”, “against” each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited (“NSDL”) i.e., “<https://www.evoting.nsdl.com/>”.

4. I have issued separate Scrutinizer’s Report dated 11th September, 2017 on the e-voting and poll conducted through physical Ballot Forms on the resolutions contained in the notice to the AGM. As requested by management, I submit herewith my combined report on the results of e-voting together with that of Poll as under:

Agenda Item No. of Notice		Remote E-Voting		Poll at AGM		Total Voting	
		No's	%	No's	%	No's	%
Item No.1 of the Notice (As an Ordinary Resolution) To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial year ended 31 st March, 2017 and the Reports of the Board of Directors and the Auditors thereon.	Votes in favour of the resolution	3900	56.62	28538501	100	28542401	99.99
	Votes against the resolution	3000	43.58	Nil	Nil	3000.00	0.1
	Total	6900	100	28538501	100	28545401	100
Item No.2 of the Notice (As an Ordinary Resolution) To appoint a director in place of Mr. Tarique Ansari (DIN: 00101820), who retires by rotation and being eligible, offers himself for re-appointment.	Votes in favour of the resolution	6450	93.48	28538501	100	28544951	100
	Votes against the resolution	450	6.52	Nil	Nil	450	0
	Total	6900	100	28538501	100	28545401	100
Item No.3 of the Notice (As an Ordinary Resolution) To appoint M/s. Walker Chandiok & Co. LLP, Chartered Accountants (Firm Registration No. 001076N/N500013) as the Statutory Auditors of the Company.	Votes in favour of the resolution	6700	97.10	28538501	100	28545201	100
	Votes against the resolution	200	2.90	Nil	Nil	200	0
	Total	6900	100	28538501	100	28545401	100

In calculating percentage, invalid votes have not been taken into account.





All the Resolutions stand passed with the requisite majority.

5. I observed that:

- i. 17 members had cast their votes by poll at the meeting.
- ii. 11 members had cast their votes through e-voting.

Thanking you,

Yours faithfully



CS Ajit Sathe

Company Secretary in Whole-time Practice & Scrutinizer

Membership No.: FCS-2899; CP No. 738

Place: Mumbai

Dated: 11th September, 2017