

**Scrutinizer's Report**

September 30, 2015

The Chairman,  
Infomedia Press Limited  
503,504 & 507, 5th Floor, Mercantile House,  
15, Kasturba Gandhi Marg,  
New Delhi-110 001

Scrutinizers Report on postal ballot voting including voting by electronic means in respect of passing of the resolutions contained in the Notice dated August 05, 2015 through Postal Ballot Process.

Dear Sir,

I, Rupesh Agarwal, Partner of M/s Chandrasekaran Associates, have been appointed as a Scrutinizer by the Board of Directors of Infomedia Press Limited for scrutinizing postal ballot voting including voting by electronic means in respect of the passing of the resolutions contained in the Notice dated August 05, 2015 through Postal Ballot Process.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made thereunder and (ii) the Listing Agreements with the Stock Exchanges, relating to postal ballot voting including voting by electronic means. My responsibility as a scrutinizer is restricted to making a Scrutinizer's report of the votes cast by the members for the resolutions contained in the Notice dated August 05 2015, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited (Karvy), the agency engaged by the Company to provide e-voting facilities for e-voting and scrutiny of the physical ballot received till the time fixed for closing of the voting process i.e. till 5:30 P.M. on September 28, 2015.

I submit my report as under:

1. After the time fixed for closing of the e-voting, i.e. 5:30 P.M. on September 28, 2015, a final electronic report of the e-voting was generated by me by accessing the data available to me from the website <https://evoting.karvy.com> of Karvy Computershare Private Limited, the Agency to provide e-voting facility. Data regarding the e-votes was diligently scrutinized.
2. The physical postal ballots received till the time fixed for closing of the Postal Ballot i.e. 5:30 P.M. on September 28, 2015, were diligently scrutinized and reconciled with the records maintained by the Company through the Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.



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The result of the scrutiny of the above postal ballot voting including voting by electronic means in respect of passing of the resolutions contained in the Notice dated August 05, 2015 through Postal Ballot, is as under:

- 1) **Special Resolution - Item No. 1:** Special Resolution under Section 13 and other applicable provisions, if any, of the Companies Act, 2013 to shift the Registered Office of the Company from the National Capital Territory of Delhi to the State of Maharashtra, i.e within the jurisdiction of the Registrar of Companies, Maharashtra at Mumbai.

(I) Voted **in favour** of the resolution:

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	134	82210	0.32201
Electronic (e-voting)	14	25446394	99.67243
Total	148	25528604	99.99444

(II) Voted **against** the resolution:

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	7	1349	0.00528
Electronic (e-voting)	1	70	0.00028
Total	8	1419	0.00556

(III) **Invalid** votes:

Postal Ballot Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Physical	12*	32189
Electronic (e-voting)	1	580
Total	13	32769

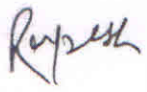
\* Out of 12 Members 9 members not exercised their Vote.



3. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
4. The electronic data along with the postal ballots and all other relevant records relating to the e-voting and the Postal Ballot received is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman signs the Minutes.

Thanking You,

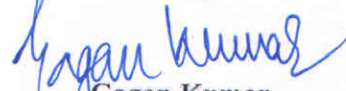
Yours faithfully,



Rupesh Agarwal  
Partner  
M/s Chandrasekaran Associates  
Membership No. : 16302  
CP No. : 5673



Countersigned by:  
For Infomedia Press Limited



Gagan Kumar  
Chairman of the Board

Place: Delhi  
Date: 30.09.2015