

Next Mediaworks Limited
(CIN: L22100MH1981PLC024052)

Registered Office: 156, D. J. Dadajee Road, Behind Everest Building, Tardeo, Mumbai – 400034.
Tel: 022 67527038

Email: cs@nextmediaworks.com Website: www.nextmediaworks.com

Last Date : _____

POSTAL BALLOT FORM

Ballot Serial No.

1. Name and Registered Address of the Sole/First named Member/Beneficial Owner :

2. Name(s) of the Joint Shareholder(s), if any :

3. Registered Folio No./*DP ID No. and Client ID No. :
(Applicable to investors holding shares in dematerialized form.)

4. No. of Equity Shares held :

I/We hereby exercise my/our right to vote in respect of the following resolution(s) to be passed through postal ballot for the business stated in the Postal Ballot Notice dated 18th June 2015 of the Company by conveying my/our assent or dissent to the said resolution by placing a tick (√) mark in the appropriate box below:

Item No.	Resolution summary	No. of shares	I assent to the resolution	I dissent to the resolution
1.	Special Resolution under Section 186 of the Companies Act, 2013 authorizing the Board of Directors to give loans/guarantee/provide security to or invest in the securities of the Company's subsidiary(ies) upto an aggregate amount of Rs. 300 Crores.			
2.	Special Resolution under Section 180(1)(a) of the Companies Act, 2013 authorizing the Board of Directors to create charge/mortgage/hypothecation on all or any of the movable/immovable properties of the Company.			

Place:

Date:

.....
Signature of the Shareholder

Electronic Voting Particulars		
EVEN (E-Voting Event Number)	USER ID	PASSWORD/PIN

Note: Please read the instructions given overleaf carefully before exercising your vote.

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

Commencement of e-voting	End of e-voting
Thursday, 25th June 2015 at 9:00 hours IST	Friday, 24th July 2015 at 17:30 hours IST

INSTRUCTIONS:

1. A Member desiring to exercise vote by postal ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached postage-prepaid self-addressed Business Reply Envelope. Postage will be borne and paid by the Company. However, envelopes containing postal ballots, if deposited in person or sent by courier / speed post at the expense of the Member, will also be accepted.
2. Alternatively, a Member may vote through electronic mode as per the instructions for voting through electronic means provided in the Postal Ballot Notice sent herewith.
3. The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company.
4. This form should be completed and signed by the Member. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the Company) by the first-named Member and in his / her absence, by the next-named Member.
5. Consent must be accorded by placing a tick mark [✓] in the column 'I assent to the resolution' or dissent must be accorded by placing a tick mark [✓] in the column 'I dissent to the resolution'.
6. The votes of a Member will be considered invalid on any of the following grounds:
 - a. if the Postal Ballot Forms are unsigned, incomplete or incorrectly filled;
 - b. if the Member's signature does not tally;
 - c. if the Member has marked his / her / its vote both for 'Assent' and also for 'Dissent' to the 'Resolution' in such a manner that the aggregate shares voted for 'Assent' and 'Dissent' exceed the total number of shares held;
 - d. if the Postal Ballot Form is received torn or defaced or mutilated such that it is difficult for the Scrutinizer to identify either the Member, or the number of votes, or whether the votes are for 'Assent' or 'Dissent', or it is difficult to verify the signature, or one or more of the above grounds.
7. Duly completed Postal Ballot Forms should reach the Scrutinizer on or before Friday, 24th July 2015. If any Postal Ballot Form is received after this date, it will be considered that no reply from the concerned Member has been received.
8. A Member may get the duplicate Postal Ballot Form from the website of the Company i.e www.nextmediaworks.com, if so required. However, the duly filled-in duplicate Postal Ballot Forms should reach the Scrutinizer not later than the date specified in Item (7) above.
9. In case of shares held by Companies, Trusts, Societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board Resolution / Power of Attorney / attested specimen signatures etc. In case of electronic voting, documents such as the certified true copy of Board Resolution / Power of Attorney, along with attested specimen signatures, should be mailed to the Scrutinizer at jupoojari@rediffmail.com or cs@nextmediaworks.com with a copy marked to evoting@nsdl.co.in, or deposited at the registered office of the Company.
10. Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage-prepaid envelopes in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelopes would be destroyed by the Scrutinizer and the Company would not be able to act on the same.
11. A Member need not use all his / her votes nor does he / she need to cast his / her votes in the same way.
12. Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the Member on the relevant date, i.e. 12th June 2015.
13. The Scrutinizer's decision on the validity of the postal ballot shall be final.
14. Only a Member entitled to vote is entitled to fill in the Postal Ballot Form and send it to the Scrutinizer, and any recipient of the Notice who has no voting right should treat the Notice as intimation only.