



## Infomedia Press Limited

(CIN: L22219MH1955PLC281164)

**Registered Office:** First Floor, Empire Complex, 414, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013  
**Tel:** +91 22 6666 7777/4001 9000 • **Fax:** +91 22 2496 8238 • **Web:** [www.infomediapress.in](http://www.infomediapress.in) • **Email:** [investors@infomedia18.in](mailto:investors@infomedia18.in)

Folio No./DP ID/ Client ID :  
Name :  
Address :

Joint Holder(s) :

Number of Equity Share(s) held :

Dear Member,

**Sub: Voting through electronic means on resolutions proposed to be passed at 62<sup>nd</sup> Annual General Meeting of the Members of Infomedia Press Limited**

Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**the Listing Regulations**”), Infomedia Press Limited (“**the Company**”) is providing to its members facility to exercise their right to vote on resolutions proposed to be passed at the 62<sup>nd</sup> Annual General Meeting (“**Meeting**”) of the Members of the Company, scheduled to be held on Monday, September 25, 2017 at 12.30 p.m. (IST) or soon after conclusion of the Annual General Meeting of Network18 Media & Investments Limited convened on the same day, whichever is later, by electronic means (“**e-voting**”). The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting (“**remote e-voting**”).

The Company has engaged the services of Karvy Computershare Private Limited (“**Karvy**”) as the Agency to provide e-voting facility. The remote e-voting particulars are set out below:

EVEN (E-Voting Event Number)	User ID	Password

The remote e-voting facility will be available during the following voting period:

Commencement of e-voting : **From 9:00 a.m. (IST) on Thursday, September 21, 2017**  
End of e-voting : **Upto 5:00 p.m. (IST) on Sunday, September 24, 2017**

The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be disabled by Karvy upon expiry of aforesaid period.

**The cut-off date for the purpose of remote e-voting and voting at the Meeting is Monday, September 18, 2017.**

This Communication forms an integral part of the Notice dated July 14, 2017 convening the Meeting is attached herewith. The said Notice and this Communication are available on the website of the Company: [www.infomediapress.in](http://www.infomediapress.in)

**Please read the instructions printed overleaf before exercising the vote.**

Yours faithfully,  
for **Infomedia Press Limited**

**Tasneem Cementwala**  
Company Secretary

Date: July 14, 2017  
Place: Mumbai

**Instructions and other information relating to e-voting / remote e-voting are as under:**

1. A. **In case a member receives an e-mail from Karvy** [for members whose e-mail addresses are registered with the Company/ Depository Participant(s)]:
  - a. Launch internet browser by typing the URL: <https://evoting.karvy.com>
  - b. Enter the login credentials (i.e. **User ID and password**) provided to you. The E-Voting Event Number+Folio No. or DP ID Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote. If required, please visit <https://evoting.karvy.com> or contact toll free number 1800 3454 001 (from 9:00 a.m. to 6:00 p.m.) for your existing password.
  - c. After entering these details appropriately, click on "LOGIN".
  - d. You will now reach Password Change Menu wherein you are required to mandatorily change your password. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@,#,\$,etc.). The system will prompt you to change your password and update your contact details like mobile number, email address, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. **It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.**
  - e. You need to login again with the new credentials.
  - f. On successful login, the system will prompt you to select the E-Voting Event Number (EVEN) for Infomedia Press Limited.
  - g. On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date under either "FOR/AGAINST" or alternatively, you may partially enter any number under "FOR"/ "AGAINST" but the total number under "FOR/AGAINST" taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option "ABSTAIN" and the shares held will not be counted under either head.
  - h. Members holding shares under multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.
  - i. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as "ABSTAINED".
  - j. You may then cast your vote by selecting an appropriate option and click on "SUBMIT".
  - k. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify.
  - l. Once you confirm, you will not be allowed to modify your vote.
  - m. Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), authorizing the authorized representative(s), to the Scrutinizer at e-mail ID: [info.agmscrutinizer@nw18.com](mailto:info.agmscrutinizer@nw18.com) with a copy marked to [evoting@karvy.com](mailto:evoting@karvy.com). They may also upload the same in the e-voting module in their login. The scanned image of the above mentioned documents should be in the naming format "Corporate Name\_EVENT NO."
- B. **In case a member receives physical copy of the Notice by Post** [for members whose e-mail addresses are not registered with the Company/ Depository Participant(s)]:
  - a. User ID and initial password is given in this communication
  - b. Please follow all steps from Sr. No. (a) to (m) as mentioned in (A) above, to cast your vote.
2. During the voting period, members can login to Karvy's e-voting platform any number of times till they have voted on the Resolution(s).
3. Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.
4. The facility for voting through electronic voting system ('Insta Poll') will be made available at the Meeting and members attending the Meeting **who have not cast their vote(s) by remote e-voting will be able to vote at the Meeting through 'Insta Poll'**.
5. **The members who have cast their vote(s) by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote(s) again.**
6. Voting rights shall be reckoned on the paid up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date, i.e. Monday, September 18, 2017.

