

MMWL/SEC/17-18/

July 18, 2017

To

BSE Limited  
27<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
MUMBAI-400 001

Dear Sir,

**Sub: Outcome of Board Meeting (Scrip Code: 512267)**

In terms of Regulation 30 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with corresponding circulars and notifications issued thereunder, it is hereby informed that the Board of Directors of the Company at its Meeting held on 17<sup>th</sup> July, 2017, has, subject to the approval of the shareholders of the Company, accorded its consent to divestment of its entire stake in DigiCall Teleservices Private Limited ("**DTPL**"), a wholly owned subsidiary of the Company to unrelated third parties to be identified, pursuant to which (i) DTPL will cease to be a wholly owned subsidiary of the Company; and (ii) DigiCall Global Private Limited, a wholly owned subsidiary of DTPL and a step down subsidiary of the Company, shall cease to be a subsidiary of the Company. The details required to be disclosed as per SEBI circular (CIR/CFD/CMD/4/2015) dated September 9, 2015 are enclosed herewith as **Annexure 'A'**.

The Company will make appropriate disclosures upon finalization of the buyer(s) and execution of binding agreements in relation to the proposed divestment.

The Board of Directors have also confirmed appointment of MZ & Associates, Firm of Practicing Company Secretaries as Scrutinizer for Postal Ballot.

The above is for your information and records.

Thanking you,

Yours faithfully,  
For **Media Matrix Worldwide Limited**



**(Gurvinder Singh Monga)**  
Company Secretary

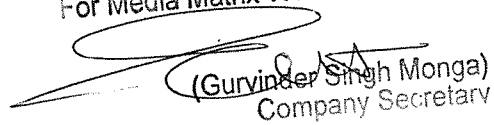
**Encl:** As above

Registered Office : Office No. 514, "B" Wing, 215 Atrium, Andheri-Kurla Road, Chakala, Andheri (E), Mumbai-400059.  
Telephone : +91-22-61391700

**Annexure 'A'**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
a)	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year	DigiCall Teleservices Private Limited (DTPL) has contributed total income of Rs.109.16 Crore which is 40.38% of the consolidated income of the Company for the financial year 2016-17. DTPL net worth was Rs.32.28 Crore which contributed to 109.14% of the consolidated net worth of the Company.
b)	Date on which the agreement for sale has been entered into	The Company proposes to enter into definitive agreements upon finalisation of the investor.
c)	The expected date of completion of sale/disposal	Proposed to be completed within 6 months of the execution of the definitive agreements, subject to receipt of necessary approvals and satisfaction of conditions precedent, if any.
d)	Consideration received from such sale/disposal	Consideration to be not less than the fair value of the equity shares, based on a valuation report.
e)	Brief details of buyers and whether any of the buyers belong to the promoter/promoter group/group companies. If yes, details thereof;	To be identified. Buyer shall be an unrelated third party.
f)	Whether the transaction would fall within related party transaction? If yes, whether the same is done at "arm's length";	No
g)	Additionally, in case of a slump sale, indicative disclosure provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale;	N.A.

For Media Matrix Worldwide Limited

  
(Gurvinder Singh Monga)  
Company Secretary