

**HT MEDIA LIMITED**

Regd. Office : Hindustan Times House  
18-20, Kasturba Gandhi Marg  
New Delhi - 110001  
Tel.: 66561234 Fax : 66561270  
www.hindustantimes.com  
E-mail : corporatedept@hindustantimes.com  
CIN : L22121DL2002PLC117874

Ref: HTML/CS/02/2018

26 SEP 2018

The Listing Department  
**BSE Limited**  
P.J. Towers, Dalal Street  
**MUMBAI - 400 001**

**The National Stock Exchange of  
India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No. C/1, G Block  
Bandra-Kurla Complex  
Bandra (East)  
**MUMBAI - 400 051**

**Scrip Code: 532662**  
**Trading Symbol: HTMEDIA**

Dear Sirs,

**Sub: Proceedings of the Annual General Meeting held on 25<sup>th</sup> September, 2018**

This is in furtherance to our letter of even reference dated 26<sup>th</sup> September, 2018, furnishing the results of voting at the 16<sup>th</sup> Annual General Meeting of the Members of the Company held on 25<sup>th</sup> September, 2018.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please also find enclosed the gist of proceedings of the said Annual General Meeting.

The above is for your information and records.

Thanking you,

Yours faithfully,

For **HT Media Limited**

(Authorized Signatories)

Encl: As above



## HT MEDIA LIMITED

### GIST OF PROCEEDINGS OF THE 16<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF HT MEDIA LIMITED HELD ON 25<sup>TH</sup> SEPTEMBER, 2018 (TUESDAY)

#### Date, Time & Venue

The 16<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company was held on Tuesday, the September 25, 2018 at Siri Fort Auditorium I, A-25 Balbir Saxena Marg, Siri Fort Institutional Area, Gulmohar Park, New Delhi – 110 049.

The meeting commenced at 11.00 a.m. and concluded at 11:45 a.m. on the same day.

#### Gist of proceedings

The meeting was chaired by Smt. Shobhana Bhartia, Chairperson & Editorial Director. Shri K.N. Memani, Chairman of the Audit Committee and Nomination and Remuneration Committee was present at the meeting. Shri Priyavrat Bhartia, Director was representing the Chairman of the Stakeholders Relationship Committee. Also, Shri Vivek Mehra, Independent Director, Shri Shamit Bhartia, Director, Shri Praveen Someshwar, Managing Director & CEO and Shri Dinesh Mittal, Group General Counsel & Company Secretary, were present at the meeting.

The Statutory Auditors of the Company viz. Price Waterhouse Chartered Accountants LLP, was represented at the meeting by Shri Anawan Dhawan, Partner. The Secretarial Auditor, Shri N.C. Khanna was also present at the Meeting.

The requisite quorum being present, the meeting was called to order.

The Chairperson informed the Members present that Shri Lalit Chaudhary, Practicing Company Secretary, has been appointed as Scrutinizer to scrutinize the voting through ballot and remote e-voting process, in a fair and transparent manner.

Chairperson drew the attention of Members to the records/registers/other documents which were made available at the venue of the meeting for inspection by the Members.

The Chairperson also apprised the Members that the results of remote e-voting and voting through ballot shall be disseminated to the stock exchange(s) and also uploaded on the website of the Company & Karvy Computershare Private Limited (agency providing e-voting facility) in accordance with statutory timelines.

#### Brief details of items

Following items of business as set out in the Notice convening this AGM dated 20<sup>th</sup> August, 2018, were transacted at the meeting.

#### Ordinary Business:

1. Consideration and adoption of:



- a) the audited standalone financial statements of the Company for the financial year ended March 31, 2018, the reports of the Board of Directors and Auditors thereon; and
  - b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2018 and report of the Auditors thereon.
2. Declaration of dividend of Re. 0.40 per Equity Share (i.e. @ 20%) for the financial year ended on March 31, 2018.
  3. Appointment of Shri Shamit Bhartia (DIN: 00020623) as Director, who retires by rotation.

Special Business:

4. Ratify the remuneration of Rs. 1,35,000/- to be paid to M/s K.G. Goyal & Associates, Cost Accountants (Registration No. 000024), as Cost Auditor to conduct cost audit of the cost records of FM Radio broadcasting business of the Company for the financial years ended/ending on March 31, 2017, March 31, 2018 and March 31, 2019.
5. Appointment of Shri Vivek Mehra as an Independent Director of the Company.
6. Re-appointment of Smt. Shobhana Bhartia as Chairperson & Editorial Director of the Company.
7. Appointment of Shri Praveen Someshwar as Managing Director & CEO of the Company.

Few shareholders raised queries/questions on operations/ business of the Company which were replied by the Chief Executive Officer.

Manner of approval

Members whose name appeared in the Register of Members / list of Beneficial Owners as on Tuesday, September 18, 2018 (cut-off date) were given the facility of remote e-voting on all the resolutions set out in the Notice of AGM dated August 20, 2018. The remote e-voting commenced on September 21, 2018 (9.00 a.m. Server time) and concluded on September 24, 2018 (5.00 p.m. Server time). Members who could / did not cast their vote through remote e-voting, were provided the facility to vote through ballot at the venue of the AGM. The Chairperson thereafter, handed over the process of voting through ballot paper to Mr. Lalit Chaudhary, Scrutinizer.

**The Scrutinizer's report dated September 25, 2018 was received. All the resolutions set out in the Notice convening the AGM dated August 20, 2018, were passed through requisite majority and are deemed to be passed on the date of the Annual General Meeting i.e. September 25, 2018.**

For HT Media Limited  
  
(Dinesh Mittal)  
Group General Counsel &  
Company Secretary

New Delhi  
September 26<sup>th</sup>, 2018