

September 30, 2019

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: -37th Annual General Meeting and voting results.

Dear Sir/Madam,

This is to inform that the 37th Annual General Meeting ('AGM') of the Company was held on Monday, September 30, 2019 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-

- Summary of proceedings of 37th Annual General Meeting as required under Regulation 30, Part A
 of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,
 2015 as Annexure I.
- 2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure-II.
- 3. Report of the Scrutinizer dated September 30, 2019, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as Annexure-III.

This is for your information and records.

Thanking you,

Yours faithfully, For Cyber Media (India) Limited

Anoop Singh Company Secretary M. No. F8264





Summary of proceedings of the 37th Annual General Meeting ("AGM")

The 37th Annual General Meeting ('AGM') of Cyber Media (India) Limited ('the Company') was held on Monday, September 30, 2019 at 9:00 a.m. at the USO House, USO Road, Jeet Singh Marg, Qutab Institutional Area, New Delhi-110067.

Mr. Pradeep Gupta, chaired the meeting. He requested his colleagues on the dais to introduce themselves. The requisite quorum being present, the Chairman called the meeting to order. The Chairman informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end of the meeting.

The following items of business, as per the Notice of AGM dated May 24, 2019, were transacted at the meeting:

- 1. Adoption of Audited Financial Statements (standalone and consolidated) of the Company for the financial year ended March 31, 2019 and the reports of Directors and Auditors thereon.
- Appointment of a Director in place of Mr. Dhaval Gupta (DIN: 05287458), who retires by rotation and being eligible, seeks re-appointment.

Mr. Pradeep Gupta (father of Mr. Dhaval Gupta) being interested in this resolution, requested Mr. Anoop Singh, Company Secretary to conduct the proceedings on this resolution.

- 3. Re-appointment of M/s. Goel Mintri & Associates, Chartered Accountants as Statutory Auditors and fixation of their remuneration.
- 4. Re-appointment of Mr. Pradeep Gupta (DIN: 00007520) as Chairman and Managing Director and fixation of his remuneration.
 - Mr. Pradeep Gupta being interested in this resolution, requested Mr. Anoop Singh, Company Secretary to conduct the proceedings on this resolution.
- 5. Re-appointment of Mr. Krishan Kant Tulshan (DIN: 00009764) as Independent Director.

Members present were given the opportunity to ask questions and seek clarifications. The Chairman responded to the queries raised.

Post the question and answer session, the Chairman thanked the Members present at the Meeting and then concluded the Meeting by authorising the Company Secretary to carry out the poll process for those shareholders who did not cast their votes through remote e-voting and declare the voting results.

Post the conclusion of the voting at the venue, the Scrutinizer's report was received. All the resolutions have been passed with requisite majority.

For Cyber Media (India) Limited

Anoop Singh

Company Secretary

M. No. F8264



Voting Results

	Cyber Media (India) Limited-the 37th Annual General Meeting
Date of the AGM	30.09.2019
Total number of Shareholders on record date	3154
No. of Shareholders present in the meeting in person or through proxy:	
Promoter and promoter Group:	2
Public:	28
No. of Shareholders present in the meeting through video conferencing	
Promoter and promoter Group:	Not Arranged
Public:	Not Arranged

Resolution	Resolution required: (Ordinary/Special)		Ordinary:1 Company fo ('the Board	Ordinary:1-Adoption of Audited Fi Company for the financial year end ('the Board') and Auditors thereon.	dited Financia ear ended Mar hereon.	l Statemen rch 31, 201	Ordinary:1- Adoption of Audited Financial Statements (standalone and consolidated) of the Company for the financial year ended March 31, 2019 and the reports of the Board of Direc ('the Board') and Auditors thereon.	Ordinary:1- Adoption of Audited Financial Statements (standalone and consolidated) of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors ('the Board') and Auditors thereon.
Whether p	Whether promoter/ promoter group are interested in the agenda / resolution?	sted in the agenda / resolution?	ON					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	of % of Votes Polled on outstanding shares (3)=[(2)/(1)]*	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	E-Voting		68,80,135	100,00%	68,80,135	I.X	100%	īZ
and	Poll	0000		1	,	,		
Promoter	Postal Ballot (if applicable)	03,00,133			T		,	
Group	Total		68,80,135	100.00%	68,80,135	Nii	100%	N.
Public-	E-Voting			i.	i			
Institutions	Poll					,		
	Postal Ballot (if applicable)				,	,	,	
	Total		1	ı		,	,	
Public-	E-Voting		135,302	2.26%	135,302	Z	100%	ĪZ
Non	Poll	1000	877	0.01%	877	īZ	100%	
Institutions	Postal Ballot (if applicable)	701,10,66	,	1	1	1	i	
	Total		136,179	0.27%	136,179	Nil	%001	Nil
Total		1,28,67,242	70,16,314	54.53%	70,16,314	Z	100%	Ni





