HT Media Limited

htmedia.in

CORPORATE INFORMATION

BOARD OF DIRECTORS

Smt. Shobhana Bhartia
Chairperson and Editorial Director
Shri Roger Greville
Shri K. N. Memani
Shri Y. C. Deveshwar
Shri N. K. Singh
Shri Priyavrat Bhartia
Whole-time Director
Shri Shamit Bhartia
Whole-time Director

CHIEF EXECUTIVE OFFICER

Shri Rajiv Verma

COMPANY SECRETARY

Shri Dinesh Mittal

AUDITORS

S. R. Batliboi & Co.
Chartered Accountants, New Delhi

REGISTRAR & SHARE TRANSFER AGENT

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THIS ANNUAL REPORT

Consists of 28 pages including 16 pages of Financial Statements. Notice of 7th Annual General Meeting, Proxy Form and Attendance Slip are enclosed separately.

Marching forward

Maximising revenues, optimising cost, continuing quality investment

HT MEDIA put up a spirited financial performance in FY 09. Its total revenue grew by an impressive 12% to reach Rs. 1336 Crore. The commendable performance was scripted in the backdrop of a very challenging year for print media, where clients across major advertising sectors like automobile, real estate, consumer durables, electronics and BFSI cut their advertising expenditure significantly. HT Media still grew its advertisement revenue by 11%.

FY 09 also brought operations landmarks for HT Media. Indian Readership Survey, Round-1 2009 has validated its leadership position in Delhi and NCR region. Readership of Hindustan Times grew by 55% in Mumbai over Round-1 figure of 2008. Hindustan maintained its leadership and emerged as the fastest growing Hindi daily in the country. Mint, India's second largest business daily, improved its readership by 26% over Round-2 figure of 2008. After its launch in Kolkata in May 09, Mint is all set to reach Chennai in July 09 and thereby becoming a truly national business daily of the country.

The spiralling global newsprint costs, together with strengthening of US Dollar against Rupee, posed major cost challenge. HT Media responded quickly to switch to a

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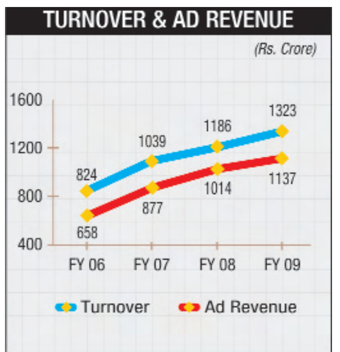

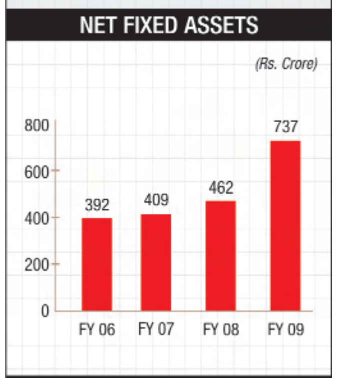

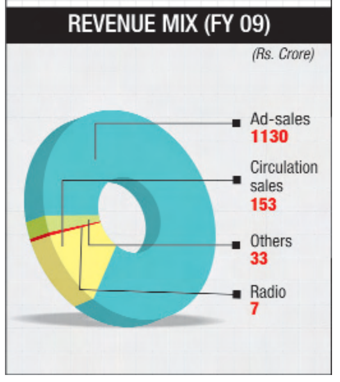

A billion people on the move

HT Media is informing people, reforming thoughts

SINCE BECOMING a trillion dollar economy in FY07, India is on the move. As the second fastest growing economy for some years now, the country is throwing open a sea of opportunity to its citizens living in metros, cities and even villages. Development is fast approaching the last mile in the form of connectivity through phones, broadband internet, power, cable & satellite television, civic infrastructure, and basic health & education.

Responding to the opportunity are a billion-plus Indians, up-scaling themselves with enhanced knowledge and skills. HT Media has actively participated in the Indian growth story over decades. It continued to play its role of an informer, educator and entertainer throughout the year.

Its English daily, Hindustan Times has been reforming the views and thoughts of upwardly mobile Indians with thought-provoking news coverage everyday. Its weekly specials have been bringing to them the best of trends and opportunities from the world of travel, education, job, real estate. Millions of readers from across the strata have been benefiting from the informative, investigative and thought-instigating stories of Hindustan Times.

The aspirations of the Hindi reading and speaking Indians aren't any smaller. Their increasing participation in the GDP generating activities is a true reflection of them brushing up their awareness and skill-levels. HT Media's Hindi daily, Hindustan, has been catalysing them

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A TRIBUTE TO DR. K. K. BIRLA

A philanthropist, a legend of industry and a builder of modern institutions

HE BECAME the president of FICCI in 1974, when the country was facing severe inflationary pressures and recessionary trends. Addressing Prime Minister Indira Gandhi, he critiqued the tight monetary policy and the raising of interest rate. "Demand management policies have played out their role and should not be allowed to outlive their utility. Let us shift the focus now on revival of demand and in particular supply expansion." He had said words, that sound prescient to conditions today.

While many industrialists were apprehensive about competition from abroad, he proactively supported Manmohan Singh, who as finance minister during 1991-96 helped to drag India out of the protectionist era and ushered in economic reforms. "Many business leaders were worried about the changes, but Mr. Birla understood the importance and relevance of what we were doing." Prime Minister Dr. Manmohan Singh said in December 2007 while launching Birla's autobiography, "Brushes with History".

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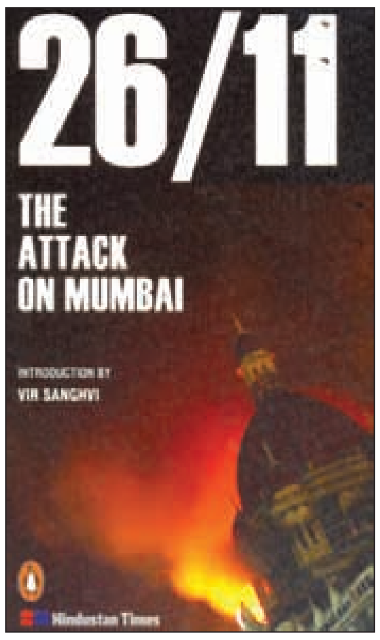
Demand management policies have played out their role and should not be allowed to outlive their utility. Let us shift the focus now on revival of demand and in particular supply expansion.

Creating content benchmarks

Reflecting progress, highlighting neglect



HT MEDIA has taken its content benchmark to next level during FY 09 with Hindustan Times, Hindustan and Mint. It is continuing to change the face of journalism in India.

News is no longer what most people saw on television the night before. Packed with additional information and details, HT Media publications make them a completely new and insightful experience next morning. The aim of getting close to the readers and their concerns has delivered several content benchmarks, which instigated change - from apathy to action, and also won appreciations and awards.

High on the roll of honours was 'India Yatra', a reporting exercise never undertaken before in this country: 30 reporters, 30 photographers fanned out to catch India at work, at home and in the fields. The aim was to document the aspirations, dreams, rage and despair that impact the lives of average Indian, as India got ready for Lok Sabha elections. It was an instant success and was written about in media journals and columns as the kind of journalism needed.

From Kashmir to Chattisgarh to Jharkhand to Manipur, two of HT Media's editors separately travelled to states affected by insurgency, trying to drive home one larger theme: insurgency has become a very simple excuse for misgovernance in India. This nine-part national series on insurgency called 'India Besieged' went on to win the prestigious Ramnath Goenka Excellence in Journalism Award.

Both these awards are a reflection of HT Media's rising standards of journalism that not only brings to readers the real stories of fast changing India but also of journalism that makes a difference to the lives of readers

Another investigative series on the dwindling number of open spaces in Mumbai highlighted how 49 of Mumbai's open spaces were being lost to private builders, and 20 of the city's gymkhanas were denying public access. The two-month series won Prakash Kardaley Memorial Award for Civic Journalism. Both these awards are a reflection of HT Media's rising standards and solidifying determination to showcase a journalism that not only brings to readers the real stories of fast changing India but also a journalism that makes a difference to the lives of readers.

Hindustan Times' "Gurgaon Collapsing" series began with giving voice to the residents' protest on abysmal state of civic facilities in the city. This five-part series addressed specific issues like absence of garbage disposal area and drainage, potholed roads, and high incidence of crime. The administration swung into action taking corrective measures. Gurgaon residents wrote hundreds of mails to Hindustan Times, acknowledging the efforts and encouraging it to keep going with the series. The campaign won an International Press Award in May this year.

'India Can, India Will' series of success stories from across the country brought to light many people who were turning adversity into opportunity. Unheard and unknown, they were changing the country. Each story bore testimony to the spirit that drives this country.

Hindustan Times' coverage of 26/11, the horrific terrorist attack on Mumbai last November, was most comprehensive and ahead of competition. The articles - spots and specials - carried by Hindustan Times were published later as a book by Penguin India. Another breakthrough 12-part series done in Mumbai edition, 'Small Ideas, Big Changes' focused on daring, dogged and ambitious young entrepreneurs from Mumbai who, by what they accomplished, changed the way this city lives: from the way it watched movies to the manner in which it travels in taxis.

Amongst numerous impactful stories of Hindustan, *Sajag Nivesh Abhiyaan* on investments; *Health Guide* on health & fitness; *Zabran Wasooli* series on school fee hike in NCR & Delhi; *Vidhayak/Sansad/Mantri Jee ka Report Card* on elections were liked by the readers.

Fever rose to 104 FM

HT MEDIA'S radio business, Fever 104, made significant strides in FY 09. Across the stations of Delhi, Mumbai, Bengaluru and Kolkata Fever 104 kept on improving its programming through the year. All the stations improved on their listener pool and the time spent by listeners. In the week 19 (3rd - 9th May, 2009), Fever 104's Mumbai station bagged the No. 1 position, while Delhi and Bengaluru became No. 2 stations in respective markets.

The investment phase in these four stations is nearing completion. Radio segment was within the striking range from breaking even at the closure of FY 09 and going forward, it shall start contributing to the profitability of HT Media soon. An important development during the year was demerger of the Radio business from HT Music & Entertainment Company Limited and its subsequent merger with HT Media Limited.

Delhi station conducted a first-ever radio survey seeking the audience's view on the kind of programming mix they will like their favourite station to air. Inputs from thousands of listeners gave an insight into their preferences and helped Fever 104 in rolling out an engaging programming mix. Station went on to serve more music, more local connect and more humour.

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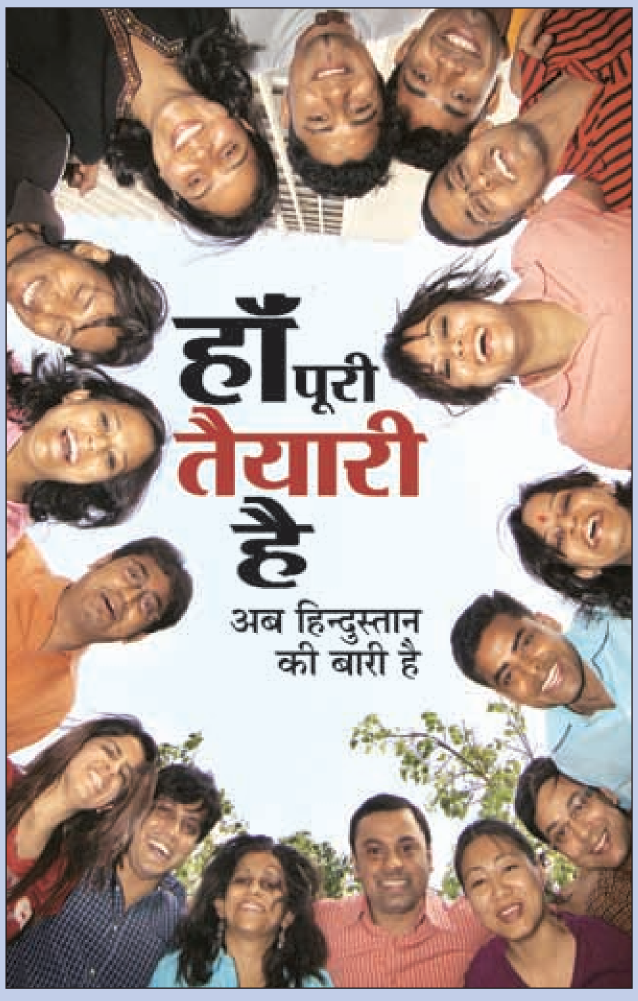
The results were soon visible in the brand achieving the highest TSL, meaning the maximum time spent by the audience on a station. Fever 104 partnered with Delhi Daredevils Team during the Indian Premier League Cricket tournament, creating some engaging programming and becoming the station of choice with over 35 Lac listeners.

