

December 28, 2020

BSE Limited
National Stock Exchange of India Limited

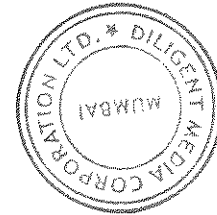
Kind Attn: Corporate Relationship Department

Sub: Proceedings of 15th Annual General Meeting

Dear Sirs,

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), a summary of proceedings of AGM held today through Video Conferencing (VC) / Other Audio Visual Means (OAVM), as per MCA Circulars, is given below:

- The AGM commenced at 1.00 p.m. and concluded at 2:00 p.m.;
- As per regulation 44 of SEBI Listing Regulations and Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules 2014, the Company had provided remote E-voting facility, to facilitate all Equity Shareholders of the Company, (as at cut-off date of December 18, 2020), to cast their votes electronically on all businesses proposed in the Notice of AGM during the e-voting period which commenced on Thursday, December 24, 2020 at 9.00 a.m. and concluded on Sunday, December 27, 2020 at 5.00 p.m.;
- Additionally, to facilitate voting by the Shareholders who had not voted using the remote e-voting facility, the said E-voting facility was made available by the Company during the course of AGM; and
- Based on the consolidated report dated December 28, 2020 submitted by the Scrutiniser, FCS. Mita Sanghavi, Practicing Company Secretary, the Chairman of the AGM has today declared that the resolutions, as detailed herein, included in the Notice of 15th Annual General Meeting were approved by the Equity Shareholders **with requisite majority**:



Tel: +91 22 6268 8888 / 3988 8888 Fax: +91 22 2496 6308 (Sales) / 3980 1000 (Edit) www.dnaindia.com

Regd. Office: Diligent Media Corporation Limited, 'A' Wing, 18th Floor, Marathon Futurex, N.M. Joshi Marg, Lower Parel, Mumbai - 400 013
CIN : L22120MH2005PLC151377

Ordinary Business:

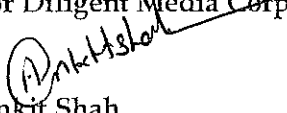
1. Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2020, including the Balance Sheet, Statement of Profit and Loss and the Reports of the Auditors and Directors thereon.
2. Re-appointment of Mr. Dinesh Kumar Garg as Director of the Company, liable to retire by rotation.

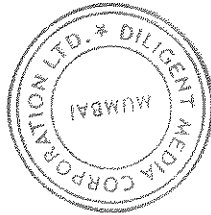
Special Business:

3. Appointment of Mr. Nishikant Upadhyay as Director of the Company, liable to retire by rotation.
4. Appointment of Mr. Ronak Jatwala as Director of the Company, liable to retire by rotation.

Copy of the Scrutiniser's report along with particulars of voting by the Shareholders on all resolutions as per Regulation 44(3) of the SEBI Listing Regulations is enclosed for your information and record.

Yours truly,
For Diligent Media Corporation Limited


Ankit Shah
Company Secretary
Encl. As above

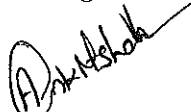


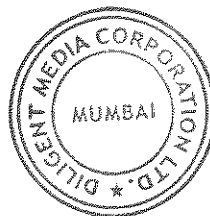
Details of Voting Results at 15th Annual General Meeting held on December 28, 2020
[Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

A. Details of Attendance at Annual General Meeting:

Particulars	Details
Date of AGM	December 28, 2020
Total number of Equity shareholders as on Cut-off date of December 18, 2020	87,456
No of Equity Shareholders present in the meeting either in person or through proxy:	
a) Promoters & Promoter Group	NA
b) Public	NA
No of Equity Shareholders attended the meeting through VC/OAVM:	
a) Promoters & Promoter Group	7
b) Public	32
Details of Agenda	
Resolution required	Refer Voting results Annexed.
Whether promoter / promoter group are interested in the resolution	
Mode of Voting	
Voting results	

For Diligent Media Corporation Limited


Ankit Shah
Company Secretary



Mumbai, December 28, 2020

Tel: +91 22 3980 2200 www.dnaindia.com

Press: Diligent Media Corporation Limited, Plot No. EL-201, TTC Industrial Area, MIDC, Mahape, Navi Mumbai - 400 705

Regd. Office: Diligent Media Corporation Limited, 'A' Wing, 18th Floor, Marathon Futurex, N.M. Joshi Marg, Lower Parel, Mumbai - 400013

Tel: +91 22 3988 8888 Fax: +91 22 2496 6308 (Sales) / 3980 1000 (Edit)

CIN : U22120MH2005PLC151377

MITA SANGHAVI
Practicing Company Secretary

Office no.6, Basement Ground floor,
Runwal Commercial Complex,
L.B.S. Marg, Mulund West, Mumbai- 400080.
Mb. 98922 10391, Off No. 022-25918827
Email. mita_sangh@yahoo.co.uk

