

11<sup>th</sup> September 2017

The Listing Department  
The National Stock Exchange of India Ltd  
Exchange Plaza, 5<sup>th</sup> floor,  
Plot No. C/1, 'G' Block,  
Bandra – Kurla Complex, Bandra (East)  
Mumbai – 400 051.

The General Manager  
The Corporate Relationship Department  
Bombay Stock Exchange Limited  
1<sup>st</sup> floor, Rotunda Building,  
Dalal Street,  
Mumbai – 400 001.

**NSE CODE: NEXTMEDIA**

**BSE CODE: 532416**

Dear Sirs,

**Sub: Outcome of Adjourned Annual General Meeting**

As required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the 36<sup>th</sup> Adjourned Annual General Meeting of Next Mediaworks Limited held on Monday, September 11, 2017 at 3.00 p.m. at Hall of Harmony, Dr. Annie Besant Road, Worli, Mumbai-400018.

Kindly take the above on record.

Thanking You,

Yours faithfully,  
For **NEXT MEDIAWORKS LIMITED**

  
  
**MANDAR GODBOLE**  
**COMPANY SECRETARY**

September 11, 2017

**The Bombay Stock Exchange Limited**

1<sup>st</sup> 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, 5<sup>th</sup> Floor,  
Plot No. C/1, 'G' Block,  
Bandra- Kurla Complex, Bandra (East),  
Mumbai – 400 051

**Scrip Code: 532416 & Scrip ID: NEXTMEDIA**

Dear Sir,

**Sub: Proceedings of the 36<sup>th</sup> Adjourned Annual General Meeting of Next Mediaworks Limited.**

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we reproduce below the proceedings of the 36<sup>th</sup> Adjourned Annual General Meeting of Next Mediaworks Limited (the "Company") held on Monday, the 11<sup>th</sup> day of September 2017 at 3.00 p.m. at Hall of Harmony, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400 018.

**Sitting on the dias**

Mr. Tarique Ansari	Chairman & Managing Director
Mr. Adille Sumariwalla	Independent Director
Mr. Ismail Dabhoya	Chief Financial Officer
Mr. Mandar Godbole	Company Secretary

**Members Attendance**

Number of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group : 4

Public : 15

**Adjourned Annual General Meeting Proceeding**

Mr. Tarique Ansari Chairman of the Board chaired the Meeting. Since the required quorum was not present at the appointed time of 3 p.m., the Chairman requested the members to wait for half-an-hour for the minimum quorum to be present. However, even after waiting for half-an-hour post the scheduled time, the minimum quorum, as required under Section 103(1) of the Companies Act 2013, was not present. The Chairman then informed the members that in such as case, as per the provisions of sub-section (3) of Section 103 of the Companies Act 2013, the members present constitute the quorum and commenced proceedings of the meeting.

The Chairman welcomed all members present, his fellow members on the Board and also Mr. Deepak Kabra, Representative of M/s Haribhakti & Co, LLP, Statutory Auditors of the Company.

He read out the Chairman speech which was circulated to all the members and which was also published in the Annual Report.



The Chairman informed the members that the Audited Statement of Accounts, Directors' Report and Auditors' Report are laid on the table and the Proxy Register along with the Register of Directors' shareholding are available for inspection.

The Chairman informed the members that a total 4 representations have been received representing Ferari Investments and Trading Company Private Limited, Meridian Holding and Leasing Company Private Limited, Inquilab Offset Printers Limited and Mid-day Exports Private Limited totaling to 19575556 shares i.e. 29.26 % of the total paid-up capital and no proxies have been received.

With the permission of the members, Notice of the 36<sup>th</sup> Annual General Meeting along with the Explanatory Statement, Director's Report, the Auditors' Report and the accounts for the financial year ended 31<sup>st</sup> March 2017 were taken as read.

The Chairman thereafter invited members present for their comments and queries on the financial statements and various items of business on the agenda.

All the Shareholders thanked the Company Secretary for timely receipt of annual report and for the smooth conduct of the meeting. They also informed the Chairman that the Company Secretary has been prompt in answering their queries/ grievances.

The Chairman responded to all the queries raised by shareholders present at the meeting to their satisfaction.

There being no further questions, the Chairman informed the members that as per the provisions of the Companies Act, 2013, the Company had provided e-voting facility to enable the members to cast their votes electronically in proportion to their shareholding as on the cut-off date i.e. 21<sup>st</sup> August 2017. The e-voting period opened at 9.00 a.m. on Saturday, 26<sup>th</sup> August 2017 and concluded at 5.00 p.m. on Wednesday, 28<sup>th</sup> August 2017. Mr. Ajit Sathe, Practising Company Secretary, was appointed as the scrutinizer for independently carrying out the electronic voting in a fair and transparent manner and has submitted his report on e-voting. Since the Company had provided the e-voting facility to all its members, there was no voting on resolutions by show of hands at the Annual General Meeting.

To facilitate those members present who had not cast their vote earlier through e-voting, the Chairman ordered a Poll. Before commencing the poll proceedings, the Chairman proposed all resolutions from item nos. 1 to 3 as stated in the Notice of the 36<sup>th</sup> Annual General Meeting which were seconded by members present at the Adjourned Annual General Meeting.

The Chairman thereafter invited Mr. Ajit Sathe to conduct the Poll proceeding. He informed the members that those members who have voted electronically are not eligible to vote.

The Chairman also informed the members that the results of voting on each resolution shall be determined by adding the votes of the poll in favour / against the resolution with the electronic votes in favour / against the same resolution.

The Chairman further informed the members that a final report will be submitted by the Scrutinizer on the next day and the results of voting shall be declared immediately on receipt of the Scrutinizer's report. The results will be uploaded on the Company's website [www.nextmediaworks.com/together](http://www.nextmediaworks.com/together) with the Scrutinizer's report.

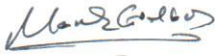
Thereafter Mr. Ajit Sathe distributed the poll papers. All the members voted on the resolution and duly dropped the poll papers in the ballot box which was locked.



After the poll was over, the Chairman thanked the members present and declared the meeting as closed.”

We request you to take the above proceedings on record

For NEXT MEDIWORKS LIMITED



**MANDAR GODBOLE  
COMPANY SECRETARY**