Mumbai station underwent transmission-quality improvisation in early 2008 and since then, broke new ground by achieving the highest TSL in the market in a short span of time. Launch of Fever 104 FM Digisound ™ facilitated the state-of-the-art digital transmission quality, giving listeners the best radio-listening experience in Mumbai. Roping in some of the best on-air talents did enhance the station's appeal.

Bengaluru station also changed its programming strategy, which put the station on a growth path. An all-Kannada programming has created engagement with the listeners and has worked in cutting the clutter. Kolkata, the newest station in the Fever 104 stable, crossed 30 Lac listeners mark within the first year of its launch. The station has been steadily rising up the listenership charts.

Fever 104 in the last year has gone from strength to strength. It is of significance that Fever 104 has achieved an overall revenue growth of over 60%.

अब हिन्दुस्तान की बारी है



एचटी मीडिया का हिंदी समाचारपत्र हिन्दुस्तान देश में तीसरा सबसे ज्यादा पढ़ा जाने वाला अखबार है। इंडियन रीडरशिप सर्वे की ताजा दौर की गणना के अनुसार पिछले एक वर्ष में भारत के 10 शीर्ष अखबारों में हिन्दुस्तान सबसे तेजी से बढ़ता अखबार है।

प्रख्यात पत्रकार, शिक्षाविद्, और लेखक श्रीमति मृणाल पांडे द्वारा संपादित हिन्दुस्तान को साफ-सुथरी, पूर्वाग्रह मुक्त और धर्म निरपेक्ष रिपोर्टिंग और विश्लेषण के लिए जाना जाता है। इस अखबार की शुरुआत 1936 में पं. मदन मोहन मालवीय ने बैसाखी के दिन की थी। यह ठीक तब की बात है जब जवाहर लाल नेहरू की अध्यक्षता में कांग्रेस का ऐतिहासिक अधिवेशन हुआ था। समकालीन हिंदी अखबारों में यह सबसे पुराने समाचार पत्रों में से एक है। संपादकीय गहराई और व्यापकता के अलावा अपने मशहूर सप्लीमेंट्स के चलते दैनिक हिन्दुस्तान, हिंदी भाषी अखबार बाजार में बेजोड़ है।

दिल्ली, लखनऊ, पटना और रांची हिन्दुस्तान के चार प्रमुख संस्करण हैं और तमाम पाठक वर्गो में सभी उम्र के लोगों की रुचि की खबरें समेटे यह अखबार दिल्ली, चंडीगढ़, देहरादून, कानपुर, आगरा, मेरठ, लखनऊ, इलाहाबाद, वाराणसी, पटना, मुजफ्फरपुर, भागलपुर, रांची, धनबाद और जमशेदपुर सहित कई जगह से प्रकाशित होता है। संक्षेप में कहा जाए तो दैनिक हिन्दुस्तान का प्रसार 16 प्रकाशन स्थलों और 8 राज्यों में है। हिन्दुस्तान की तीन नई प्रेस पिछले एक वर्ष में लगी हैं और इस बेड़े में अगले 9 माह में दो और का इजाफा होने जा रहा है। हर रोज हिन्दुस्तान की 16 लाख प्रतियां बिकती हैं और इसके दैनिक पाठकों की संख्या 93 लाख है।

हिंदी समाचार पत्रों के सबसे बड़े बाजार उत्तर प्रदेश में हिन्दुस्तान तेजी से अपना दायरा बढ़ा रहा है। यहां यह सबसे तेजी से बढ़ता हिंदी अखबार है। बिहार में दैनिक अखबारों के हिंदी पाठकों का तीन-चौथाई हिस्सा हिन्दुस्तान के पास है और राज्य में इसका दबदबा है।

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कुछ बेहद रोमांचक विस्तार योजनाओं, जिनपर लगातार काम चल रहा है, के जरिए दैनिक हिन्दुस्तान देश का शीर्ष हिंदी अखबार बनने की तैयारी में है। हिन्दुस्तान ऑन लाइन ई-पेपर के रूप में भी उपलब्ध है।

वित्त वर्ष 2008-09 के दौरान हिंदी बिजनेस में खासी मजबूती देखी गई और यह गंगा की तराई वाले इलाकों में हिन्दुस्तान के प्रसार क्षेत्रों के आस-पास केंद्रित रही है। यूपी-उत्तराखंड में मौजूदगी बढ़ाने के मद्देनजर इस वर्ष देहरादून, मेरठ और इलाहाबाद में 3 नई प्रेस लगाई गईं। चंडीगढ़ में, जहां हिन्दुस्तान टाइम्स की पहले से ही अच्छी जगह है, हिन्दुस्तान ने भी कदम रखा।

लखनऊ, धनबाद, मुजफ्फरपुर में क्षमता बढ़ाने के मद्देनजर विस्तार और आधुनिकीकरण पर और कारोबारी निवेश किया गया है।

बिहार और झारखंड में अगुआ दैनिक हिन्दुस्तान के लिए इस वर्ष उसकी स्थिति और मजबूत हुई है।

नई जगहों पर तेजी से कदम जमाने और एचटी मीडिया की मजबूत विक्रय क्षमता के बूते हिंदी बिजनेस ने कड़ी प्रतिस्पर्धा वाले बाजार में विज्ञापन राजस्व में भारी-भरकम बढ़ोतरी दर्ज कराई है।

सभी संस्करण योजना के मुताबिक प्रदर्शन कर रहे हैं और हमें उम्मीद है कि यूपी-उत्तराखंड में विस्तार (और निवेश) की यही रफ्तार आगामी वर्ष में भी बनी रहेगी। जैसै-जैसे कंपनी इस क्षेत्र में अपनी मौजूदगी और बढ़ाएगी, उम्मीद है कि विज्ञापन और पाठकों में हिस्सेदारी को लेकर मुकाबला और कड़ा होता जाएगा।

Shining in testing times is the sign of a true leader

LETTER FROM THE CHAIRPERSON

Dear Shareholders,

THE FY 09 marked a paradigm shift in global economy and its financial markets. The year witnessed unprecedented volatility in inflation, liquidity and prices of commodity & crude oil. While all major advanced economies confronted the worst recession since the great depression of 1929, emerging economies too contracted severely with a serious slowdown of their robust growth momentum of the recent past.

A sharp demand reversal in United States, the bailouts sought by Fortune 100 companies, the knock-on effects of these developments in the US across other economies, various government stimuli and monetary policy changes across major economies; all this happened at such a rapid pace that the previous year was truly a turbulent and eventful year.

The repercussions were severe on emerging economies including India. Revised estimates of Central Statistical Organisation suggest that India's GDP growth has contracted to 6.7%. While we can observe this sharp decline in the growth curve of our economy, I believe India did well in arresting the impact of global crisis thanks to its domestic demand-led economy and regulated economic framework. With a stable government at centre, we now look forward to stepping into a new era. The government shall, we sincerely hope, accelerate reforms and infrastructure development to step up growth and check the fiscal deficit. This should also enable the country to recover faster when the economic situation starts improving globally.

Media Sector: Switching to Consolidation

The year gone by was an equally challenging year for the media sector

> **India did well in arresting the impact of global crisis thanks to its domestic-demand led economy and regulated economic framework. With a stable government at centre, we now look forward to stepping into a new era.**

globally. Estimates suggest that one out of every 11 newspaper jobs, one out of 14 radio jobs and one out of 33 TV jobs disappeared in last year in the US itself. The year witnessed biggest write-downs and poor results across leading media companies of the US.

The Indian media countered an equally testing year in FY 09. Expansion plans across TV, internet, Out-of-Home (OOH) media were put on hold or shelved by leading media conglomerates as revenues dipped sharply from all advertising sectors during the second half of the year. The industry confronted the challenges of sustaining revenues and profitability. According to 2009 edition of Indian Media & Entertainment Industry report of FICCI and KPMG, print media growth slowed down to 7.6%, while radio and television recorded a double-digit growth in 2008.

The slowdown in the print media was largely impacted by advertisers cutting down their advertising expenditures significantly. Another blow to print media came from spiralling newsprint cost and the depreciating Rupee. But for a timely rate hike made by Government on Directorate of Advertising and Visual Publicity (DAVP) rates, the industry could have seen even more tough times in FY 09.

HT Media: Consolidating & Expanding

Despite being print-led, your company is amongst few media companies that managed to achieve a double-digit growth in revenues in such a turbulent FY 09. Taking the challenges by strides, your company consolidated its position across all its three dailies - Hindustan Times, Hindustan and Mint. Our flagship brand - Hindustan Times - made an impressive average issue readership gain of 2.17 Lac readers as per Indian Readership Survey (IRS) Round-1 2009 data over IRS Round-1 figures of 2008. In the fourth year since entering Mumbai readership of Mumbai edition of Hindustan Times surged substantially by 55% during the past year, recording the highest growth among all English newspapers in the city.

'Hindustan' also showed a strong growth of 32% to further strengthen its position as the third largest read Hindi daily. Hindustan has expanded its reach in eight northern states now. Three more printing presses were commissioned in Uttar Pradesh and Uttarakhand in FY 09, thereby giving a boost to UP and Uttarakhand presence of Hindustan. The company continued to expand and entrench its reach in Tier II towns. This is good news since according to the latest industry studies, the future growth for print media is likely to come from Tier II towns in a robust manner.

Our trendsetting business daily 'Mint' completed two years in February 2009 and is an established No. 2 among all business dailies. Your company has launched Mint in Kolkata in May 2009 and is all set for its launch in Chennai.

Our radio venture 'Fever 104' participated in our march forward by making rapid progress in FY 09. It became the No. 1 radio station in Mumbai and No. 2 station in Delhi and Bangaluru; as per week 19 (3rd - 9th May 2009) data of RAM, during the year. I am glad to share with you the fact that our radio business is likely to break even in FY 10.

Among our online initiatives, Shine.com crossed 2 million registered users in the very first year of its operations. During FY 09, we partnered with an international agency to facilitate real-time recruitment for the first time.

Measured and timely actions

Amidst the turbulence and uncertainty posed by FY 09, we revisited our strategies from time to time, and took a series of steps to check the impact on our profit margins. Your company maximized in the dipping advertising environment by innovating new sales mediums like its Events & Marketing solutions, and the Printworks expo. In order to reduce the impact of rising input cost, we reduced the pagination across all publications and maintained a profitable ad-edit ratio. We optimised the credit from suppliers. Some of our brand promotion investments were maturing, which allowed us to lower spending on them without compromising on the benefits reaped. Measures were taken to tighten our overhead costs and rationalize a part of our workforce.