The Company has appointed Mr.B. Narasimhan, Practising Company Secretary, as Scrutinizer to scrutinize Insta Poll and remote e-voting.
7. **A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting / Insta Poll. A Person who is not a member as on the cut-off date should treat this Notice for information purpose only.**
8. Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. Monday, September 18, 2017, may obtain the User ID and password from Karvy in the manner as mentioned below:
  - a. If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may send SMS : MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to **9212993399**  
Example for NSDL: MYEPWD <SPACE> IN12345612345678  
Example for CD SL: MYEPWD<SPACE>1402345612345678  
Example for Physical : MYEPWD <SPACE>XXXX1234567890
  - b. If e-mail address or mobile number of the member is registered against Folio No /DP ID Client ID, then on the home page of <https://evoting.karvy.com>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
  - c. Member may call Karvy's toll free number 1800 3454 001 (from 9:00 a.m to 6:00 p.m)
  - d. Member may send an e-mail request to [evoting.infomedia@karvy.com](mailto:evoting.infomedia@karvy.com).
9. **Subject to receipt of requisite number of votes, the Resolutions proposed in the Notice shall be deemed to be passed on the date of the Meeting, i.e. Monday, September 25, 2017.**
10. In case of any query pertaining to e-voting, members may refer to the "Help" & "FAQ"s section/ E-voting user manual available at the "Download" section of Karvy's website for e-voting: <https://evoting.karvy.com> or contact Karvy as per the details given under point no. 11.
11. **The members are requested to note the following contact details for addressing e-voting grievances:**

Mr. S P Venugopal, Deputy General Manager  
Karvy Computershare Private Limited  
Karvy Selenium Tower B, 6<sup>th</sup> floor, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032  
Toll free No: 1800 3454 001 email: [evoting.infomedia@karvy.com](mailto:evoting.infomedia@karvy.com)

## NOTICE

Notice is hereby given that the 62<sup>nd</sup> Annual General Meeting of the Members of **Infomedia Press Limited (“the Company”)** will be held on Monday, September 25, 2017 at 12:30 p.m. or soon after conclusion of the Annual General Meeting of Network18 Media & Investments Limited convened on the same day, whichever is later at Y. B. Chavan Centre – Auditorium, Yashwantrao Chavan Pratishthan, Gen. Jagannath Bhosale Marg, Opposite of Mantralaya, Next to Sachivalaya Gymkhana, Nariman Point, Mumbai - 400 021, to transact the following businesses:

### ORDINARY BUSINESS:

1. To consider and adopt 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 in this regard, pass the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** 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 laid before this meeting, be and are hereby considered and adopted.”

