

September 26, 2017

The Manager – Listing Compliance
BSE Limited
Floor 25, P J Towers, Dalal Street
Mumbai -400 001

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

Scrip code: 532640

Symbol: CYBERMEDIA

Sub: -35th Annual General Meeting and voting results.

Dear Sir/Madam,

This is inform you that the 35th Annual General Meeting ('AGM') of the Company was held on September 26, 2017 at 9:00 a.m. at the USO House, USO Road, Jeet Singh Marg, Qutab Institutional Area, New Delhi-110067.

In this regard, please find enclosed the following-

1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations.
2. Report of Scrutinizer dated September 26, 2017, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

This is for your information and records.

Thanking you,

Yours faithfully,
For Cyber Media (India) Limited



Anoop Singh
Company Secretary
M. No. F8264



Voting Results

	Cyber Media (India) Limited-the 35th Annual General Meeting
Date of the AGM	26.09.2017
Total number of Shareholders on record date	3086
No. of Shareholders present in the meeting in person or through proxy :	
Promoter and promoter Group:	4
Public:	28
No. of Shareholders present in the meeting through video conferencing	
Promoter and promoter Group:	Not Arranged
Public:	Not Arranged

Agenda -wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/ Special)			Ordinary-1- Adoption of Audited Financial Statements (standalone and consolidated) of the Company for the financial year ended March 31, 2017 and the reports of the Board of Directors ('the Board') and Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda / resolution?			NO					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7180135	7180135	100.00%	7180135	Nil	100%	Nil
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		7180135	100.00%	7180135	Nil	100%	Nil
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	5687107	173048	3.04%	173048	Nil	100%	Nil
	Poll		450	0.01%	450	Nil	100%	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		173498	3.05%	173498	Nil	100%	Nil
Total		12867242	7353633	57.15%	7353633	Nil	100%	Nil

[Signature]



Agenda -wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/ Special)			Ordinary-2-Appointment of a Director in place of Mr. Dhaval Gupta (DIN: 05287458), who retires by rotation and being eligible, seeks re-appointment.					
Whether promoter/ promoter group are interested in the agenda / resolution?			YES					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7180135	7180135*	100.00%	Nil	Nil	Nil	Nil
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		7180135*	100.00%	Nil	Nil	Nil	Nil
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E-Voting	5687107	173048	3.04%	173048	Nil	100%	Nil
	Poll		450	0.01%	450	Nil	100%	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		173498	3.05%	173498	Nil	100%	Nil
Total		12867242	7353633	57.15%	173498	Nil	100%	Nil

* The votes cast by the promoter and promoter's group were treated as invalid as they are interested in this resolution. Hence, the total valid votes casted for this resolution are 173498 i.e. 7353633-7180135.

Agenda -wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/ Special)			Ordinary-3- Ratification of the appointment of M/s. Goel Mintri & Associates, Chartered Accountants (Firm Reg. No. 013211N), as Statutory Auditors of the Company.					
Whether promoter/ promoter group are interested in the agenda / resolution?			NO					

Signature



Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7180135	7180135	100.00%	7180135	Nil	100%	Nil
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		7180135	100.00%	7180135	Nil	100%	Nil
Public-Institutions	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-Voting	5687107	173048	3.04%	173048	Nil	100%	Nil
	Poll		450	0.01%	450	Nil	100%	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		173498	3.05%	173498	Nil	100%	Nil
Total		12867242	7353633	57.15%	7353633	Nil	100%	Nil

[Handwritten Signature]





N S & ASSOCIATES

Company Secretaries

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

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

Mob.: +91-9990418389, 8802269253

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

Form MGT-13

REPORT OF SCRUTINIZER

(Pursuant to section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 including any statutory modification(s) or re-enactment thereof)

To
The Chairman

35th (Thirty Fifth) Annual General Meeting (AGM) of the shareholders of **Cyber Media (India) Limited** held on **Tuesday, September 26, 2017 at 9.00 A.M.** at the **USO House, USO Road, Jeet Singh Marg, Qutab Institutional Area, New Delhi-110067, India.**

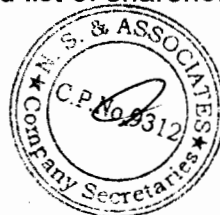
Dear Sir,

1. I, Nagendra Singh, Proprietor of M/s. N S & Associates, Practicing Company Secretaries at H-63, Ground Floor, Vijay Chowk, Laxmi Nagar, Delhi-110092 was appointed as Scrutinizer by the Board of Directors of **Cyber Media (India) Limited** (the "Company") for the purpose of scrutinizing the e-voting process (remote e-voting) and voting by use of ballot papers at the meeting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment rules, 2015) in respect of the below mentioned resolutions proposed at the 35th Annual General Meeting of the shareholders of the Company held on Tuesday, September 26, 2017 at 9.00 A.M. at the USO House, USO Road, Jeet Singh Marg, Qutab Institutional Area, New Delhi-110067, India submit my report as under:
2. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by use of ballot papers by the shareholders on the resolutions proposed in the notice of the 35th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process



both through electronic means and by use of ballot papers at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favor or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting systems provided by **Central Depository Services (India) Limited (CDSL)** and the report for voting by use of ballot papers at the meeting.