However, your company has continued investing in important projects, brands and markets and is on its way to expand printing facilities and edition rollouts. Also, our joint venture with Burda, for outsourced publishing would start operations in FY 10. This is likely to break even in the first full year of its operations.

Setting Content Benchmarks

HT Media continues to publish series of news reports, campaign pieces and articles, which highlight the concerns of local citizens from different parts of country. Hindustan Times carried out 'Gurgaon Collapsing', a series on the poor conditions of civic amenities in the NCR area, bringing to light the manner in which local bodies had ignored basic amenities to its citizens. This campaign won the 'International Press Award' in May this year.

Moving Ahead

Our mainstream businesses have played an active role to cater to urban, neo-urban, and semi-urban citizens. But we are also keeping our eyes open to new opportunities coming our way in internet, radio broadcasting and event & marketing solutions. Our objective is to gain more mileage by highlighting facts, that may otherwise miss the general citizens' eye. We believe that such an objective would help us in the long term to sustain our leadership in the print media sector. This would slowly convert our loyalty among mass readers and will create better business opportunities for us in the long run. It may take a while before the media sector starts emerging out of the challenging times it faced in FY 09. But we are hopeful of seizing the opportunities provided as soon as the Indian economy starts re-emerging out of a slowdown in the times ahead.

I extend my sincere appreciation to investors for their continued trust; acknowledge the contributions made by all HT employees and thank our readers and customers for their support.

Bhartia

SHOBHANA BHARTIA
Chairperson & Editorial Director

A philanthropist...

Continued from Page 1

Birla was known for his erudition and his penchant for details. He would personally go into volumes of data and attempt to draw unique connections and conclusions. He was also a man of punctuality and brevity. He would, at times, schedule meetings for a specified 8 or 12 minutes, drawing intense value from the interactions and always seeking to learn from whoever he was engaging with.

As a leading figure in both the humanities and technology in India, he established the K. K. Birla Foundation to recognise and reward achievers in the field of literature, science, journalism etc. and the K. K. Birla Academy for establishing institutions for advancement of historical, scientific and cultural research. One of his most important legacies was the expansion of the Birla Institute of Technology and Science (BITS) from Rajasthan to Goa, Hyderabad and Dubai.

To his senior executives, he was more a father figure than an owner. As Ramesh Maheshwari, one of his close associates, says, "Birla was our role model as we learnt from him how to achieve the highest standards in business management". An ethical approach to business was a hallmark of Birla. His desire to spread around some of his spectacular wealth led him into many fields of philanthropy. But it was education and culture that were his main interests. He was also a prominent three-term member of the Rajya Sabha from 1984 till 2002. His social views were far more progressive than many of his peers. A strong believer in equality for women, he broke with family tradition in empowering his daughters in order for them to take the responsibilities of some of his companies.

Born at Pilani in Rajasthan on November 12, 1918, Krishna Kumar Birla was part of India's leading industrial family. He earned a B.A. degree in 1939 from Lahore University and went to work the next year to build India's sugar industry. He built on the business started by his father and established it as one of India's biggest business conglomerates, with interests in industries that included sugar, fertilizers, chemicals, heavy engineering, textile, shipping and media.

Hindustan Times was privileged to have his mentoring since 1957. Under his visionary leadership, HT Media crossed many milestones including becoming a listed company, expanding into radio and internet domains and breaking out of North India to expand bases in western, southern and eastern parts of the country. HT Media feels indebted to K.K. Birla for his active guidance in transforming it into a diversified Media & Entertainment conglomerate with a trans-India reach.

Birla's literary achievements included "Indira Gandhi: Reminiscences," an empathetic biography, and "Partners in Progress: Collection of Selected Speeches and Writings." His widely read and critically acclaimed autobiography, "Brushes With History," was published in December 2007.

Dr. Birla was a man of many interests. A man of measured words expressed often with warmth, he was a captain of Indian industry, a Parliamentarian of great acumen, a philanthropist by heart, and a scholar by nature. His was a full and a rare life.

Dr. K. K. Birla at an award function of his foundation HT PHOTO

Spreading across India, across media

Eminent panelists at the Mint - Clarity Through Debate series HT PHOTO

HT MEDIA has been making rapid and decisive strides in the last few years. From a traditional north India focused print media house, it has transformed into a diversified media conglomerate expanding its pan India reach.

Its product offerings have widened with a business daily, a FM radio, two strong online properties in jobs and social networking space and a strong event & marketing solutions division. With print editions, radio stations and their support infrastructure including the intellectual resources, HT Media has imprinted its presence across India. From Chandigarh to Mumbai to Pune to Bengaluru to Chennai to Kolkata, HT Media has spread its reach through one medium/brand to another. Leveraging the spread of internet, it has added millions of loggers from across the country including even small towns and villages.

A diversified HT Media today is engaging the audience over a longer timeframe on a daily basis. With a choice of three dailies, it is entering the lives of readers in the morning; entertaining them through FM Radio during their travel to workplace; updating them with the day's important developments through online editions of all its three dailies, refreshing them with evening entertainment through FM radio leaving their stressful day behind.

Its product offerings have widened with a business daily, a FM radio, two strong online properties in jobs and social networking space and a strong events & marketing solutions division

HT Media is serving them with quality content and regularly sprucing-up the appeal quotient of all its brands. This well persevered multi-media approach of winning and engaging audience will go a long way in attracting more and more advertisers in coming years. Added with its expanding national reach, it will provide a unique media pool to marketers that integrates the languages of Hindi and English, the language of business that India Inc reads, full blown radio and internet that youth of today tune into, and events of special interest and mass interest.

Continuing its strategy of growing without diluting its shareholders' value, HT Media is creating profitable investments in augmented printing and distribution facilities across the length and breadth of its strategic markets. The most heartening aspect of this expansion is that it is being funded by internal accruals and a small portion of debt.

A billion people on the move...

Continued from Page 1

to play an active role in the growth of the country. It has been updating them on a host of issues like investing in mutual funds, staying fit & healthy, knowing and protecting their rights and choosing the right representative for Parliament and State Assemblies.

From the world of business, Indians have been making news by featuring in the global M&A scene for some years now. Like Indian businesses, HT Media's business daily, Mint, has also been scripting inspired leadership. Launched in association with 'The Wall Street Journal' in FY 07, Mint, has changed the way business news is served in the country. Making rapid strides as the second largest read business daily in India, Mint has won appreciation and loyalty of truly discerning readers.

Marching forward...

Continued from Page 1

conservative cost regime by cutting down the page count across all dailies, securing extended credits on newsprint purchase and bringing down the overheads. These timely measures helped the Company arrest the impact of the rising input cost on profitability to a greater extent. Performing better than most of its peers, HT Media recorded a contraction of 16.54% in its EBITDA.

Having tackled the challenges of FY 09, the Company has re-worked its cost structure towards becoming a leaner company. The cost pressure on newsprint and strengthening of US Dollar, both are softening. With the economy showing initial signs of recovery, HT Media is prepared to drive home the advantage by putting a much improved performance in FY 10.

Touching lives, igniting minds

Winners of Inquizitive 2008 HT PACE PHOTO

AS ALWAYS, HT Media continues to fulfill its objective towards society by taking up some of the relevant social causes.

A major part of Bihar was flooded by rampant Kosi River in 2008. The natural calamity took a heavy toll displacing millions and causing considerable loss of human lives and shelters. HT Media rose to the occasion by establishing a helpdesk at Patna and a relief camp at Supaul. The camp provided relief to thousands of flood affected people of the region. Free medical check-up, distribution of medicines, clothes, potable water, milk and regular meals twice a day was ensured.

HT Media firmly believes that the country's future lies in children. Laying focus in holistic development of the students through a series of personality developing initiatives, HT Media has been carrying out various programs aimed at multi-faceted grooming of students. HT Next, our exclusive student edition, is serving this very cause. Circulated across many schools, HT Next encouraged 22 students from various schools, to independently bring out the 'Children's Day' edition of HT Next in the year 2008.

The company has tried to provide a perfect platform through its initiative 'PACE' to students, teachers and Principals. Facilitating peer group interaction amongst teachers, administrators and students, it organised several annual symposia and seminars in FY 09. PACE hosted the 10th Annual Principals' Meet in July 2008 in New Delhi.

Meal being served at Supaul Flood Relief Camp HT PHOTO

HT Media also organised the Annual 'PACE Teachers Meet' in March 09. The event saw an overwhelming response from over 650 teachers from Delhi and NCR. Over the years, this event, held exclusively for teachers, has included interesting and innovative sessions and motivational seminars conducted by eminent speakers. Another annual event hosted by HT Media for school students was the 'Inter School Quiz' competition in last September.

SESSION WITH THE CEO

RAJIV VERMA
Chief Executive Officer

How do you view HT Media's performance in FY 09?

The past financial year (FY 09) was one of the toughest years in recent times as a result of the world economic slowdown and its impact here in India and on the newspaper industry. Input costs, including newsprint, spiralled to unprecedented levels with the depreciating rupee making newsprint import very expensive. The uncertainties of the business environment led to caution and conservatism on the part of advertisers, many of whom were driven to other mediums. The sum total of these challenges was felt by HT Media.

Despite these significant challenges, HT Media achieved an overall revenue growth of 12%, advertisement revenue grew by 11%, our radio business came close to break-even, Hindi readership grew significantly and, more importantly, we made important gains in Mumbai. On the operational front, we tackled the industry challenges of dipping revenues and spiralling input-costs with vigour.

Your Company continued to invest in brands, logistics and intellectual assets despite the challenges of a highly testing year. I am delighted with the performance your Company demonstrated in navigating through this year of unprecedented challenges and that, to me, reflects the mark of an enterprise with robust systems to meet adversity and come out stronger when the economy turns.

How did the verticals of print, radio and online perform?

Hindustan Times did well and outperformed the competition in a few areas. It grew readership and became leader in its key market of Delhi. Hindustan did exceptionally well and grew ad-revenue by almost 40%. It retained and strengthened its No. 3 position and is progressing rapidly towards becoming the No. 2 among Hindi dailies. Hindustan's growth has vindicated the decision to make major investments in strengthening and expanding its reach.

Mint, our business paper which is now in its third year, has become the acknowledged No. 2 business paper in the country. With its rollout in Kolkata and upcoming launch in Chennai in the first half of FY 10, Mint is emerging as a credible and insightful business newspaper for discerning readers.

Our radio brand Fever 104 performed well, becoming the No. 1 station in Mumbai while improving on its No. 2 position in Delhi and Bengaluru. The business is now nearly breaking even and Fever 104 is on the way towards positive value creation for the shareholders from FY 10 onwards.

Shine.com has clocked 2.2 million registered users within the first year of its launch. However, its launch was followed by a slowdown, and what can be considered as arguably, the toughest year for the job market. However, from a long-term standpoint, I remain convinced that Shine is a very good investment that will be highly profitable in the years to come.

Cash flows and profit margins will continue to be a challenge in the coming months. How do you propose to check the contracting cash flows and shrinking profit margins?

The past year has required that we put in place a conservative cost regime at HT Media and this strategy will be pursued as we go forward. Over the past year we revisited our costs and took steps to check the impact on margins. These steps included rationalising page counts and maintaining a healthy ad-edit ratio to ensure that we countered, to some extent, the adverse impact of the newsprint cost increase. Key initiatives aimed at controlling costs included: availing extended credits on newsprint purchase; cutting down on the overhead cost; and even rationalising our workforce.

Some respite is now being felt with the softening of newsprint prices and a strengthening Rupee. Market sentiments have also improved significantly post the formation of a stable Central Government. Signs of the restoration of advertiser confidence can be seen in the first quarter of FY 10. Breaking-even of our radio business will also contribute to margin improvements.