Resolution	Resolution required: (Ordinary/Special)		Ordinay:2-, retires by re	Ordinay: 2-Appointment of a Director in place of Mr. Dhav: retires by rotation and being eligible, seeks re-appointment.	Director in ple eligible, seeks	lace of Mr.	Ordinay: 2-Appointment of a Director in place of Mr. Dhaval Gupta (DIN: 05287458), who retires by rotation and being eligible, seeks re-appointment.	: 05287458), who
Whether pr	Whether promoter/ promoter group are interested in the agenda / resolution?	sted in the agenda / resolution?	YES					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	Votes Votes Polled on outstanding shares (3)=[(2)/(1)]*	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	E-Voting		EZ	ΞZ	Ξ̈́Z	Z	ΞZ	I.N.
and	Poll	100 00	t	4	1		1	74
Promoter	Postal Ballot (if applicable)	66,00,133	1		1	.1	1	
Group	Total		īž	N-I	ĪZ	Nil	IZ	Nil
Public-	E-Voting						Sec	
Institutions	Poll		E.		i.	E	r	
	Postal Ballot (if applicable)		10			6	10	
	Total		,			r		
Public-	E-Voting		135,302	2.26%	135,302	ΙΊΝ	%001	IN
Non	Poll	701 750 05	877	0.01%	877	Nii	%001	
Institutions	Postal Ballot (if applicable)	25,01,101	1			ā	ï	1
	Total		136,179	0.27%	136,179	Nil	100%	Nil
Total		1,28,67,242	136,179	7.06%	136,179	Nil	%001	Nil

Resolution required: (Ordinary/ Special)	Ordinary:3- Re-appointment of M/s. Goel Mintri & Associates, Chartered Accountants as Statutory Auditors and fixation of their remuneration.
Whether promoter/ promoter group are interested in the agenda / resolution? NO	NO





Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	of % of Votes Votes Polled on outstanding shares (3)=[(2)/(1)]*	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	E-Voting		68,80,135	100.00%	68,80,135	īZ	100%	Nil
and	Poll	20000	1		1	t	to	
Promoter	Postal Ballot (if applicable)	68,80,133	7	٠	0	6	10	
Croup	Total		68,80,135	100.00%	68,80,135	Nil	100%	N.
Public-	E-Voting		ı	i	,		r	
Institutions	Poll		E			×	1	,
	Postal Ballot (if applicable)		î			,	11	
	Total		í				1	
Public-	E-Voting		135,302	2.26%	135,302	ΞN	100%	ΙΝ̈́
Non	Poll	10000	877	0.01%	877	ïZ	100%	r
Institutions	Postal Ballot (if applicable)	79,0/,10/	4	,	,		1	
	Total		136,179	0.27%	136,179	Nil	100%	Nil
Total		1,28,67,242	70,16,314	54.53%	70,16,314	Z	100%	īZ

	Nesotution required. (Orumary/ Special)		Managing	Ordinary: + re-appointment of Mr. Fradeep Gupta (Managing Director and fixation of his remuneration.	t of Mr. Frade ion of his remu	ep Gupta (uneration.	Ordinary:4- Ke-appointment of Mr. Pradeep Gupta (DIN: 00007520) as Chairman and Managing Director and fixation of his remuneration.	hairman and
Whether pr	Whether promoter/ promoter group are interested in	ted in the agenda / resolution?	YES					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	Votes Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes - in favour (4)	No. of % of Votes - favour against polled (5) (6)=[(4	No. of % of Votes in Votes - favour on votes against polled (5) (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-Voting		Z	N.	N	N	Nii	Nil
and	Poll		Ü	E	,			
Promoter	Postal Ballot (if applicable)	68,80,135						
Group	Total		īZ	ΪΝ	IN	IZ	Nii	N
Public-	E-Voting		î	x		,		





Institutions								
Institutions			,	1:				
	Poll							
	Date I Dallet (if annicable)			*	•			
	Postal Dailot (II applicable)					1	ı	•
	Total						10000	EIN
			135 302	2.26%	135,302	Z	0001	IINI
Public-	E-Voting			10000	220	NIII	1000%	
	17 4		877	0.01%	9//	IINI	0/001	
Non	Foll	59.87.107				•	•	ī
Institutions	Postal Rallot (if annlicable)	1 11 11	1					
	Lostai	-	126 170	%260	136.179	Z	100%	Z
	Total		130,112	0/17:0		and the same	70000	EIN
	Total	C. C	136 170	1 06%	136 179	Z	100%	IIN
Total		1,28,67,242	130,179	1.0070	- vioca	Character		

Resolution re	Resolution required: (Ordinary/ Special)		Special:5- R Director.	e-appointment o	f Mr. Krishan	Kant Tuls	Special:5- Re-appointment of Mr. Krishan Kant Tulshan (DIN: 00009/04) as Independent Director.	as independent
Whether pro	Whether promoter/ promoter group are interested in the agenda / resolution?	ed in the agenda / resolution?	ON					
Category	Mode of Voting	No. of shares held (1)	No. of % votes Voi polled Pol (2) on (3);	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	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
				7000 00	201 00 07	EIN	100%	N.
Promoter	E-Voting		68,80,135	100.00%	08,80,133	TINI	0/001	
and	Doll .		•	,			,	
allu D	ron	68,80,135	1			٠	T	
Croun	Postal Ballot (II applicable)		68.80.135	100.00%	68,80,135	II.	100%	Nil
dronb	Total		- tooloo			ı	r	
Public-	E-Voting				,			
Institutions	Poll		i.			1 9	,	
	Postal Ballot (if applicable)	ý.				з	1	1
	Total			/00/0	35 871	N.	100%	Z
Public-	E-Voting		35,8/1	0.00%	179,00	NEI	100%	
Non	Poll	101 1000	877	0.01%	8//	INII	100/0	
Institutions		101,10,66	.1	,		E.	•	
			36,748	0.61%	36,748	Z	100%	III.
Total		1,28,67,242	69,16,883	53.75%	69,16,883	Z	100%	INI