2. To appoint Ms. Kshipra Jatana, who retires by rotation and being eligible, offers herself for re-appointment as a Director and in this regard, pass the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Ms. Kshipra Jatana (DIN:02491225), who retires by rotation at this Annual General Meeting and being eligible has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

3. To appoint Statutory Auditors and fix their remuneration and in this regard, pass the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) thereto or re-enactment(s)

thereof, for the time being in force), M/s. Chaturvedi & Shah, Chartered Accountants, (ICAI Firm Registration No. 101720W) be and are hereby appointed as Auditors of the Company for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of 67<sup>th</sup> Annual General Meeting of the Company, at such remuneration as shall be fixed by the Board of Directors of the Company.”

### SPECIAL BUSINESS

4. To appoint Mr. Ratnesh Rukhariyar (DIN: 00004615) as a Director and in this regard, pass the following resolution as an **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Ratnesh Rukhariyar (DIN: 00004615), who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

**By order of the Board of Directors**  
For **Infomedia Press Limited**

**Tasneem Cementwala**  
Company Secretary

Date: July 14, 2017

### Registered Office:

First Floor, Empire Complex,  
414, Senapati Bapat Marg, Lower Parel,  
Mumbai, Maharashtra - 400 013  
T +91 22 6666 7777/4001 9000, F +91 22 2496 8238  
CIN: L22219MH1955PLC281164  
Website: www.infomediapress.in  
Email id: investors@infomedia18.in

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 62<sup>ND</sup> ANNUAL GENERAL MEETING (“THE MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS.**

**A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR MEMBER.**

**A BLANK PROXY FORM IS ENCLOSED HEREWITH AND IF INTENDED TO BE USED, THE FORM DULY COMPLETED SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. THE HOLDER OF PROXY SHALL PROVE HIS IDENTITY AT THE TIME OF ATTENDING THE MEETING.**

2. Corporate members intending to send their authorized representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution/other valid authorization together with the specimen signatures of the representative(s) authorized under the said Board Resolution / authorization to attend and vote on their behalf at the Meeting.
3. A Statement pursuant to Section 102(1) of the Companies Act, 2013 (“the Act”) relating to the Special Business to be transacted at the Meeting is annexed hereto. Further, none of the Directors/ Key Managerial Personnel of the Company/ their relatives is concerned or interested, financially or otherwise in the ordinary resolutions set out under Item Nos. 1, 2 and 3 of the Notice, except Ms. Kshipra Jatana and her relatives, who may be deemed to be interested in the Ordinary Resolution pertaining to her re-appointment as set out at Item No. 2 of the Notice.
4. **The Company is providing facility for voting by electronic means (e-voting) through an electronic voting system which will include remote e-voting as prescribed by the Companies (Management and Administration) Rules, 2014 as presently in force and the business set out in the**

**Notice will be transacted through such voting.** Information and instructions including details of user id and password relating to e-voting are being sent to members separately along with a copy of this Notice.

**Once the vote on a resolution is cast by member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again. The members who have cast their vote(s) by using remote e-voting may also attend the meeting but shall not be entitled to cast their vote(s) again at the Meeting.**

5. In terms of Section 152 of the Act, Ms. Kshipra Jatana, Director, retires by rotation at the Annual General Meeting and being eligible offers herself for re-appointment. The Nomination and Remuneration Committee of the Board of Directors and the Board of Directors of the Company commend her re-appointment.
6. Details of Directors retiring by rotation/ seeking appointment / re-appointment at the ensuing Annual General Meeting are provided in the Corporate Governance Report forming part of the Annual Report, as required under the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2), issued by the Institute of Company Secretaries of India.
7. Walker Chandiok & Co LLP, Chartered Accountants, Statutory Auditors of the Company have expressed their unwillingness for appointment as Statutory Auditors of the Company at the ensuing Annual General Meeting.