Major Capex investments are expected to generate returns in the near future. Our third-party publishing joint venture with international company Burda is scheduled to start operations by December 2009 and we are expecting break even in the first full year of operations. The impact of a rise in DAVP rates for government tenders and advertisements will be felt throughout FY 10.

Over the past few years, advertisers' preference has shifted towards television. What effort is HT Media making to conserve its advertisement revenue base?

The shifting of some advertisers to electronic media is a global trend and not limited to India. In India, however, government advertisements which still constitute a major part of our revenues, continue to remain with print media. With the DAVP allowing a hike in government advertisement rates in FY 09, after a gap of four years, we are now in a better position to face competition from electronic media. Our strategy includes penetration in rural areas through our products to capture higher revenues from advertisements in Tier II and Tier III areas, which are ruled by vernacular newspapers.

Despite these significant challenges, HT Media achieved an overall revenue growth of 12%, advertisement revenue grew by 11%, our radio business came close to break-even, Hindi readership grew significantly and, more importantly, we made important gains in Mumbai

How has been the journey of HT Media since it went public and what are the major challenges it has faced so far?

HT Media was one of the first companies - among those with a core print media business - to go public in 2005, a sign of our willingness to share our financial performance with investors. Despite a major bear run felt throughout the year 2008, foreign and domestic institutional investors have continued to show faith in HT Media, which is reflected in the FDI, FII's and MF's stake in the Company moving up to 28.5 percent at the end of FY 09, from 27.2 percent at the end of FY 08.

A year of intense marketing initiatives

Former British Prime Minister, Tony Blair addressing the audience at HT Leadership Summit

FY 09 has witnessed ever intensified marketing initiatives from HT Media across all its key brands and regions. Aimed at enhancing value for the readers and advertisers, the initiatives were holistic covering content innovation, brand revamps, new launches -- all aimed at expanding the reach within targeted audiences.

The initiatives were driven by continuously enriching the product content by keeping the reader in mind, and also by strengthening the youth connect. Complete revamp of the youth offerings of Hindustan Times - HT City and HT Café in Delhi and Mumbai respectively featured amongst the key efforts of the year.

HT Media relaunched its Hindi daily, Hindustan with a contemporary and stylish new design and presentation. Positioned around *"taiyarri"* - meaning readiness, it promised to be the newspaper that gets the Hindi reader ready for the new India that is on the move and throws numerous opportunities on them. At the close of the year, Hindustan had went ahead to be perceived superior to any other Hindi newspaper of the country.

During the year, global leaders and thinkers joined Hindustan Times at the thought-leadership platform of 'HT Leadership Summit', to craft vision and set agendas for a better and prosperous future for India and the world. 'Mint - Clarity Through Debate' series, with extremely high profile panelists and a very distinguished audience emerged as a highly engaging and popular on-ground activation that has now been taken to television as well.

HT Media's radio brand, Fever 104 continued its focus on "less talk, more music", and continued to delight listeners with their favourite choice. It conducted a largest-of-its-kind survey on listener preferences during the year and improved content, resulting in significant expansion in its listenership.

During the year, HT Media's job portal Shine.com crossed 2.2 million registered users. Newly introduced services such as the opportunity to have one's CV professionally written, met with huge appreciation from users.

The Events & Marketing business division continued to add value to advertisers around its core promise of adding the events aspect to their promotional needs. Fulfilling its aim of creating additional revenue opportunities, it successfully staged various events including the Hindustan Times Leadership Summit, HT City Delhi Shopping Carnival, Miss India Worldwide and Campus Calling.

Katrina Kaif performing at the Miss India Worldwide pageant organised by HT Media

Management Discussion and Analysis

A testing year for global economies

THE FISCAL year 2008-09 witnessed one of the greatest depressions since 1930s in the global markets which trickled down to impact overall Indian economy and capital markets as well.

Last few years of hyper growth led to a global surge in inflation and steep hike in commodities and oil prices creating a commodity bubble which was waiting to explode. Coupled with this, slowdown in the US housing sector led to massive defaults by the borrowers and a cascading effect which resulted in huge losses in banking and financial sector. Losses in the banking and financial sector meant a serious decline in their capacity to disburse loans for various businesses and industries creating a liquidity/credit crunch. This presented a serious liquidity situation for companies and banks alike, leading to lower growth.

Source: CSO, Govt. of India

Responding to this severe depression like situation, governments and central banks across all major economies swung into action.

The Indian economy too, was not isolated from the global events. The effects of economic depression became evident in Indian economy in second half of FY 09. The GDP started declining quarter on quarter and demand started falling across sectors as liquidity tightened. The Government of India and RBI initiated preventive measures including reducing interest rates and other stimulus programs to inject liquidity and stabilize the financial system.

These measures, coupled with strong fundamentals of the economy, managed to arrest the impact to certain extent. Growth in rural areas continued to foster domestic consumption which resulted in Indian economy registering an overall GDP growth of 6.7% in FY 09, the second highest growth across the world economies. Manufacturing, Services and Agriculture recorded respective growth of 2.4%, 1.6% and 7.1%.

[MIRRORING SLOWDOWN Indian Media Industry]

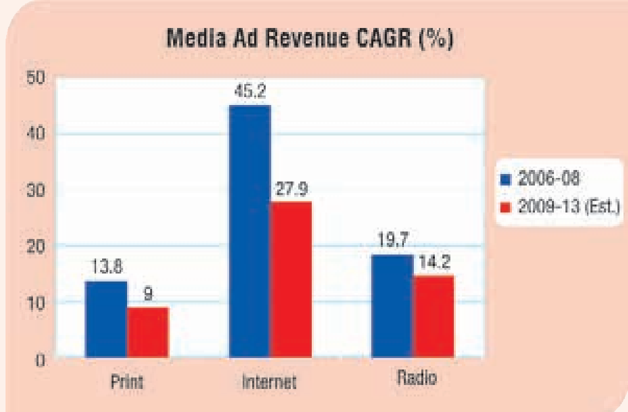
DESPITE THE pressures on global economy, Indian economy performed reasonably well. However, the general market sentiment continued to be negative in the second half of the year. Global linkages of several key Indian players resulted in over-cautious approach of lenders leading to decline in overall lending by banks and financial institutions. Due to the falling stock markets and cautious approach of lenders, it became increasingly tough for the Indian industries to raise money.

Due to liquidity crunch and fall in demand, Indian industries started rationalising all discretionary spends leading to sharp decline in the advertising budgets. Because of this, advertisers started falling back on other sales promotion instruments that traditionally have offered them best value in return. The 2009 edition of Media & Entertainment Industry report of FICCI and KPMG validates these facts and envisages the market environment to become more challenging for the media and entertainment sector. The same report though, estimates the media industry to grow at a CAGR of 12.5% between 2009-2013. This growth is estimated on the back of favourable demographic composition, strong long-term fundamentals of the Indian economy, low media penetration and low yet steady growth in advertising spends in comparison to developed economies.

Print Media - Despite getting impacted by economic meltdown, the Indian print media industry grew to Rs. 17,260 Crore in 2008, up 7.6% from Rs. 16,040 Crore in 2007. Advertising revenues, constituting 66% of overall revenues, grew by 8% over the previous year to Rs. 10,836 Crore in 2008. Circulation revenues have risen by 7.4% over the year to Rs. 6,430 Crore.

Indian print media is estimated to have grown by a CAGR of 13.8% over the past three years, a growth rate which is still higher as compared to the single digit growth witnessed in other nations. The industry is projected to grow at a CAGR of 9% up to Rs. 26,600 Crore by 2013, supported by strong underlying fundamentals such as growing literacy rate, emergence of local centric businesses and a huge regional langauge market.

Growth in advertising would be driven by increasing advertising spends by emerging sectors like Organised Retail, Telecom and Education. While advertising is related to economic growth in the country, the circulation revenue is expected to grow



Source: 2009 edition of Media & Entertainment Industry report of FICCI-KPMG

owing to structural growth-drivers like rising penetration, higher literacy levels and improving affordability of the medium. Newspaper segment would continue to dominate print media, constituting around 92% of the total revenues of the sector by 2013.

Radio - The Radio Industry has grown to Rs. 840 Crore in 2008, with a CAGR of 19.7% over a three-year period from 2006 to 2008. However, the size of the radio ad-industry, as a percentage of the total ad-industry in India is still at 4%, as against a global average of approximately 8%. The growth is expected to come through increase in the number of radio stations, further liberalization of regulations as well as enhanced ability of the radio stations to sell their advertising inventory. In addition, the ratio of local to national advertisements in India is skewed in favour of national, contrary to global trends, indicating a large scope for growth in the local advertising segment.

Internet Advertising - Internet advertising has been the fastest growing medium in the media Industry. It grew by 59% to Rs. 620 Crore in 2008 as compared to Rs. 390 Crore in 2007. Given the trends of increased internet usage, internet advertising is projected to grow to Rs. 2,140 Crore in 2013, at a CAGR of 28%.

Accordingly, the share of the internet advertising too is projected to grow from 1.06% in 2007 to 2.03% in 2013, of the overall advertising pie.

Outlook

Advertising revenues will continue to be driver of growth for media industry. These had grown at a CAGR of 17.1% over the last three years and are estimated to grow at 12.4% for the next five years. Internet advertising is expected to be fastest growing at 28%, followed by radio advertising at 14.2%, television advertising at 13.5% and print advertising by 10%. With the increase in the spending power of population in smaller cities, the FICCI-KPMG report envisaged Tier-II and Tier-III cities emerging as important growth centres.

Overall, India will continue to be an attractive market for media business owing to low ad-spend ratio, growing consumer class, young population, low media penetration and increasing spending-power. However, media companies will be under pressure to change, innovate and re-examine their existing service offerings and business models.

In the immediate future, focus on operating margins, assessing opportunities for consolidation and building on core strengths seems to be the right approach for media companies.

Operations Review

Hindustan Times - Sustaining leadership with increasing readership

Hindustan Times continued to maintain its leadership position with No. 1 in Delhi NCR and second largest read English daily nationally. Latest Indian Readership Survey (IRS), Round 1, 2009 validated its leadership position in Delhi NCR with the average issue readership of 22.1 Lac. Mumbai edition continued its upward trend of increasing readership to 5.48 Lac, thereby reducing the gap with competition. This is a reflection of successful efforts put in to improve product and brand salience. During the year, HT City and HT Café, entertainment supplements of Delhi and Mumbai editions respectively, were relaunched with a youthful style and structure. The new look, along with the innovative and exciting features of these supplements have been successful in creating a strong brand affinity among the youth, leading to significant improvement in overall brand salience.

During the year, the Company commenced printing of Hindustan Times at Kanpur and Dehradun, and is also undertaking trial-runs for its state-of-the-art printing facility in Mumbai, which is expected to commence shortly. These new launches will provide further impetus to growth and are likely to convert into significant readership gains in future.

Hindustan - the fastest growing Hindi daily in the country

Company's Hindi newspaper - Hindustan - is the country's third largest daily newspaper with strong presence in Bihar, Jharkhand, UP, Uttarakhand and Delhi & NCR. Hindustan has become the fastest growing Hindi daily across the country, increasing its readership to 93 Lac as per IRS Round 1, 2009. This is a reflection of significant investments made by the Company in building brand salience as well as expansion of its capacity across various geographies. The newspaper has a strong

Meerut printing facility HT PHOTO

Model of printing facility of HT Burda JV. Inset: Construction in progress at Greater Noida HT PHOTO

No. 1 position in Bihar and Jharkhand and has been making significant strides in UP, Uttarakhand and Delhi & NCR. During the year, the Company commenced printing of Hindustan at Meerut, Allahabad and Dehradun, in order to achieve a deeper reach in key towns of UP and Uttarakhand. On the back of continued positive response from new launches, the Company intends to further grow its presence in UP by launching new printing facilities in two other key towns in the near future. This will enable HT Media to achieve operational efficiencies and build a strong leadership position across the Indo-Gangetic belt.

