

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L22121DL2002PLC117874

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCH3165P

(ii) (a) Name of the company

HT MEDIA LIMITED

(b) Registered office address

18-20,
KASTURBA GANDHI MARG,
NEW DELHI
Delhi
110001

(c) *e-mail ID of the company

investor@hindustantimes.com

(d) *Telephone number with STD code

01166561608

(e) Website

www.htmedia.in

(iii) Date of Incorporation

03/12/2002

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

Pre-fill

(e) Extended due date of AGM after grant of extension

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J1	Publishing of Newspapers, Books, periodicals, etc. activities	84
2	J	Information and communication	J4	Broadcasting and programming activities	12
3	J	Information and communication	J7	Data processing, hosting and related activities; web portal	4

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

18

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	The Hindustan Times Limited	U74899DL1927PLC000155	Holding	69.5
2	Hindustan Media Ventures Lim	L21090BR1918PLC000013	Subsidiary	74.4
3	Next Mediaworks Limited	L22100MH1981PLC024052	Subsidiary	51
4	HT Music and Entertainment C	U92131MH2005PLC313653	Subsidiary	100
5	Next Radio Limited	U32201MH1999PLC122233	Subsidiary	48.6
6	HT Digital Media Holdings Lim	U74900DL2007PLC168717	Subsidiary	99.99
7	HT Education Limited	U80902DL2008PLC177056	Subsidiary	100
8	HT Learning Centers Limited	U80900DL2010PLC198772	Subsidiary	67.22
9	Firefly e-Ventures Limited	U74140DL2007PLC164566	Subsidiary	0
10	HT Mobile Solutions Limited	U74900DL2009PLC187795	Subsidiary	8.43
11	HT Noida (Company) Limited	U70200DL2020PLC361660	Subsidiary	0
12	HT Content Studio LLP		Associate	0
13	Shine HR Tech Limited	U74900DL2019PLC358043	Subsidiary	100
14	HT Overseas Pte. Ltd		Subsidiary	100
15	India Education Services Privat	U80301DL2011PTC226705	Subsidiary	99
16	Syngience Broadcast Ahmedal	U93090MH2017PLC293674	Subsidiary	0
17	Topmovies Entertainment Lim	U92120DL2013PLC252652	Subsidiary	100
18	HT Global Education Private Li	U80904DL2011PTC219159	Subsidiary	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL**(a) Equity share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	362,500,000	232,748,314	232,748,314	232,748,314
Total amount of equity shares (in Rupees)	725,000,000	465,496,628	465,496,628	465,496,628

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	362,500,000	232,748,314	232,748,314	232,748,314
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	725,000,000	465,496,628	465,496,628	465,496,628

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				
At the beginning of the year	232,748,314	465,496,628	465,496,628	

Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	232,748,314	465,496,628	465,496,628	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0

ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor	<input type="text"/>		

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee	<input type="text"/>		
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			3,599,145,291
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			3,152,257,305
Deposit			0
Total			6,751,402,596

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)**(i) Turnover**

12,255,095,911

(ii) Net worth of the Company

11,689,567,896

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	3	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	161,777,090	69.51	0	
10.	Others	0	0	0	
	Total	161,777,093	69.51	0	0

Total number of shareholders (promoters)

10

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	38,799,135	16.67	0	
	(ii) Non-resident Indian (NRI)	3,367,813	1.45	0	
	(iii) Foreign national (other than NRI)	536	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	105,479	0.05	0	
4.	Banks	30	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	9,394,629	4.04	0	
7.	Mutual funds	11,046,869	4.75	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	5,759,789	2.47	0	
10.	Others Clearing members, Trusts, F	2,496,941	1.07	0	
	Total	70,971,221	30.5	0	0

Total number of shareholders (other than promoters)

45,599

**Total number of shareholders (Promoters+Public/
Other than promoters)**

45,609

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

12

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
GOVERNMENT PENSIC	Bankplassen 2 P O Box 1179 Sentri			6,960,000	2.99
DANSKE INVEST SICAV	13 RUE EDWARD STEICHECN L-25-			694,011	0.3
DANSKE INVEST SICAV	13 RUE EDWARD STEICHECN L-25-			519,813	0.22
NOMURA SINGAPORE	HSBC SECURITIES SERVICES 11TH F			441,031	0.19
WULAR INDIA FUND	4th Floor 19 Bank Street Cybercity			435,517	0.19
DODONA HOLDINGS I	STANDARD CHARTERED BANK Sec			146,996	0.06
CLSA GLOBAL MARKE	80 RAFFLES 18-01 UOB PLAZA 1 04			58,000	0.03
THE EMERGING MARK	6300 Bee Cave Road Building One			35,267	0.02