3. In accordance with the notice of the 35th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on September 06, 2017 in the newspapers 'The Financial Express' (English) and 'Jan Satta' (Hindi), the remote e-voting opened at 9.00 A.M. (IST) on September 23, 2017 and remained open upto 5.00 P.M. (IST) on September 25, 2017.
4. The shareholders holding shares as on September 21, 2017, "cut off date" were entitled to vote on the resolutions stated in the Notice of the 35th Annual General Meeting of the Company.
5. After declaration of voting by use of ballot papers by the Chairman at the meeting, ballot box was locked and kept for voting duly marked by identification mark placed on them. The ballot box subsequently on close of voting hours were opened in the presence of two witnesses who are not the employees of the Company, and ballot papers received were serially numbered, sorted, signatures verified and were scrutinized and initialed by the scrutinizer. The ballot papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents (R&TA) of the Company and the authorizations / proxies lodged with the Company. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on remote e-voting as well as by use of ballot papers. As per the information given by the Company, the names of the shareholders who had voted on e-voting through CDSL facility had been blocked and ballot papers duly numbered serially by print were issued only to those members who were present at the Annual General Meeting and who had not voted on remote e-voting.
6. The ballot papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately. The votes cast by use of ballot papers at the meeting were first counted.
7. The votes on remote e-voting were unblocked at around 2.05 P.M. after conclusion of voting at the AGM in the presence of two witnesses, both are not the employees of the Company and e-voting results and list of shareholders who have voted for and



against were downloaded from the e-voting website of CDSL (www.evotingindia.com) and the same are being handed over to the Chairman.

8. The total votes cast in favour or against all the resolutions proposed in the Notices of the AGM are as under:

a) Resolution – Ordinary resolution

To receive, consider and adopt the audited Balance Sheet and Profit & Loss Account (standalone and consolidated) for the year ended 31st March, 2017 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 resolutions:

Mode of Voting	Number of members Voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	56	73,53,183	99.99
Voting by Ballot	9	450	0.01
Total	65	73,53,633	100.00

- (ii) Voted against the resolution:

Mode of Voting	Number of members Voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting by Ballot	0	0	0
Total	0	0	0

- (iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

b) Resolution 2: Ordinary Resolution

To appoint a Director in place of Mr. Dhaval Gupta (DIN: 05287458), who retires by rotation at this meeting and being eligible, has offered himself for re-appointment.

- (i) Voted in favour of the resolutions:

Mode of Voting	Number of members Voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	51	1,73,048	99.74
Voting by Ballot	9	450	0.26
Total	60	1,73,498	100.00



(ii) Voted against the resolution:

Mode of Voting	Number of members Voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting by Ballot	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
5	71,80,135*

*The votes cast by the promoter and promoter's group were treated as invalid as they were interested in the resolution.

c) Resolution -3: Ordinary Resolution

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

(i) Voted in favour of the resolutions:

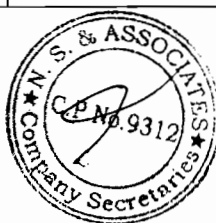
Mode of Voting	Number of members Voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	56	73,53,183	99.99
Voting by Ballot	9	450	0.01
Total	65	73,53,633	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of members Voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting by Ballot	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

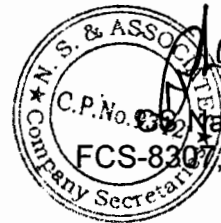


9. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 35th Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company secretary for safe keeping.

Thanking You,

Date: 26.09.2017
Place: Delhi

Yours faithfully
For N S & Associates
(Company Secretaries)



Ankur Singh
CP No. 9312
Scrutinizer

Witness:

A handwritten signature in black ink, appearing to read "Ankit Bansal".

Ankit Bansal
H No.-51, Navyug Market
Ghaziabad-201003

A handwritten signature in black ink, appearing to read "Vivek Kumar".

Vivek Kumar
WB-185 B, Ganesh Nagar
Delhi -110092