Mint - established No. 2 business daily

Company's business daily - Mint, has established itself as the second largest business daily with an average issue readership of 1.75 Lac as per IRS Round 1, 2009, significantly ahead of its next closest competition in the cities of Delhi, NCR and Mumbai.

Mint is currently present in Delhi, Mumbai, Bengaluru, Pune and Chandigarh. In order to get national leverage and further strengthen its position in the business-news segment, the Company has recently launched in Kolkata and plans to launch in Chennai in the near term. Launched in February 2007 in association with The Wall Street Journal, Mint is the first newspaper in India printed on Berliner format and commands a premium product image.

Fever 104 - Continuing to make strides

Company's FM radio business - Fever 104 - with four stations at Delhi, Mumbai, Bengaluru and Kolkata, has performed remarkably well during the year. Registering impressive revenue growth even in the backdrop of a challenging economic environment, stiff competition in a multi-player market and in a relatively short span of 2 1/2 years since launch, the business is poised to break even soon. Based on the RAM data for week 19 of 2009, it has acquired No. 1 position in Mumbai and No. 2 position in Delhi and Bengaluru respectively, in terms of listenership.

Fever 104 has consistently put the listener at the forefront of all programming and marketing efforts, continuously focusing on research, fine-tuning the music product, giving listeners the music that they like.

Online Ventures - Increasing user-base, expanding portfolio

Sensing immense growth potential, HT Media has been increasing its focus on the internet and mobile phone user segment. Its news portals www.hindustantimes.com and www.livemint.com were re-launched in FY 08 with significant improvement in features and functionality. These news portals continue to make strides in online news segment with 25 million page views per month for hindustantimes.com and 8 million page views per month for livemint.com.

Apart from the news segment, other online businesses in the Company are conducted under Firefly e-Ventures Limited, a subsidiary of HT Media Limited. Shine.Com, a complete career portal, has earned a distinction of registering 2.2 million candidates within its first year of operations. It has gained higher acceptability due to its patented matching technology combined with world class design, salary benchmarking, privacy, anonymity protection and other career related content and tools that make this website unique in India.

Firefly's DesiMartini.com, a social networking website, was completely revamped with new, intuitive and user-friendly design, faster technology, customisable user interface and more interactive web 2.0 applications. DesiMartini has witnessed significant growth in number of users, page views and engagement following the product revamp.

Events & Marketing Solutions - Driving brand salience and revenues

Events & Marketing Solutions business of the Company continued to do well and staged many successful events like Leadership Summit, Clarity through Debate, Delhi Shopping Carnival and Miss India Worldwide. This business has provided useful boost to revenues in the form of sponsorships and in addition, has enormously improved the brand salience of the Company. The Company will continue to expand its Marketing Solutions business with focus on "Bigger and Better" activities spanning the whole year.

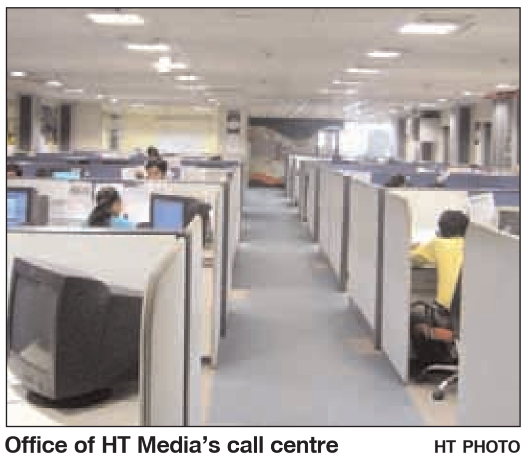
Partnership for Growth

HT Media's "Partnership for Growth" initiative enables the Company to partner with a prospective growth companies. This initiative enables partner companies to free up their advertising cash flows and drive their growth. In return, HT Media secures a committed stream of revenues for longer term and also gets an opportunity to participate in the value created by advertising.

The Company received an encouraging response from the market, and revenue stream from this initiative has appreciably grown during the year. The Company has put in place strong mechanisms to identify and objectively evaluate potential growth companies. In addition, the Company has set up internal systems to periodically assess the fair value of the investments acquired, and take appropriate measures to alleviate any potential significant exposure to its financial statements from an accounting perspective.

Foray into new ventures

In keeping with the Company's philosophy of continuous self-renewal and discovery of new growth avenues, the Company has entered into a joint venture German media group Burda to set up a third party publishing operations in India and tap growing media platforms in other Asian countries. The 51:49 joint venture leverages HT Media's expertise in printing and publishing and Burda's international multimedia operations. It would also enable the Company to bring global best practices



Office of HT Media's call centre HT PHOTO and technology to the printing side of its existing businesses and capture opportunities in the booming high-end magazine and catalogue printing space in India and the Asia-Pacific region.

Our subisidiary, HT Digital Media Holdings Limited entered into a 65:35 joint venture with Velti PLC in order to tap the world's fastest growing mobile market. The joint venture will deliver mobile marketing and advertising services throughout India. Velti is one of the world's leading providers of mobile advertising solutions. The Company expects to start providing these services by July 2009.

Going forward, HT Media would continue to focus on Internet and mobile in a big way, adding verticals and improving offerings to its customers.

Review of Financial Performance

Profit and Loss Account

Overall, the financial results for FY 09 demonstrated the underlying strength of our business in a scenario of turmoil that is currently witnessed by the industry and economy at large. On the back of fundamental strengths of our business model, our outlook for FY 10 remains optimistic.

HT Media grew by 12% in terms of revenue for FY 09, despite testing times in the print media industry and a challenging economic environment.

Ad revenues grew 11% following a price increase in September 2008 and increase in volume shares especially in Government and education category. The Company has outperformed the industry which witnessed a sharp decline in advertising volumes following the economic meltdown. While the Company's ad revenues were adversely affected by the decline in real estate, automobile and banking & finance categories, it was able to offset the decline by gains in government, education, FMCG and travel categories. In sum, the underlying strengths of the Company's core brands have provided good resilience to the overall slowdown in ad revenues witnessed by the print industry during the year.

Circulation revenue grew by 3% consequent to increase in circulation and new launches and also improved cover price realisation, especially in HT Mumbai and Mint.

However, interest income registered a decrease during the year as the Company has drawn down its investments to fund capital expenditure and working capital requirements.

Raw material cost increased by 19%, adversely impacting HT Media's profitability for the year. This increase was a result of steep hike in imported and domestic newsprint prices and depreciation in Rupee versus US Dollar further dampened profitability as a substantial proportion of the Company's total newsprint requirement is imported. The potential erosion in profitability was contained to some extent on account of operational and production efficiencies, reducing pagination and wastages, yielding a net savings in newsprint cost by 19%.

Advertising and sales promotion expenses increased by 25% primarily because of continued investments for strengthening all the product brands. The major spends were relaunch of HT City and HT Café, entertainment supplements of Delhi and Mumbai editions of Hindustan Times; and the relaunch of 'Hindustan'. Sales promotion expenses also increased due to new launches in the UP belt following launch of printing facilities in key cities.

Employee costs increased by 16% in line with the Company's expansion plans and in keeping with the Company's efforts to retain and attract a quality talent pool.

Other expenses increased by 17% primarily because of losses due to currency movements and increased overheads in line with the Company's expansion plans.

As a result, EBITDA (Profit before interest, tax, depreciation/amortization and exceptional items) for the year fell by 17% and margin reduced from 22% last year to 16% in the current year.

Depreciation increased by 23%, primarily reflecting the investment in new printing presses, office infrastructure and other equipments in line with Company's expansion plans.

Financial expenses increased sharply by 79% owing to a high interest rate regime and additional funding requirements consequent to capital expenditure and increase in working capital requirements.

Exceptional items for the current year reflects consultancy charges for drawing up of strategic plans for new areas of business and provision for diminution in value of long term investments

As a result, Profit After Tax reduced by 41% leading to corresponding reduction in EPS.

Greater Noida printing facility HT PHOTO

Fixed Assets

Gross block as at 31st March 2009 has increased to Rs. 793 Crore as compared to Rs. 570 Crore as at 31st March 2008. Additions to gross block include acquisition of radio business pursuant to Scheme of Arrangement and Restructuring, commencement of new presses for expansion of Hindustan and Mint, and other infrastructure investments.

Capital work in progress as at 31st March 2009 has increased to Rs. 178 Crore as compared to Rs. 47 Crore as at 31st March 2008. This increase in capital work-in-progress is primarily attributed to new printing press in Mumbai which is expected to be operational by July 2009.


Allahabad printing facility HT PHOTO

Investments

Investments as at 31st March 2009 has decreased to Rs. 406 Crore as compared to Rs. 457 Crore as at 31st March 2008. This is primarily due to acquisition of radio business and consequent write off of investments in radio business pursuant to Scheme of Arrangement and Restructuring. This decline is offset to a certain extent by new investments made under 'Partnership for Growth' model.

Sundry Debtors

Debtors have increased to Rs. 235 Crore as at 31st March 2009, as compared to Rs. 198 Crore as at 31st March 2008. This represents an outstanding of 65 days and 60 days of revenues for the respective years. The increase is primarily on account of increased government spending on advertisements having a longer realization period during the last quarter of FY 09.

Human Resource Development

As a leading Indian media conglomerate, we are driven by the collective intellectual prowess of our Human Resource, the most critical asset that provides us the decisive edge. With best-in-industry HR practices in recruitment and on-job training, HT Media continued to improve its HR prowess through the entire year.

A well designed employee orientation and induction program helps new recruits develop an in-depth understanding of the Organisation Values. Engagement with the organization is sustained through open, transparent HR processes and policies, engagement initiatives like communication forums and participative group activities.

The Company has a philosophy of performance based rewards backed by a well established multi-tier employee performance appraisal system. The 'STAR Awards' dedicated to outstanding performance living the company's values, entered its third year and was received with great enthusiasm.

The manpower strength as on 31st March 2009 was 3391, with average age of 35 years and a healthy gender ratio. Collectively our HR pool displays diverse talent and a high level of competency.


Team HT celebrating Holi festival HT PHOTO

Risk Management & Internal Controls

The Company has adequate internal control systems in place commensurate with the size and nature of operations which ensure:

- Accuracy and timeliness of financial reporting
- Protection and enhancement of assets and company image
- Compliance to legal and statutory requirements
- Contribution to more efficient use/allocation of capital and resources within the organization.

The company has an internal audit program for the year which carries out risk focused audits across business units, thereby enabling identification of risk areas and making recommendations for mitigation of these risks. Post audit checks are carried out to ensure that the identified risks have been mitigated. The Audit Committee reviews the internal audit reports periodically and takes corrective action as and when necessary. During the year, the Company mapped a number of business processes onto SAP, thereby leading to significantly improved controls and transparency.

The Company also has a robust and exhaustive budgetary control and performance management system, to monitor the progress on realization of business objectives on an ongoing basis.

Future Outlook

The media industry witnessed testing times with the global economic slowdown affecting advertising revenues and liquidity crunch and the consequent lack of access to funds impeding capacity expansion plans of most players. The dynamics of the industry are changing and the media universe is increasingly becoming more complex, specialized and fragmented. This trend is likely to continue for some time and therefore, the Company is likely to continue to face competition in the future.

