

October 01, 2014

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

To,
Department of Corporate Services
BSE Limited
P J Towers
Dalal Street,
Mumbai – 400 001

Scrip Code: "NETWORK18"

Scrip Code: 532798

Subject: Proceeding of the 19th Annual General Meeting of Network18 Media & Investments Limited held on September 30th, 2014, as per the requirements of Clause 31(d) of the Equity Listing Agreement

Dear Sir,

The details of the proceeding of the 19th Annual General Meeting of the Company held on September 30, 2014 are enclosed as prescribed under Clause 31(d) of the Equity Listing Agreement.

Thanking You,

Yours faithfully,

For Network18 Media & Investments Limited



Yug Samrat
Company Secretary & AVP-Corporate Affairs

Enclosed as above

Network18 Media & Investments Limited

(CIN - L65910DL1996PLC076419)

Corp. office: Express Trade Tower, Plot No. 15-16, Sector 16A, Noida, Uttar Pradesh- 201 301, India

T +91 120 434 1818, F +91 120 432 4110

Regd. office: 503,504 & 507, 5th Floor, Mercantile House, 15, Kasturba Gandhi Marg, New Delhi- 110 001

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Gist of the proceedings of the Annual General Meeting of Network18 Media & Investments Limited held on September 30, 2014

The 19th Annual General Meeting ("Meeting") of the Members of the Company was held on September 30, 2014 at 11.00 a.m., at Tivoli Garden Resort, Khasra No. 646-653, Chattarpur Road, Near Chattarpur Mandir, New Delhi- 110074.

Shri Adil Zainulbhai chaired the proceedings of the Meeting. Shri Raghav Bahl, non-executive director on the Board of the Company, chaired the proceedings in respect of the items of the business where Shri Adil Zainulbhai was deemed to be interested.

Total 1,267 Members (including proxies) attended the Meeting as per the records of attendance.

The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had extended the e-voting facilities to the Members of the Company in respect of businesses to be transacted at the Meeting. The e-voting commenced at 10:00 a.m on September 25, 2014 and ended at 10:00 am on September 27, 2014. Shri. B. Narasimhan, Partner, M/s. BN & Associates, Company Secretaries, Mumbai was appointed as the Scrutinizer by the Board for scrutinizing the e-voting process.

The Chairman informed the Members that the Company has arranged for a poll on all the 11 (eleven) resolutions to be passed at the Meeting. Thereafter, all the 11 (eleven) resolutions were proposed and seconded. On invitation of the Chairman, few members gave their suggestions and raised queries on the Company's business, which were replied by the Chairman.

Thereafter, the Chairman ordered for the poll to be taken at the meeting electronically and appointed Shri. B. Narasimhan, Partner, M/s. BN & Associates, Company Secretaries, as the Scrutinizer for the poll process and requested him for an orderly conduct of the voting. The Chairman announced that the combined result of e-voting and the electronic poll will be put on the Company's website.

The resolutions passed by the Members, briefly related to:

ORDINARY BUSINESSES:

1. Consideration and adoption of : (a) Audited Financial Statement, Reports of the Board of Directors and Auditors (b) Audited Consolidated Financial Statement (Ordinary Resolution)
2. Re-Appointment of Mr. Raghav Bahl as a Director who retires by rotation (Ordinary Resolution)
3. Appointment of Auditors and fixing their remuneration (Ordinary Resolution)

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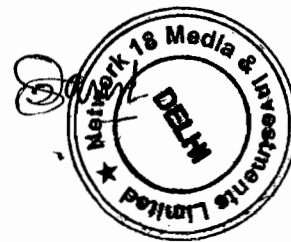
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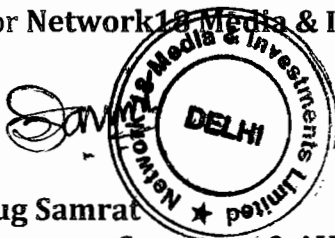


SPECIAL BUSINESSES:

4. Appointment of Mr. Rohit Bansal as a Director (Ordinary Resolution)
5. Appointment of Mr. Vinay Chhajlani as a Director (Ordinary Resolution)
6. Appointment of Mr. Deepak Parekh as an Independent Director (Ordinary Resolution)
7. Appointment of Mr. Adil Zainulbhai as an Independent Director (Ordinary Resolution)
8. Approval of the Remuneration of the Cost Auditor (Ordinary Resolution)
9. Approval of the borrowing power not exceeding an amount of Rs 1800 Crores over and above the paid-up capital, free reserves and securities premium account (Special Resolution)
10. Approval of offer or invitation to subscribe to Non-Convertible Debentures on private placement. (Special Resolution)
11. Adoption of new Articles of Association of the Company (Special Resolution)

The poll results were notified to the Stock Exchange in the format prescribed under Clause 35A of the Listing Agreement and the details of the said result were also uploaded on the Company's website.

For Network 18 Media & Investments Limited



Yug Samrat
Company Secretary & AVP-Corporate Affairs

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