Keeping in view the requirements set out in the Act, the Audit Committee and Board of Directors of the Company have recommended the appointment of Chaturvedi & Shah, Chartered Accountants (ICAI Firm Registration No. 101720W) as Auditors of the Company for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of 67<sup>th</sup> Annual General Meeting of the Company, at such remuneration as shall be fixed by the Board of Directors of the Company. The first year of the aforesaid Auditors will be for the Financial Statement of the Company for the financial year ending March 31, 2018.

Chaturvedi & Shah, Chartered Accountants have consented and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act. They have also confirmed that they are not disqualified to be appointed as Auditors in terms of the provisions of the proviso to Section 139(1), Section 141(2) and Section 141(3) of the Act and the provisions

- of the Companies (Audit and Auditors) Rules, 2014. The Board commends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the members.
8. Members/ Proxies/ Authorised Representatives are requested to bring to the meeting the necessary details of their shareholding, attendance slip(s) and copy(ies) of their Annual Report.
  9. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
  10. Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company and copies thereof will also be available for inspection at the Registered Office of the Company on all working days, except Saturdays, Sundays and Public Holidays during business hours up to the date of the Meeting. The aforesaid documents will also be available for inspection by the members at the Meeting.
  11. The Company has notified closure of Register of Members and Share Transfer Books from Friday, September 22, 2017 to Monday, September 25, 2017 (both days inclusive) for the purpose of the Annual General Meeting.
  12. The Company's Registrar & Share Transfer Agent for its share registry (both, physical as well as electronic) is Karvy Computershare Private Limited ("Karvy") having its office at Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500 032 (Unit: Infomedia Press Limited)
  13. Members holding shares in electronic form are requested to intimate any change in their address or bank mandates to their Depository Participants (DP) with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates to the Company/Karvy.
  14. Pursuant to the provisions of the Investor Education and Protection Fund (IEPF) Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended the Company has initiated necessary actions for transfer of all the shares in respect of which dividend (which was declared by the Company in the year 2008 or earlier financial years) was lying unpaid or unclaimed by shareholders for seven consecutive years or more. The Ministry of Corporate Affairs (MCA) is in process of reviewing the final rules and guidelines for transfer of shares to IEPF. The Company shall take appropriate action in respect of aforesaid shares in conformity with the final rules and guidelines notified by the MCA.
- Members are advised to visit the web-link: [http://infomediapress.in/wp-content/uploads/2016/11/Details\\_transfer\\_shares\\_IEPF\\_Infomedia.pdf](http://infomediapress.in/wp-content/uploads/2016/11/Details_transfer_shares_IEPF_Infomedia.pdf) to ascertain details of shares liable for transfer.**
15. **Members holding shares in electronic mode:**
    - (a) are requested to submit their Permanent Account Number (PAN) to their DPs with whom they are maintaining their demat accounts, as mandated by the Securities and Exchange Board of India (SEBI) for every participant in securities market.
    - (b) are advised to contact their respective DPs for availing nomination facility.
  16. **Members holding shares in physical form:**
    - (a) are required to submit their PAN to the Company/ Karvy as mandated by SEBI for every participant in securities market.
    - (b) are advised to make nomination as per Section 72 of the Act and are requested to write to Karvy.
  17. **Members who hold shares in physical form in multiple folios in identical names or joint accounts in the same order of names are requested to send the share certificates to Karvy for consolidation into a single folio.**
  18. Non-Resident Indian members are requested to inform Karvy/ respective DPs, immediately of:
    - a. Change in their residential status on return to India for permanent settlement.
    - b. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
  19. **Members who have not registered / updated their e-mail addresses with Karvy, if shares are held in physical form or with their DPs, if shares are held in electronic form, are requested to register / update their e-mail address for receiving all future communications including Annual Reports, Notices, Circulars, etc. from the Company electronically.**
  20. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DPs and holdings should be verified.
  21. Attendance Slip, Proxy Form and the route map of the venue of the Meeting are annexed hereto. **The prominent landmark for the venue of the Meeting is Sachivalaya Gymkhana and Mantralaya. The venue is near to these landmarks.**



## STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (THE “ACT”)

The following Statement sets out all material facts relating to the Special Business mentioned in the Notice.