HT Media has demonstrated its ability to withstand the challenges posed by the current environment and has emerged a strong player gaining shares on the back of a strong core business and dynamic new ventures. The Company has a large and rich portfolio of offerings for its audience, including advertisers - be it the mainstream and business newspapers that carry impactful, entertaining and unbiased news content; FM Radio that strikes a cord with its listeners providing soulful entertainment throughout the day; best-in-class online offerings in the arenas of news content, social networking, classified advertising and career platforms; and Events & Marketing solutions that offer a range of innovative events and customized activation platforms. The Company has made significant investments behind existing and new businesses - constantly upgrading and expanding capacity, re-inventing and creating brands, enriching its talent pool, venturing into fruitful alliances and sowing & nurturing the seeds of future growth. All these initiatives have held the Company in good stead in tough times and will continue to do so in future with greater momentum, paying rich dividends as the Company's growth trajectory reaches newer heights. HT Media aims to achieve leadership in the Indian media industry, by striking a balance between growth and profitability, and believes it is geared to achieve that target given the underlying strengths that the businesses have demonstrated.

Cautionary Statement

Certain statements in this Annual Report may be forward-looking statements. Such forward-looking statements are subject to certain risks and uncertainties like regulatory changes, local political or economic developments, technological risks, and many other factors that could cause our actual results to differ materially from those contemplated by the relevant forward looking statements. HT Media Limited will not, be in any way, responsible for any action taken based on such statements and undertakes no obligation to publicly update these forward - looking statements to reflect subsequent events or circumstances.

REPORT ON CORPORATE GOVERNANCE

CORPORATE GOVERNANCE is in the public eye now, as never before. Alongside, the economy faces its most challenging moments. In these turbulent times, your Company has moved ahead on the path of sustainable value creation, with balanced care of the internal and external stakeholders.

As a responsible media corporate, we endeavour to serve the societal interests while meeting our business objectives, on the foundation of Trusteeship and Accountability.

BOARD OF DIRECTORS

Composition of the Board

The Company has a balanced Board of Directors, comprising of Executive and Non-executive Directors. The Directors of your Company are eminent professionals drawn from diverse fields. The composition of the Board of Directors is as follows:

Sl. No.	Name of the Director	Disclosure of relationships between Directors inter-se	Designation	Category
1.	Late Dr. K. K. Birla[1]	■ Father of Smt. Shobhana Bhartia ■ Grandfather of Shri Priyavrat Bhartia and Shri Shamit Bhartia	Chairman (Non-Executive) [up to 30.08.08]	PG
2.	Smt. Shobhana Bhartia[2]	■ Daughter of Late Dr. K.K. Birla ■ Mother of Shri Priyavrat Bhartia and Shri Shamit Bhartia	Chairperson & Editorial Director [w.e.f. 18.09.08]	PG
3.	Shri Roger Greville[3]	—	Non-executive Director	Ind.
4.	Shri K.N. Memani	—	Non-executive Director	Ind.
5.	Shri Y.C. Deveshwar	—	Non-executive Director	Ind.
6.	Shri N.K. Singh	—	Non-executive Director	Ind.
7.	Shri Ajay Relan[4]	—	Non-executive Director	Ind.
8.	Shri Priyavrat Bhartia	■ Grandson of Late Dr. K.K. Birla ■ Son of Smt. Shobhana Bhartia ■ Brother of Shri Shamit Bhartia	Whole-time Director	PG
9.	Shri Shamit Bhartia	■ Grandson of Late Dr. K.K. Birla ■ Son of Smt. Shobhana Bhartia ■ Brother of Shri Priyavrat Bhartia	Whole-time Director	PG

1. Dr. K .K. Birla passed away on 30th August, 2008
2. Managing Director under the Companies Act, 1956
3. Ceased to be Nominee Director w.e.f. 31st July, 2008. Re-inducted as Independent Director w.e.f. 13th August, 2008
4. Ceased to be Director w.e.f. 19th September,2008

PG Promoter Group
Ind. Independent Director

None of the Non-executive Directors of the Company hold any shares/convertible instruments in the Company.

In accordance with the requirements of Clause 49 of the Listing Agreement of Stock Exchanges (Clause 49), more than one-half of the Board of Directors comprises of Non-executive Directors and Independent Directors.

Directors' attendance record and directorships held

During the financial year ended on 31st March, 2009, seven Board meetings were held on 16th May, 2008, 31st July, 2008, 18th September, 2008, 3rd October, 2008, 20th October, 2008, 28th November, 2008 and 20th January, 2009.

Attendance record of the Directors at the above Board Meetings and at the last Annual General Meeting (AGM) alongwith the number of other Directorships/Committee positions held by them in Indian public limited companies, are as follows:

Name of the Director	No. of Board meetings attended during FY 09	Attendance at the last AGM held on 01.08.2008	No. of other Directorships held	Committee positions held in other companies	
				Chairman	Member
Late Dr. K.K. Birla	Nil	No	N.A	N.A	N.A
Smt. Shobhana Bhartia	6	No	14	2	—
Shri Roger Greville	4	No	—	—	—
Shri K.N. Memani	7	Yes	9	3	1
Shri Y.C. Deveshwar	1	No	2	—	—
Shri N.K. Singh	6	No	—	—	—
Shri Ajay Relan	2	Yes	N.A.	N.A.	N.A.
Shri Priyavrat Bhartia	5	No	11	—	4
Shri Shamit Bhartia	6	No	8	1	1

N.A denotes not applicable, as ceased to be Director at the end of the year

As stipulated by Clause 49, none of the Directors was a member of more than 10 committees or Chairman of more than 5 committees across all companies in which he/she is a director.

Information supplied to the Board

The Directors of the Company are provided with all the information and details required for taking informed decisions at the Board meetings, which generally form part of the agenda papers circulated well in advance of the meeting. In cases where it is not practicable to enclose document(s) with the agenda papers, the same are circulated before the meeting/placed at the meeting.

The information provided to the Board covers the items mentioned in Annexure - IA to Clause 49. The Board also periodically reviews the compliance reports of all laws applicable to the Company.

Details of remuneration paid to Directors

No remuneration was paid to Non-executive Directors during the financial year ended on 31st March, 2009, except sitting fees @ Rs.15,000/- per meeting, for attending meetings of the Board/Committee(s) thereof, the details of which are as under:

Name of the Director	Sitting fees (Rs.)
Late Dr. K.K. Birla	Nil
Shri Roger Greville +	Nil
Shri K.N. Memani	1,80,000
Shri Y.C. Deveshwar +	Nil
Shri N.K. Singh	3,00,000
Shri Ajay Relan +	Nil

+ These Directors have voluntarily opted not to accept any sitting fee

The Chairperson & Editorial Director and the Whole-time Directors have been appointed for a period of five years from their respective dates of appointment. The details of remuneration paid to the Chairperson & Editorial Director and the Whole-time Directors for the financial year ended on 31st March, 2009, are as under:

(Rs. in Lac)

Name of the Director	Salary & Allowances	Perquisites	Retirement benefits
Smt. Shobhana Bhartia	156.80	1.92	11.76
Shri Priyavrat Bhartia	67.10	2.68	5.82
Shri Shamit Bhartia	67.10	0.31	5.82

Notes:

(1) Retirement benefits include contribution to Provident Fund
(2) The Chairperson & Editorial Director and the Whole-time Directors have neither been paid any performance linked incentives nor have any stock options been granted to them.
(3) Perquisites include gas, water & electricity, car, telephone, medical reimbursements, club fee etc., calculated as per Income Tax rules.
(4) Remuneration excludes provision for leave encashment and gratuity.
(5) There is no separate provision for payment of severance fees.
(6) With effect from 1st February, 2009, the Chairperson & Editorial Director and the Whole -time Directors are voluntarily drawing a lower basic salary of Rs. 5 Lac p.m. and Rs. 3 Lac p.m. respectively (as against Rs. 10 Lac p.m. and Rs. 5 Lac p.m., respectively, approved by the Board and Shareholders) alongwith a corresponding revision in other components of their remuneration package linked to basic salary.

During the year under review, none of the Non-executive Directors had any pecuniary relationship or transactions vis-à-vis the Company, other than payment of sitting fee as mentioned above.

BOARD COMMITTEES

There are six permanent committees of the Board of Directors which have been delegated requisite powers to discharge their respective functions and they meet as often as required.

These committees are:
(a) Audit Committee;
(b) Investors' Grievance Committee;
(c) Committee of Directors constituted pursuant to Clause 41 of Listing Agreement;
(d) Compensation Committee;
(e) Banking and Finance Committee; and
(f) Investment Committee.

The role and composition of the above committees, including the number of meetings held during the financial year ended on 31st March, 2009 and attendance of Directors thereat, are given hereunder.

(a) Audit Committee

The Audit Committee of the Board has been constituted in accordance with the requirements prescribed under Section 292A of the Companies Act, 1956 and Clause 49.

During the financial year ended on 31st March, 2009, five meetings of the Audit Committee were held on 15th May, 2008, 31st July, 2008, 20th October, 2008, 20th January, 2009 and 3rd March, 2009. The composition of Audit Committee and attendance of Directors at the above meetings is as follows:

Name of the Director	Position in the Committee	No. of meetings attended
Shri K.N. Memani	Chairman	5
Shri Y.C.Deveshwar*	Member	2
Shri N.K. Singh	Member	4
Shri Ajay Relan#	Member	1
Shri Shamit Bhartia	Member	4

** Inducted in the Committee w.e.f. 19th September, 2008 in place of Shri Ajay Relan*
 # Ceased to be Director and member of the Committee w.e.f. 19th September,2008

The Chairman of the Audit Committee is an Independent Director and a Chartered Accountant by qualification. All the members of the Audit Committee are financially literate.

The Chief Executive Officer, Chief Financial Officer, Internal Auditor and the Statutory Auditors are invitees to the meetings of Audit Committee. The Company Secretary acts as the Secretary to the Committee.

The role of the Audit Committee includes the matters stated in Clause 49 (II) (D) of Listing Agreement.

(b) Investors' Grievance Committee

The Investors' Grievance Committee of the Board has been constituted in accordance with Clause 49 to supervise and look into the redressal of investor requests/complaints pertaining to transfer of shares, non-receipt of Annual Report, non-receipt of declared dividends etc.

During the financial year ended on 31st March, 2009, five meetings of the Investors' Grievance Committee were held on 5th April, 2008, 11th July, 2008, 3rd October, 2008, 17th November, 2008 and 5th January, 2009. The composition of Investors' Grievance Committee and attendance of Directors at the above meetings is as follows:

Name of the Director	Position in the Committee	No. of meetings attended
Shri N.K.Singh*	Chairman (w.e.f. 19.09.08)	2
Shri Ajay Relan#	Chairman (upto 19.09.08)	2
Shri Priyavrat Bhartia	Member	5
Shri Shamit Bhartia	Member	5

** Inducted in the Committee w.e.f. 19th September, 2008 in place of Shri Ajay Relan*
 # Ceased to be Director and member of the Committee w.e.f. 19th September,2008

Shri Dinesh Mittal, Vice President - Legal, Tax and Company Secretary is the Compliance Officer of the Company.

During the year, 114 investor queries/complaints were received, all of which were redressed/replied to the satisfaction of the investors. There were no outstanding investor complaints as on 31st March, 2009. The status on reply/ redressal of investors' complaints is also reported to the Board of Directors from time to time.

(c) Committee of Directors constituted pursuant to Clause 41 of Listing Agreement

This Committee has been constituted in accordance with Clause 41 to approve/take on record the quarterly financial results of the Company from time to time.