December 28, 2020

The Chairman of Board of Directors,
Diligent Media Corporation Limited.
18th Floor, A-Wing, Marathon Futurex,
N.M Joshi Marg, Lower Parel,
Mumbai - 400013.
CIN: L22120MH2005PLC151377

Dear Sirs,

SCRUTINISER'S REPORT

Consolidated Report of Scrutinizer on remote e-voting as well as e-voting conducted in relation to the agenda items proposed at 15th Annual General Meeting (the 'AGM') of the Equity Shareholders of Diligent Media Corporation Limited (the 'Company') held on Monday, 28th December 2020 at 1.00 p.m. via VC/ OAVM

Dear Sirs

I, Mita Sanghavi, a Company Secretary in Practice was appointed as Scrutinizer by the Company vide appointment letter dated November 12, 2020, to scrutinize and submit consolidated report on votes cast by way remote e-voting and e-voting on the resolution (s) proposed at 15th Annual General Meeting (the 'AGM') of the Equity Shareholders of Diligent Media Corporation Limited (the 'Company') held on Monday, 28th December 2020 at 1.00 p.m. via VC/OAVM.

Accordingly, I submit my report as under:

1. In view of the continuing Covid-19 Pandemic, Ministry of Corporate Affairs had vide circulars dated May 5, 2020 read with Circulars dated April 8, 2020 and April 13, 2020 had permitted the holding of AGMs through Video Conferencing (VC) or Other Audio Visual Means (OAVM), without presence of members at a common venue. In compliance with the provisions of Companies Act, 2013 ('Act'), SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 ('SEBI Listing Regulations') and aforesaid MCA Circulars, the AGM of the Company was held via VC/OAVM through facility provided by Central Depository Services (India) Private Limited ('CDSL').

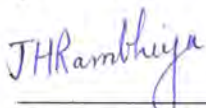


MITA SANGHAVI
Practicing Company Secretary

Office no.6, Basement Ground floor,
Runwal Commercial Complex,
L.B.S. Marg, Mulund West, Mumbai- 400080.
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Email. mita_sangh@yahoo.co.uk

2. As per confirmation received from the Company and in compliance with aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, the Annual Report along with Notice of 15th AGM was sent only through electronic mode to those members whose email address were registered with the Company/RTA/Depositories. The Notice of AGM along with Annual Report of the Company was available on the website of the Company and also on the website of the Stock Exchanges viz BSE Limited and National Stock Exchange of India Limited
3. Pursuant to SEBI Listing regulations and the Act, the Company had provided remote e-voting facility through CDSL, whereby Shareholders of the Company as at the cut-off date of Friday, December 18, 2020 were entitled to vote on all resolutions proposed in the Notice of AGM by using remote e-voting facility provided by CDSL. The remote e-voting period commenced from Thursday, December 24, 2020 at 9.00 a.m. and ended on Sunday, December 27, 2020 at 5.00 p.m.
4. Members of the Company, as at cut-off date, who had not voted through remote e-voting, but were present at the meeting were provided the facility of e-voting during the course of the AGM.
5. After conclusion of AGM on December 28, 2020, I unblocked and downloaded E-voting details from CDSL Website in presence of Mrs. Jigna Shah and Mr. Subhash Yadav, who are not in employment with the Company

They have signed below in confirmation of the votes being unblocked in their presence



Ms. Jigna Shah



Mr. Subhash Yadav

6. The Management of the Company is responsible to ensure the compliance with the requirements of Act in relation to exercise of voting rights through electronic means. My responsibility as a scrutinizer is restricted to scrutinize, count and submit a report on the votes cast "in favour" or "against" the resolutions based on the report generated from the e-voting system of CDSL, agency engaged by the company to provide e-voting facilities.

Based on report made available from E-voting system of CDSL website, I hereby report as under:



Item No. 1 - Ordinary Resolution

To adopt audited Financial Statements of the Company for the financial year ended March 31, 2020

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	65	73178815	100.00%
Voting at the AGM	1	25	0.00 %
Total-A	66	73178840	100.00%
Voted Against			
Remote e-voting	4	5	0.00%
Voting at the AGM	0	0	0.00%
Total-B	4	5	0.00%
Grand Total (A+B)	70	73178845	100.00%
Abstained/Not Voted			
Remote e-voting	0	0	0
Voting at the AGM	0	0	0

Item No. 2 - Ordinary Resolution

To appoint a Director in place of Mr. Dinesh Kumar Garg (DIN 02048097), who retires by rotation, and being eligible, offers himself for re-appointment.