### Item No. 4

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, appointed Mr. Ratnesh Rukhariyar as an Additional Director on the Board of the Company w.e.f. April 15, 2017. He holds the office as an Additional Director up to the date of this Annual General Meeting.

The Company has received a notice, in writing, from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mr. Ratnesh Rukhariyar for the office of Director of the Company. Mr. Ratnesh Rukhariyar is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

Mr. Rukhariyar does not hold any shares of the Company in his name. He is not related to any other Director or Key Managerial Personnel of the Company. Brief resume of Mr. Rukhariyar, his age, qualification, experience, nature of his expertise in specific functional areas, names of Companies in which he holds directorships and memberships/ chairmanships of Board/ Committees and other details as required to be disclosed under

the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2), issued by the Institute of Company Secretaries of India, are provided in the Corporate Governance Report forming part of the Annual Report.

Save and except Mr. Ratnesh Rukhariyar and his relatives, none of the other Directors / Key Managerial Personnel of the Company / their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

The Board commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the members.

**By order of the Board of Directors  
For Infomedia Press Limited**

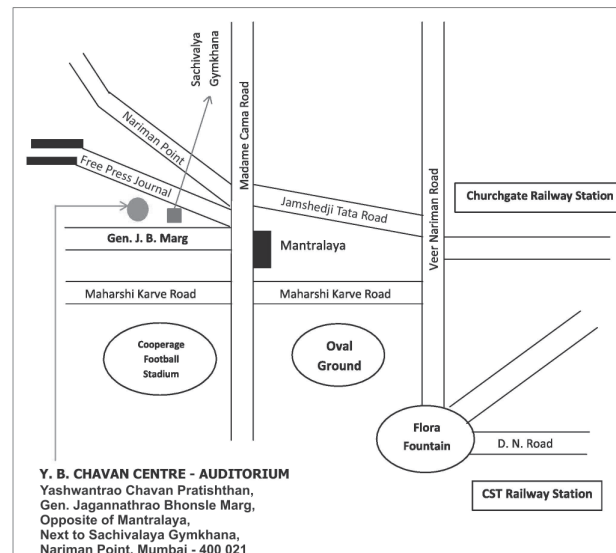
**Tasneem Cementwala**  
Company Secretary

Date: July 14, 2017

### Registered Office:

First Floor, Empire Complex,  
414, Senapati Bapat Marg, Lower Parel,  
Mumbai, Maharashtra - 400 013  
T +91 22 6666 7777/ 4001 9000, F +91 22 2496 8238  
CIN: L22219MH1955PLC281164  
Website: www.infomediapress.in  
Email id: investors@infomedia18.in

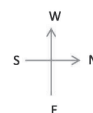
### ROUTE MAP TO THE VENUE



#### Landmark

- 1) Sachivalaya Gymkhana
- 2) Mantralaya

Not to scale



# Infomedia Press Limited

## ATTENDANCE SLIP

CIN: L22219MH1955PLC281164

**Regd. Office:** First Floor, Empire Complex, 414, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013.

**Tel:** +91 22 6666 7777/4001 9000, **Fax:** +91 22 2496 8238

**Email:** [investors@infomedia18.in](mailto:investors@infomedia18.in) **Website:** [www.infomediapress.in](http://www.infomediapress.in)

Name of the sole / first named member: .....

Address of the sole / first named member: .....

Registered Folio No.: .....

DP ID No./ Client ID No.\*: .....

Number of shares held: .....