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EMERGING MARKETS (20 Triton Street Regents Place Lon			33,226	0.01
DIMENSIONAL EMERG	6300 Bee Cave Road Building One			23,900	0.01
EMERGING MARKETS (6300 Bee Cave Road Building One			23,689	0.01
CITY OF NEW YORK GF	ONE CENTRE STREET NEW YORK N			23,179	0.01

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	10	10
Members (other than promoters)	46,778	45,599
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	2	1	2	0	0
B. Non-Promoter	1	4	1	4	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	6	2	6	0	0

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Smt. Shobhana Bhartia	00020648	Managing Director	1	
Shri Priyavrat Bhartia	00020603	Director	1	
Shri Shamit Bhartia	00020623	Additional director	1	
Shri Ajay Relan	00002632	Director	0	
Shri Vikram Singh Meht	00041197	Director	0	
Shri Vivek Mehra	00101328	Director	0	
Smt. Aruna Sundararaja	03523267	Additional director	0	15/06/2020
Shri Praveen Someshw	01802656	Managing Director	0	
Shri Dinesh Mittal	AAAPM1656Q	Company Secretar	1	
Shri Piyush Gupta	AAJPG8665N	CFO	0	
Shri Praveen Someshw	ABEPS2641C	CEO	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

7

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Shri K.N. Memani	00020696	Director	01/04/2019	Cessation
Sindhushree Khullar	01493839	Additional director	10/05/2019	Appointment
Sindhushree Khullar	01493839	Director	26/09/2019	Regularized as Director
Sindhushree Khullar	01493839	Director	30/09/2019	Cessation
Shamit Bhartia	00020623	Director	30/12/2019	Cessation
Aruna Sundararajan	03523267	Additional director	31/03/2020	Appointment
Shamit Bhartia	00020623	Additional director	31/03/2020	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	26/09/2019	45,949	13,618	69.59

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	15/04/2019	7	7	100
2	10/05/2019	8	8	100
3	23/07/2019	8	6	75
4	23/07/2019	8	7	87.5
5	04/11/2019	7	6	85.71
6	23/01/2020	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

35

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	15/04/2019	3	3	100
2	Audit Committee	10/05/2019	3	3	100
3	Audit Committee	22/07/2019	4	4	100
4	Audit Committee	04/11/2019	4	4	100
5	Audit Committee	23/01/2020	4	4	100
6	Stakeholder's	10/05/2019	3	3	100
7	Stakeholder's	06/06/2019	3	2	66.67

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
8	Stakeholder's	12/06/2019	3	2	66.67
9	Stakeholder's	18/07/2019	3	2	66.67
10	Stakeholder's	03/09/2019	3	2	66.67

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 29/12/2020 (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Smt. Shobhan	6	6	100	19	17	89.47	Yes
2	Shri Priyavrat	6	5	83.33	26	17	65.38	Yes
3	Shri Shamit Bl	5	5	100	9	7	77.78	No
4	Shri Ajay Rela	6	4	66.67	34	32	94.12	Yes
5	Shri Vikram Si	6	5	83.33	3	3	100	No
6	Shri Vivek Mel	6	6	100	10	9	90	Yes
7	Smt. Aruna Su	0	0	0	0	0	0	No
8	Shri Praveen S	6	6	100	7	5	71.43	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Smt. Shobhana Bha	Chairperson and	62,099,895	0	0	4,608,000	66,707,895
2	Shri Praveen Some	Managing Direct	35,766,664	0	0	2,052,000	37,818,664
	Total		97,866,559	0	0	6,660,000	104,526,559

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri Piyush Gupta	Group CFO	31,126,251	0	0	1,015,416	32,141,667
2	Shri Dinesh Mittal	Group General C	26,814,512	0	0	900,036	27,714,548
	Total		57,940,763	0	0	1,915,452	59,856,215

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Smt. Sindhushree K	Non-executive Ir	300,000	0	0	0	300,000
2	Shri Ajay Relan	Non-executive Ir	1,830,000	0	0	0	1,830,000
3	Shri Vikram Singh M	Non-executive Ir	580,000	0	0	0	580,000
4	Shri Vivek Mehra	Non-executive Ir	940,000	0	0	0	940,000
	Total		3,650,000	0	0	0	3,650,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Shri. N. C. Khanna

Whether associate or fellow

Associate Fellow

Certificate of practice number

5143

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

SHAMIT BHARTIA
Digitally signed by SHAMIT BHARTIA
Date: 2021.02.26 18:18:17 +05'30'

DIN of the director

00020623

To be digitally signed by

DINESH MITTAL
Digitally signed by DINESH MITTAL
Date: 2021.02.26 18:18:17 +05'30'

Company Secretary

Company secretary in practice

Membership number

5209

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

HT Media MGT 8.pdf
MGT-7_C COMMITTEE MEETINGS.pdf
HTM List of FII's 31 03 2020.pdf
HTM Transaction Data 31 03 2020.pdf
extensionofagm_delhi_10092020.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company