

September 26, 2017

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

Trading Symbol: **NETWORK18**

BSE Limited

Department of Corporate Services – Listing,
P J Towers, Dalal Street,
Mumbai – 400 001.

SCRIP CODE: **532798**

Dear Sir/Madam,

Sub.: Disclosure of events or information - 22nd Annual General Meeting held on Monday, September 25, 2017

In accordance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith gist of proceedings, *inter-alia*, containing the outcome of the 22nd Annual General Meeting held on Monday, September 25, 2017.

Kindly take the above information on your record.

Thanking you,

Yours faithfully,
for **Network18 Media & Investments Limited**



(Ratnesh Rukhariyar)
Group Company Secretary

Encl.: As above

Network18 Media & Investments Limited

(CIN - L65910MH1996PLC280969)

Regd. office: First Floor, Empire Complex, 414- Senapati Bapat Marg, Lower Parel, Mumbai-400013

T +91 22 40019000, 66667777. F +91 22 2496 8238 W www.network18online.com E: investors.n18@nw18.com

Gist of Proceedings of the 22nd Annual General Meeting of Network18 Media & Investments Limited

1. Date, time and Venue of the Meeting:

The 22nd Annual General Meeting of the Company was held on Monday, September 25, 2017. The Meeting commenced at 11:35 a.m. at Y. B. Chavan Centre - Auditorium, Yashwantrao Chavan Pratishthan, Gen. Jagannathrao Bhonsle Marg, Opposite of Mantralaya, Next to Sachivalaya Gymkhana, Nariman Point, Mumbai – 400 021 and concluded at 12:35 p.m. on the same day.

2. Brief details of items deliberated at the Meeting and results thereof:

- Mr. Adil Zainulbhai, Chairman of the Board, Chaired the proceedings of the Meeting.
- The requisite quorum being present, the Chairman called the Meeting to order.
- The Chairman then delivered his speech.
- The Chairman informed that remote e-voting commenced at 9:00 a.m. on Thursday, September 21, 2017 and ended at 5:00 p.m. on Sunday, September 24, 2017.
- The following items of business as set out in the Notice calling the Meeting were put for the approval of the Members:

Ordinary Business:

1) Consideration and adoption of :

- (a) the Audited Financial Statement of the Company for the financial year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon; and
- (b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2017 and the Report of the Auditors thereon.

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- 2) Appointment of Deloitte Haskins & Sells LLP, Chartered Accountants, (ICAI Firm Registration No. 117366W / W-100018) as Auditors of the Company and fixing their remuneration.

Special Business:

- 1) Appointment of Mr. P.M.S. Prasad (DIN: 00012144) as a Director of the Company, liable to retire by rotation.
 - 2) Appointment of Mr. K.R. Raja (DIN: 00006673) as a Director of the Company, liable to retire by rotation.
 - 3) Ratification of remuneration of M/s Pramod Chauhan & Associates, Cost Accountants (Firm Registration No.000436), as Cost Auditors of the Company, for the financial year ending March 31, 2018.
 - 4) Approval for offer or invitation to subscribe to Redeemable Non-Convertible Debentures on private placement.
- Reply / clarifications were provided to the queries raised by the members at the meeting.
 - The Chairman informed the members that Mr. B. Narasimhan, a Practicing Company Secretary, was appointed as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and the facility for voting at the meeting venue through electronic voting system (Insta Poll).
 - The Chairman informed the members that the results of e-voting shall be disseminated to the stock exchanges and also uploaded on the website of the Company and Karvy Computershare Private Limited (viz.www.karvy.com), the agency providing e-voting facility.

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3. Manner of approval

- Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to its members to cast votes electronically, on all the resolutions set out in the notice.
- Further, the facility for voting at the meeting venue through electronic voting system i.e. Insta Poll was made available to the members who were present at the Meeting and had not cast their votes by remote e-voting.
- The Scrutinizer submitted his Report on the e-voting and Insta Poll and on the basis of the Scrutinizer's Report all the resolutions set out in the Notice calling the Annual General Meeting were passed with requisite majority and are deemed to be passed on the date of the Annual General Meeting i.e. September 25, 2017.

Note: This is not the minutes of the proceedings of the Annual General Meeting of the Company.

for **Network18 Media & Investments Limited**



(Ratnesh Rukhariyar)
Group Company Secretary

Mumbai

September 26, 2017

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