During the financial year ended on 31st March, 2009, no meeting of the Committee was held. The composition of the Committee is as follows:

Name of the Director	Position in the Committee
Smt. Shobhana Bhartia	Chairperson
Shri Roger Greville*	Member
Shri K.N. Memani	Member
Shri N.K. Singh	Member
Shri Ajay Relan#	Member
Shri Shamit Bhartia	Member

** Inducted in the Committee w.e.f. 19th September, 2008 in place of Shri Ajay Relan*
 # Ceased to be Director and member of the Committee w.e.f. 19th September, 2008

The Chief Executive Officer and the Chief Financial Officer are permanent invitees to all the meetings of the Committee, and the Company Secretary acts as the Secretary to the Committee.

(d) Compensation Committee

The Compensation Committee of the Board is responsible for administration and superintendence of the "HTML Employee Stock Option Scheme".

During the year, the Compensation Committee met two times on 30th September, 2008 and 5th January, 2009. The composition of Compensation Committee and attendance of the Directors at the above meetings is as follows:

Name of the Director	Position in the Committee	No. of meetings attended
Smt. Shobhana Bhartia	Chairperson	2
Shri K.N. Memani	Member	Nil
Shri N.K. Singh	Member	2

The Compensation Committee broadly, oversees the following functions:
(a) Formulate criteria for grant of Options;
(b) Recommend/decide Eligible Employees who may be granted Options;
(c) Determination of the quantum of options to be granted under HTML ESOS to the Eligible Employees and the Exercise Price;
(d) Decide suitable course of action in case of a willful violation of the code of conduct, if any, by any Eligible Employee;
(e) In the event of any corporate actions, take any action necessary to make fair and reasonable adjustments to the number of Options and/or to the Exercise Price so that the total value of the ESOS remains the same; and
(f) Frame suitable policies and systems to ensure that there is no violation of:
 (i) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; and
 (ii) Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to the Securities Market) Regulations, 1995.

(e) Banking and Finance Committee

The Banking and Finance Committee of the Board has been entrusted with functions relating to banking and finance matters of the Company.

During the year, the Banking and Finance Committee met seven times on 16th May, 2008, 16th June, 2008, 11th July, 2008, 6th August, 2008, 18th September, 2008, 5th January, 2009 and 12th February, 2009. The composition of Banking and Finance Committee and attendance of the Directors at the above meetings is as follows:

Name of the Director	Position in the Committee	No. of meetings attended
Smt. Shobhana Bhartia	Chairperson	7
Shri N.K. Singh	Member	6
Shri Shamit Bhartia	Member	7

The Company Secretary acts as the Secretary to the Committee.

(f) Investment Committee

The Investment Committee is entrusted with functions as set out below:-
(a) recommending to the Board for approval, proposal(s) of prospective advertiser(s), body corporate(s), to invest in the equity capital of such body corporate(s);
(b) approving proposal(s) of prospective advertiser(s) to acquire movable/immovable property(ies) owned/developed/ manufactured by such advertisers;
(c) approving proposal(s) of sale of movable/immovable property(ies) acquired from advertiser(s)/ prospective advertiser(s); and
(d) approving proposal(s) of sale of investments held in the equity shares, convertible instruments, debentures or any other securites of the advertiser(s)/prospective advertiser company(ies).

During the year, the Investment Committee met three times on 16th May, 2008, 24th July, 2008 and 24th September, 2008. The composition of Investment Committee and attendance of the

Directors at the above meetings is as follows:

Name of the Director	Position in the Committee	No. of meetings attended
Smt. Shobhana Bhartia	Chairperson	Nil
Shri N.K.Singh*	Member	Nil
Shri Ajay Relan#	Member	2
Shri Priyavrat Bhartia	Member	3
Shri Shamit Bhartia	Member	3

** Inducted in the Committee w.e.f. 19th September, 2008 in place of Shri Ajay Relan*
 # Ceased to be Director and member of the Committee w.e.f. 19th September, 2008

A nominee of HPC (Mauritius) Limited is a permanent invitee to the meetings of the Committee and other senior Officer(s) of the Company also participate in the meeting(s), as and when required. The Company Secretary acts as the Secretary to the Committee.

GENERAL BODY MEETINGS

Details of date, time and venue of the last three Annual General Meetings are as under:

Date & Time	2nd August, 2006 at 10.00 a.m.	4th August, 2007 at 11.00 a.m.	1st August, 2008 at 11.30 a.m.
Venue	Talkatora Indoor Stadium Talkatora Garden, New Delhi	FICCI Golden Jubilee Auditorium Tansen Marg, New Delhi	FICCI Golden Jubilee Auditorium, Tansen Marg, New Delhi
Special Resolution passed	■ Approval of appointment and revision in remuneration of Shri Priyavrat Bhartia, Whole-time Director ■ Approval of change in terms of appointment and revision in remuneration of Smt. Shobhana Bhartia, Vice-Chairperson & Editorial Director ■ Approval of revision in remuneration of Shri Shamit Bhartia, Whole-time Director	No Special Resolution passed	■ Re-appointment of Smt. Shobhana Bhartia, as Vice-Chairperson and Editorial Director of the Company and change in terms of appointment. ■ Re-appointment of Shri Shamit Bhartia, as Whole- time Director of the Company and change in terms of appointment. ■ To approve revision in the remuneration payable to Shri Priyavrat Bhartia Whole-time Director of the Company.

Postal Ballot

During the year under review, the members of the Company approved the following resolutions by way of Postal Ballot, the results whereof were declared on 11th July, 2008:

Sl. No.	Particulars of Resolution	No. of valid Ballot papers received	Votes (%) cast in favour	Votes (%) cast against
a)	**Ordinary Resolution** for mortgage, hypothecation and/or otherwise charge immovable/movable properties of the Company in favour of banks/financial institutions etc	615	19,72,26,353 (99.9993%)	1,285 (0.0007%)
b)	**Special Resolution** for re-classfication of Authorised Share Capital and consequent alteration in Capital Clause of Memorandum of Association of the Company	618	19,72,27,221 (99.9995%)	905 (0.0005%)
c)	**Special Resolution** for alteration in Objects Clause of Memorandum of Association of the Company.	622	19,72,27,076 (99.9994%)	1,092 (0.0006%)
d)	**Special Resolution** for alteration in the Articles of Association of the Company	617	19,72,26,591 (99.9992%)	1,497 (0.0008%)

Thus, the shareholders approved all the above resolutions with overwhelming majority.

Shri N.C. Khanna, Company Secretary-in-practice was appointed as Scrutinizer for conducting the abovementioned postal ballot exercise.

The Postal Ballot process was conducted in accordance with Section 192 A of the Companies Act, 1956, read with Companies (Passing of the Resolution by Postal Ballot) Rules, 2001.

No Special Resolution is proposed at the ensuing Annual General Meeting, which requires to be passed through Postal Ballot process.

DISCLOSURES

During the financial year ended on 31st March, 2009, there were no materially significant transactions with related parties viz. promoters, relatives, or the management, subsidiaries etc. that may have a potential conflict with the interest of the Company at large. The required disclosures on related parties and transactions with them, is appearing in Note no. 14 of Schedule 22 of the Accounts. The required disclosure in regard to qualification made by the Auditors on the accounts of Subsidiary Company Firefly e-Ventures Limited and Joint Venture Company viz., Metropolitan Media Company Private Limited regarding Deferred Tax Assets; and also the response of the management thereto, is appearing in Note no. 12 of Schedule 25 of the Consolidated Financial Statements.

No penalty or stricture was imposed on the Company by any stock exchange, SEBI or any statutory authority on account of non-compliance by the Company on any matter related to capital markets, during the last three years.

The CEO/CFO certificate in terms of Clause 49(V) has been placed before the Board. The Company is complying with all mandatory requirements of Clause 49. The Company is in the process of complying with the non-mandatory requirements of Listing Agreement on Corporate Governance.

Code of Conduct for Directors and Key Managerial Personnel

In terms of the requirements of Clause 49, a "Code of Conduct for Directors and Key Managerial Personnel" (the "Code") governing the conduct of Directors and Key Managerial Personnel of the Company, is hosted on the website of the Company i.e., www.htmedia.in.

The Directors and Key Managerial Personnel are responsible for and are committed to setting the standards of conduct contained in the Code and have affirmed compliance of this Code. Further, a declaration of Chairperson & Editorial Director regarding compliance of the Code is appearing at the end of this report.

Code of Conduct for Prevention of Insider Trading

In terms of the requirement of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992, a "Code of Conduct for Prevention of Insider Trading"(Insider Code)is posted on the intranet of the Company for compliance by the designated employees. The purpose of the Insider Code is to prevent misuse of unpublished price sensitive information for individual benefit, by those who have access to such information by virtue of their employment or association with the Company. The Insider Code was amended on 20th January, 2009 to reflect the amendments to the SEBI Regulations.

MEANS OF COMMUNICATION

The quarterly and annual financial results of the Company are published in 'Hindustan Times' (English), 'Mint' (English Business newspaper) and 'Hindustan' (Hindi). The financial results are also displayed on the website of the Company, i.e., www.htmedia.in. The Investor section on the website hosts other useful investor information viz. Shareholding Pattern, Press Release and presentation made to Financial Analysts etc. In a recent initiative, financial results are being forwarded to the investors by e-mail, wherever the e-mail i.d.(s) are available. Investors desirous to avail this service are requested to provide their e-mail i.d. to the Company.

Management Discussion and Analysis covering the operations of the Company forms part of the Annual Report.

GENERAL SHAREHOLDER INFORMATION

7th Annual General Meeting

Day, Date & Time: Friday, 31st July, 2009 at 11.30A.M.
Venue: FICCI Golden Jubilee Auditorium
Tansen Marg
New Delhi - 110001

Financial year

1st April of each year to 31st March of next year

Financial Calendar (Tentative)

Results for quarter ending 30th June, 2009	End July, 2009
Results for quarter/half-year ending 30th September, 2009	End October, 2009
Results for quarter ending 31st December, 2009	End January, 2010
Results for year ending 31st March, 2010	End May, 2010
8th Annual General Meeting (i.e., next year)	End August, 2010

Book Closure

The Book Closure period for the purpose of payment of dividend for the financial year 2008-09 is from Friday, the 24th July, 2009 to Friday, the 31st July, 2009 (both days inclusive).

Dividend Payment Date (Tentative)

The Board of Directors of the Company have recommended payment of dividend @ Re. 0.30 per Equity Share of Rs. 2/- each i.e, 15% on the Equity Shares for the financial year ended on 31st March, 2009, subject to the approval of the shareholders at the ensuing Annual General Meeting. The dividend, if approved, shall be paid on or after 3rd August, 2009.

Listing of Equity Shares on Stock Exchanges and Stock Codes

The Equity Shares of the Company are listed on the following Stock Exchanges:

Name of the Stock Exchange	Stock Code
Bombay Stock Exchange Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, MUMBAI - 400 001	532662
National Stock Exchange of India Limited (NSE) Exchange Plaza, Plot No. C/1, G- Block, Bandra-Kurla Complex, Bandra (East), MUMBAI - 400 051	HTMEDIA

The annual listing fee for the financial year 2009-10 has been paid to both BSE and NSE.