I hereby record my presence at the **62<sup>nd</sup> Annual General Meeting** of the members of the Company held on **Monday, September 25, 2017** at Y. B. Chavan Centre – Auditorium, Yashwantrao Chavan Pratishthan, Gen. Jagannath Bhosale Marg, Opposite of Mantralaya, Next to Sachivalaya Gymkhana, Nariman Point, Mumbai- 400 021 at 12.30 p.m. (IST) or soon after conclusion of the Annual General Meeting of Network18 Media & Investments Limited convened on the same day, whichever is later.

Signature of Member/Proxy present: .....

**Note:** Members are requested to fill up the attendance slip and hand it over at the venue of the meeting.

\*Applicable for investors holding shares in electronic form.

# Infomedia Press Limited

## PROXY FORM

[FORM NO. MGT-11, Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L22219MH1955PLC281164

**Regd. Office:** First Floor, Empire Complex, 414, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013.

**Tel:** +91 22 6666 7777/4001 9000, **Fax:** +91 22 2496 8238

**Email:** [investors@infomedia18.in](mailto:investors@infomedia18.in) **Website:** [www.infomediapress.in](http://www.infomediapress.in)

Name of member: .....

Registered Address: .....

E-mail Id: .....

Folio No./ Client ID\* ..... DP ID:\* .....

\*Applicable for investors holding shares in electronic form.

I/We .....being the member of ..... Equity Shares of Infomedia Press Limited, hereby appoint:

1. Name: .....

Address: .....

E-mail Id: ..... Signature: .....; or failing him

2. Name: .....

Address: .....

E-mail Id: ..... Signature: .....; or failing him

3. Name: .....

Address: .....

E-mail Id: ..... Signature: .....

(P.T.O.)

as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 62<sup>nd</sup> Annual General Meeting of the members of the Company to be held on Monday, September 25, 2017 at 12.30 p.m. (IST) or soon after conclusion of the Annual General Meeting of Network18 Media & Investments Limited convened on the same day, whichever is later, at Y. B. Chavan Centre – Auditorium, Yashwantrao Chavan Pratishthan, Gen. Jagannath Bhosale Marg, Opposite of Mantralaya, Next to Sachivalaya Gymkhana, Nariman Point, Mumbai- 400 021 and at any adjournment thereof in respect of such resolutions as are indicated below:

\*\* I wish my above proxy to vote in the manner as indicated in the box below:

Item No.	Resolutions	Voting	
		For	Against
1.	Consideration and adoption of Audited Financial Statement for the Financial Year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon		
2.	Re-appointment of Ms. Kshipra Jatana, a Director retiring by rotation		
3.	Appointment of Chaturvedi & Shah, Chartered Accountants as Statutory Auditors of the Company and fixing their remuneration		
4.	Appointment of Mr. Ratnesh Rukhariyar as a Director, liable to retire by rotation.		

\*\*This is only optional. Please put a '✓' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

Signed this ..... day of ..... 2017.

Signature of Shareholder .....

Signature of Proxy Holder(s): 1) ..... 2) ..... 3) .....

Affix ₹ 1  
Revenue  
Stamp

**Notes:**

- (1) **This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.**
- (2) **A Proxy need not be a member of the Company and shall prove his/her identity at the time of attending the meeting.**
- (3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- (4) Appointing a proxy does not prevent a Member from attending the meeting in person if he/she so wishes. When a member appoints a Proxy and both the member and Proxy attend the Meeting, the Proxy will stand automatically revoked.
- (5) In the case of jointholders, the signature of any one holder will be sufficient, but names of all the jointholders should be stated.
- (6) This form of proxy shall be signed by the appointer or his attorney duly authorized in writing, or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorized by it.
- (7) This form of proxy will be valid only if it is duly complete in all respects, properly stamped and submitted as per the applicable law. Incomplete form or form which remains unstamped or inadequately stamped or form upon which the stamps have not been cancelled will be treated as invalid.
- (8) Undated proxy form will not be considered valid.
- (9) If Company receives multiple proxies for the same holdings of a member, the proxy which is dated last will be considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple proxies will be treated as invalid.