MKP & Associates

(Company Secretaries)

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

37th (Thirty Seventh) Annual General Meeting (AGM) of the shareholders of Cyber Media (India) Limited held on Monday, September 30, 2019 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, Manoj Kumar Pandey, Proprietor of M/s. MKP & Associates, Practicing Company Secretaries at Office No.-36, S-513, School Block, Shakarpur, 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 37th Annual General Meeting of the shareholders of the Company held on Monday, September 30, 2019 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 evoting) and voting by use of ballot papers by the shareholders on the resolutions proposed in the notice of the 37th 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 Link Intime India Private Limited ("LIIPL") and the report for voting by use of ballot papers at the meeting.

- 3. In accordance with the notice of the 37th 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 08, 2019 in the newspapers 'The Financial Express' (English) and 'Jan Satta' (Hindi), the remote e-voting opened at 9.00 A.M. (IST) on September 27, 2019 and remained open upto 5.00 P.M. (IST) on September 29, 2019.
- 4. The shareholders holding shares as on September 23, 2019, "cut-off date" were entitled to vote on the resolutions stated in the Notice of the 37th 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 evoting 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 LIIPL 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 05.37 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 LIIPL (www.instavote.linkintime.co.in) 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 Notice of AGM are as under:

a) Resolution 1 - Ordinary resolution

Adoption of the audited Balance Sheet and Profit & Loss Account (standalone and consolidated) for the year ended 31st March, 2019 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 resolution:

Mode of Voting	Number of members Voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting		7015437	99.99
Voting by Ballot	4	877	00.01
Total	32	7016314	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
Voting by	0	0	0
Ballot Total	0	0	0

(iii) Invalid Votes:

whose	votes	of were	Total number of votes cast by them
invalid		1	100

b) Resolution 2: Ordinary Resolution

Appointment of 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 resolution:

Mode of Voting	Number of members Voted	Number of Votes cast by them	of valid votes cast
Remote e-voting	22	135302	99.35
Voting by	4	877	0.65
Ballot Total	26	136179	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
Voting by Ballot	0	0	0
Total	0	0	0

(iii) Invalid Votes:

whose votes were declared		Total number of votes cast by them
invalid 1		100

c) Resolution -3: Ordinary Resolution

Re-appointment of M/s. Goel Mintri & Associates, Chartered Accountants as Statutory Auditors and fixation of their remuneration.

(i) Voted in favour of the resolution:

Total	32	7016314	100.00
Ballot			100.00
Voting by	4	877	. 00.01
Remote e-voting	28	7015437	00.01
			99.99
Mode of Voting	members Voted	cast by them	of valid votes cast
	Number of	Number of Votes	% of total number

(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
		0	0
Remote e-voting Voting by	0	0	0
Ballot Total	0	0	0

(iii) Invalid Votes:

invalid	whose votes were declared		members declared	Total number of votes cast by them	
1 100	invaiid		1		100

d) Resolution 4: Ordinary Resolution

Re-appointment of Mr. Pradeep Gupta (DIN: 00007520) as Chairman and Managing Director and fixation of his remuneration.

(i) Voted in favour of the resolution:

Mode of Voting		1101111000	% of total number of valid votes cast
Remote e-voting	The state of the s	135302	99.35
Voting by Ballot	4	877	0.65
Total	26	136179	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-votir	1167	0	0
ADDRESS OF THE PARTY OF THE PAR	y 0	0	0
Total	0	0	0

(iii) Invalid Votes:

Total number of member whose votes were declared invalid		Total number of votes cast by them	
IIIvanu		1	100

e) Resolution 5: Special Resolution

Re-appointment of Mr. Krishan Kant Tulshan (DIN: 00009764) as Independent Director.

(i) Voted in favour of 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	4 2	6916006	99.99
Voting by Ballot	4	877	0.01
Total	30	6916883	100.00

Voted against the resolution: (ii)

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
Voting by	0	0	0
Ballot Total	0	0	0

Invalid Votes: (iii)

whose	votes	of were	members declared	Total number of votes cast by them
invalid		1		100

9. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 37th Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

For M/s. MKP & Associates (Company Secretaries)

Manoj Kumar Pandey

(Proprietor) Sect

Membership No. F8541, CP No. 9655

Date: 30/09/2019

Place: Delhi

Witnesses:

Divyanshu Kaushik WB 74A 3rd Floor

Sakarpur-110092

Yogendra Yadav

11/12 Subhash Nagar,

Delhi -110027