

HELD AT _____

ON _____

TIME _____

NEXTGEN ANIMATION MEDIAA LIMITED

MINUTES OF THE 8th ANNUAL GENERAL MEETING OF THE MEMBERS OF
NEXTGEN ANIMATION MEDIAA LIMITED HELD ON 23RD SEPTMBER, 2015 AT
ALEMU HALL, OPPOSITE AHOBILA MUTT TEMPLE, NEAR DIMMOND GARDAN,
CHEMBER- 400 071.AT 12.30 PM.

Members present in person:

Directors Present : The following Directors were present
: Mr. Krishnakumar Subramanian, Chairman – Managing Director
: Mr. Mohan Subramaian –Director
: Dr. Narayan Raman- Director
: Mr. Hitesh Kadakia

Dr. Narayan Raman, Director took the chair of the meeting. He welcomed all the member of the company.

Thereafter the Chairman read out a speech at the meeting. The same is as under:

Welcome to the 8th Annual General Meeting of your company!

NOTES:

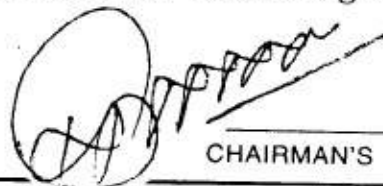
1. The explanatory statement pursuant to section 173(2) of the Companies Act, 1956, which sets out details relating to Ordinary

Business to be transacted at the meeting is annexed hereto.

2. A MEMBER ENTITLED TO ATTENED AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE (ON A POLL ONLY) INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING. THE SAME SHOULD BE DULY SIGNED IN ORDER TO BE EFFECTIVE.

3. The Register of Members and Share Transfer Books of the Company will remain closed from 17/09/2015 to 23/09/2015 (both days inclusive) in terms of Section 154 of the Companies Act, 1956.

4. As per the Circular No. MRD/Dop/Cir-05/2009 dated May 20, 2009 issued by Securities and Exchange Board of India (SEBI) it is mandatory to quote PAN for transfer of shares in physical form. Therefore, the transferee (s) is required to furnish a copy of their PAN card to the Company/Registrar and Share Transfer Agent of the Company for registration of transfer of shares.



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5. Shareholders holding shares in physical form, are requested to intimate their change in address/Bank Mandate/National

Electronic Clearing Service (NECS) details, if any, to Link Intime India Private Limited, C-13, Kantilal Maganlal Industrial Estate, Pannalal Silk Mills Compound, LBS Marg, Bhandup (W), Mumbai 400 078. Beneficial owners holding shares in electronic form are requested to intimate their change in address/ Bank Mandate/National Electronic Clearing Service (NECS) details, if any, to their respective Depository Participants (DP) in order to get the same registered.

6. Members are requested to quote their folio numbers/Client ID No. and contact details in all correspondence with the Company/ Registrar and Share Transfer Agent.

7. Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.

8. Pursuant to provisions of Section 109A of the Companies Act, 1956, every member or joint holders holding shares in physical form may nominate, in the prescribed manner, a person to whom all the rights in the shares shall vest in the event of death of the sole holder or the joint holders and register the same with Link Intime India Private Limited, Registrar and Share Transfer Agent. Members or joint holders holding shares in demat form may contact their respective DP for availing this facility.

9. The Register of Directors' shareholding, maintained under Section 307 of the Companies Act, 1956 will be made available for inspection by the Members on all working days during business hours during the period beginning fourteen days before the date of Annual General Meeting and ending three days after its conclusion.

The Chairman gave the information/Clarification requested by the members.

The Chairman then proceeded with the business to be transacted at the meeting.

6. Adoption of Accounts


The proposed the resolution for adoption of account as an Ordinary Resolution.

The resolution was proposed by Ms. Vijay Kumar & Mr. Anil Pharekh

To consider and adopt the Audited Profit and Loss Account of the Company for the year ended 30th June 2014 and the Balance Sheet as at that date together with Reports of Directors and Auditors thereon.

Ms. Lalita Ramakrishnan & Mr. H P Kotwani seconded the resolution.

The resolution was proposed by Ms. Deepak Pawar & Mr. Vijay Kumar


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To appoint a Director in place Mr. Mohan Subramaian, who retires by rotation, and being eligible offers himself for reappointment.

Mr.H P Kotwani & Mr.. Kirit Desai seconded the resolution.

The resolution was proposed by Mr..Vijay Kumar & Mr. Dharmesh Gosalia

To appoint a Director in place of Mr. Mohan Subramaian, who retires by rotation, and being eligible offers himself for reappointment.

Mr. Vinod Shah & Ms. Kirit Desai seconded the resolution.

The resolution was proposed by Ms.Lalita Ramakrishan & Mr. Deepak Pawar

To appoint M/s P.C.Surana & Co, , Chartered Accountants, who retire at this meeting being eligible and willing to act as Auditors, be appointed Auditors of the Company to hold office till the conclusion of the next Annual General Meeting at a remuneration to be decided by the Board of Directors."

Ms.Jagdish Gandhi & Mr. Vijay Kumar Seconded the resolution.

The resolution was then put to vote by show of hands and was passed by a majority.

The meeting ended with voting thanks to the chair.


CHAIRMAN