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	63	73178754	100.00 %
Voting at the AGM	1	25	0.00%
Total-A	64	73178779	100.00%
Voted Against			
Remote e-voting	5	55	0.00%
Voting at the AGM	0	0	0.00%
Total-B	5	55	0.00%
Grand Total (A+B)	69	73178834	100.00%
Abstained/Not Voted			
Remote e-voting	1	11	0.00%
Voting at the AGM	0	0	0.00%



SPECIAL BUSINESS

Item No. 3 - Ordinary Resolution

To appoint Mr. Nishikant Upadhyay (DIN 07779721) as Director of the Company, liable to retire by rotation

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	63	73178754	100.00 %
Voting at the AGM	1	25	0.00%
Total-A	64	73178779	100.00%
Voted Against			
Remote e-voting	5	55	0.00%
Voting at the AGM	0	0	0.00%
Total-B	5	55	0.00%
Grand Total (A+B)	69	73178834	100.00%
Abstained/Not Voted			
Remote e-voting	1	11	0.00%
Voting at the AGM	0	0	0.00%

Item No. 4 - Ordinary Resolution

To appoint Mr. Ronak Jatwala (DIN 08812389) as Director of the Company, liable to retire by rotation

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	63	73178754	100.00 %
Voting at the AGM	1	25	0.00%
Total-A	64	73178779	100.00%
Voted Against			
Remote e-voting	5	55	0.00%
Voting at the AGM	0	0	0.00%
Total-B	5	55	0.00%
Grand Total (A+B)	69	73178834	100.00%
Abstained/Not Voted			
Remote e-voting	1	11	0.00%
Voting at the AGM	0	0	0.00%



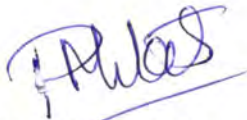
MITA SANGHAVI
Practicing Company Secretary

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L.B.S. Marg, Mulund West, Mumbai- 400080.
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Soft copy of the list of equity shareholders who voted 'For'/'Against' and those who 'Abstained/Not Voted' for each resolution relating to Remote E-voting and E-voting at the AGM has been sent to Mr. Ankit Shah, Company Secretary of the Company.

Based on the aforesaid e-voting and remote e- voting results, I report that all the 4 resolutions have been passed by the Shareholders with requisite majority.

With warm regards



Mita Sanghavi
FCS-7205, CP-6364
UDIN: F007205B001696343

Date: 28th December 2020
Place: Mumbai



Diligent Media Corporation Limited

Resolution Required : (Ordinary)		1 - Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2020 including the Balance Sheet, Statement of Profit and Loss and the Reports of the Auditors and Directors thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?		NO							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	73173769	73173769	100.0000	73173769	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		73173769	100.0000	73173769	0	100.0000	0.0000	0
Public Institutions	E-Voting	6539893	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	37994356	5076	0.0134	5071	5	99.9015	0.0985	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5076	0.0134	5071	5	99.9015	0.0985	0
Total		117708018	73178845	62.1698	73178840	5	100.0000	0.0000	0



Diligent Media Corporation Limited

Resolution Required : (Ordinary)

2 - Re-appointment of Mr. Dinesh Garg (DIN 02048097) as a Director of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	73173769	73173769	100.0000	73173769	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		73173769	100.0000	73173769	0	100.0000	0.0000	0
Public Institutions	E-Voting	6539893	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	37994356	5065	0.0133	5010	55	98.9141	1.0859	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5065	0.0133	5010	55	98.9141	1.0859	0
Total		117708018	73178834	62.1698	73178779	55	99.9999	0.0001	0



Diligent Media Corporation Limited

Resolution Required : (Ordinary)

3 - Appointment of Nishikant Upadhyay (DIN 07779721), as a Non-Executive Non-Independent Director.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	73173769	73173769	100.0000	73173769	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		73173769	100.0000	73173769	0	100.0000	0.0000	0
Public Institutions	E-Voting	6539893	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	37994356	5065	0.0133	5010	55	98.9141	1.0859	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5065	0.0133	5010	55	98.9141	1.0859	0
Total		117708018	73178834	62.1698	73178779	55	99.9999	0.0001	0



Diligent Media Corporation Limited

Resolution Required : (Ordinary)		4 - Appointment of Ronak Jatwala (DIN 08812389), as a Non-Executive Non-Independent Director.							
Whether promoter/ promoter group are interested in the agenda/resolution?		NO							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	73173769	73173769	100.0000	73173769	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		73173769	100.0000	73173769	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting	6539893	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0.0000
Public Non Institutions	E-Voting	37994356	5065	0.0133	5010	55	98.9141	1.0859	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5065	0.0133	5010	55	98.9141	1.0859	0.0000
Total		117708018	73178834	62.1698	73178779	55	99.9999	0.0001	0