The ISIN of the Equity Shares of the Company is **'INE501G01024'.**

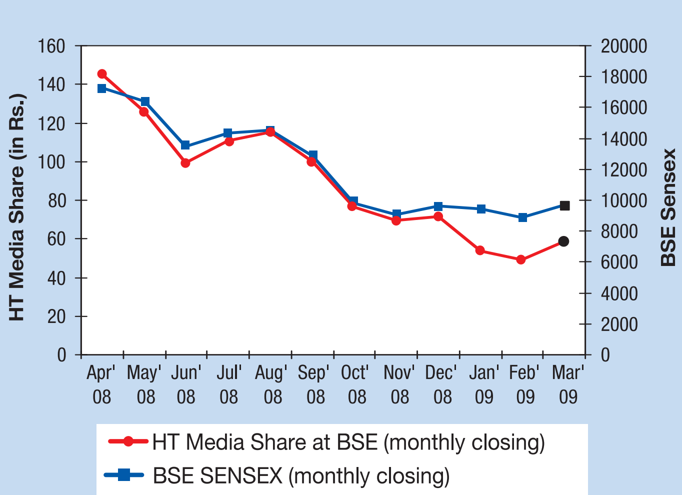
Stock Price Data

Month	BSE			
	HT Media		Sensex	
	High (in Rs.)	Low (in Rs.)	High	Low
Apr. '08	174.95	140.00	17480.74	15297.96
May'08	151.90	123.40	17735.70	16196.02
Jun. '08	133.00	92.30	16632.72	13405.54
Jul. '08	123.25	92.00	15130.09	12514.02
Aug. '08	125.00	107.00	15579.78	14002.43
Sep. '08	143.85	92.00	15107.01	12153.55
Oct. '08	116.00	60.20	13203.86	7697.39
Nov.'08	80.00	58.20	10945.41	8316.39
Dec. '08	89.00	59.50	10188.54	8467.43
Jan. '09	75.95	48.50	10469.72	8631.60
Feb. '09	72.00	49.00	9724.87	8619.22
Mar. '09	65.00	35.60	10127.09	8047.17

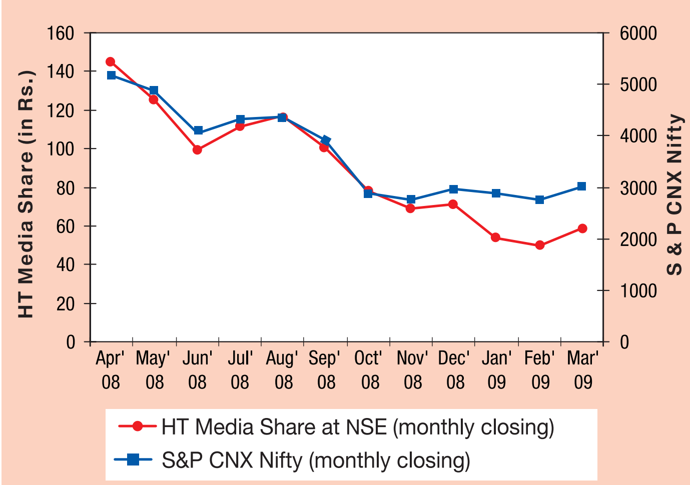
Month	NSE			
	HT Media		S&P SNX NIFTY	
	High (in Rs.)	Low (in Rs.)	High	Low
Apr. '08	175.00	140.00	5230.75	4628.75
May'08	150.00	124.25	5298.85	4801.90
Jun. '08	133.20	93.00	4908.80	4021.70
Jul. '08	119.00	92.05	4539.45	3790.20
Aug. '08	125.00	108.10	4649.85	4201.85
Sep. '08	144.40	92.50	4558.00	3715.05
Oct. '08	114.85	63.00	4000.50	2252.75
Nov.'08	88.65	57.20	3240.55	2502.90
Dec. '08	94.00	59.05	3110.45	2570.70
Jan. '09	76.90	48.65	3147.20	2661.65
Feb. '09	70.00	49.10	2969.75	2677.55
Mar. '09	65.00	36.10	3123.35	2539.45

Performance in comparison to broad-based indices

Movement of HT Media Share at BSE



Movement of HT Media Share at NSE



Registrar and Share Transfer Agent

Karvy Computershare Private Limited
Unit: HT Media Limited
Plot Nos. 17-24, Vittal Rao Nagar
Madhapur
Hyderabad - 500 081

Phone	: 040 - 2342 0815 - 20
Fax	: 040 - 2342 0814
E-mail	: mailmanager@karvy.com
Website	: www.karvy.com

Share Transfer System

All requests for transfer of shares in physical form are processed and the duly transferred share certificates are returned to the transferee within the time prescribed by law in the said behalf, subject to the share transfer documents being valid and complete in all respects.

The Board has authorized the Investors' Grievance Committee to sub-delegate its powers to the Officers of the Company for prompt redressal of investor requests/complaints.

As required under Clause 47 (c) of Listing Agreement of Stock Exchanges, the Company obtains a certificate on half-yearly basis from a Company Secretary-in-practice, regarding share transfer formalities, copy of which is filed with the Stock Exchanges.

Distribution of Shareholding by size as on 31st March, 2009

No. of Equity Shares held	No. of Shareholders	% of total no. of Shareholders	No. of shares held	% of total no. Shares
Upto 1000	24198	98.77%	2114597	0.90%
1001- 5000	212	0.87%	464311	0.20%
5001 - 10000	35	0.14%	236865	0.10%
10001 & above	55	0.22%	231436032	98.80%
TOTAL	**24500**	**100.00%**	**234251805**	**100.00%**

Category of shareholders as on 31st March, 2009 (both physical and demat form)

Category	No. of shares held	% of Shareholding
Promoters	161007860	68.73%
Banks/Financial Institutions and Insurance Companies	1402079	0.60%
Foreign Institutional Investors (FIIs)	36077236	15.40%
Mutual Funds	29279317	12.50%
Non-residents	267682	0.11%
Bodies Corporate	502139	0.22%
Public	5715492	2.44%
TOTAL	**234251805**	**100.00%**

Dematerialization of shares and liquidity as on 31st March, 2009

Category	Shares held	% of Shareholding
Shares held in Demat form	234225565	99.99%
Shares held in Physical form	26240	0.01%
TOTAL	**234251805**	**100.00%**

Details of uncredited shares since inception i.e. IPO

Year	Opening Balance at the beginning of FY		Cases disposed off during relevant FY		Closing Balance at the end of FY	
	No. of Cases	No. of Shares	No. of Cases	No. of Shares	No. of Cases	No.of Shares
2005-06	2115	44716	2003	38009	112	6707
2006-07	112	6707	49	1162	63	5545
2007-08	63	5545	9	765	54	4780
2008-09	54	4780	13	1030	41	3750

Number of outstanding GDRs/ADRs/Warrants or any convertible instruments

No GDRs/ADRs/Warrants or any convertible instruments have been issued by the Company.

Plant Locations (as on 31st March, 2009)

City	Address	City	Address
AGRA (Franchisee location)	C-4, UPSIDC Sikandra Agra- 282002	**KOLKATA** (Franchisee Location)	B.T. Road, Panihatti Distt. 24 - Parganas (North) Kolkata - 700058
ALLAHABAD (Own Location)	F-1, Naini Industrial Area, UPSIDC, Naini, Allahabad- 211008	**LUCKNOW** (Own Location)	Pocket- II Vibhuti Khand, Gomti Nagar Lucknow- 226010
BANGALORE (Franchisee location)	345/4, Bhatarhalli Old Madras Road Bangalore- 560049	**MEERUT** (Own Location)	Khasra No. -592/ 3 ½ Km Partapur By Pass Road, Opp. Kalka Dental College Meerut - 250103
BHOPAL (Franchisee location)	F-14 Industrial Estate Govindpura Bhopal- 462023	**MUMBAI** (Own Location)	Plot No. 6, TTC MIDC Industrial Area Dighe, Thane-Belapur Road, Navi Mumbai-400708
BHAGALPUR (Franchisee location)	Lower Nath Nagar Road, Parbatti Bhagalpur- 812002	**MOHALI** (Own Location)	C-164-165, Phase VIII B Industrial Focal Point Mohali- 160059
DEHRADUN (Own Location)	E3,E4, Selaqui Industrial Area, UPSIDC, Dehradun- 248197	**MUZAFFARPUR** (Franchisee location)	N.H.No.28, Sadatpur Near Sudha Dairy Muzaffarpur- 843108
DHANBAD (Own Location)	Bhela Tand Dhayia, P.O.- ISM Dhanbad- 826004	**NOIDA** (Own Location)	B-02, Sector-63, Noida- 201307
GREATER NOIDA (Own Location)	Plot No. 08, Udyog Vihar Greater Noida Gautam Budh Nagar 201306	**PATNA** (through subsidiary company)	Budh Marg Patna- 800001
JALLANDHAR (Own Location)	B- 21A, Focal Point Extension Jallandhar- 140004	**RANCHI** (through subsidiary company)	7, Kokar Industrial Area Ranchi- 834001
JAMSHEDPUR (Own Location)	NH-33, Kumkum Tola Mango, Jamshedpur-831001	**VARANASI** (Franchisee location)	G.T. Road, Govindpur, Rohania Varanasi- 221001
KANPUR (Own Location)	D-9, Site-3 Panki Industrial Area Kanpur- 208022		

Company registration details

The Company is registered in the National Capital Territory of Delhi, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is **L22121DL2002PLC117874.**

Address for correspondence

Company Secretary
HT Media Limited
Hindustan Times House (2nd Floor)
18-20, Kasturba Gandhi Marg, New Delhi -110 001
Tel : + 91 - 11 - 6656 1608
Fax : + 91 - 11 - 6656 1445
Web site : www.htmedia.in

In terms of Clause 47 (f) of the Listing Agreement of Stock Exchanges, investors may please use the following **exclusive e-mail Id.** for redressal of Investor requests/complaints:

E-mail	: investor@hindustantimes.com
Compliance Officer	: Shri Dinesh Mittal, Company Secretary
Tel. No.	: + 91 11 6656 1608

Compliance

A certificate dated 18th May, 2009 of Shri Arun Kumar Soni, Company Secretary-in-practice, regarding compliance of conditions of 'Corporate Governance' as stipulated under Clause 49, is annexed to the Directors' Report.

Other Useful Informamation

(1) Payment of dividend

Shareholders may kindly note the following:

(a) Electronic Clearing Service (ECS) facility

Shareholders holding shares in electronic form and desirous of availing ECS facility, are requested to ensure that their correct bank details alongwith 9 digit MICR code of the bank is noted in the records of the Depository Participant (DP). Shareholders holding shares in physical form may please contact the R&T Agent.

(b) Payment by Dividend Warrants

In order to prevent fraudulent encashment of dividend warrants, holders of shares in demat form and physical form, are requested to provide their correct bank account details, to the DP and R&T Agent respectively.

The R&T Agent and/or the Company will not entertain requests for noting of change of address/bank details/ECS Mandate in case of shares held in demat form.

(2) Unclaimed / Unpaid Dividend

Members, who have not received/encashed their dividend warrant(s) for the financial years 2005-06, 2006-07 and 2007-08, may approach the R&T Agent and/or the Company for payment of such unpaid dividend.

(3) Nomination facility

In terms of Section 109A of the Companies Act, 1956, shareholders holding shares in demat and physical form, may in their own interest, register their nomination with the DP and R&T Agent, respectively.

Declaration of compliance with 'Code of Conduct for Directors and Key Managerial Personnel' of the Company

I, Shobhana Bhartia, Chairperson & Editorial Director of the Company, do hereby confirm that all the Board members and the Key Managerial Personnel of the Company have complied with the 'Code of Conduct for Directors and Key Managerial Personnel', during the financial year 2008 - 09.

This declaration is based on and is in pursuance of the individual affirmations receieved in writing from the Board members and the Key Managerial Personnel of the Company.

(SHOBHANA BHARTIA)
Chairperson & Editorial Director

Date: 30th April, 2009
Place: New Delhi

DIRECTORS' REPORT

Dear Shareholders,

Your Directors are pleased to present the 7th Annual Report together with the Audited Statement of Accounts for the financial year ended on 31st March, 2009.

FINANCIAL RESULTS

The highlights of performance of your Company during the financial year ended on 31st March, 2009 are as follows:

(Rs. in Crore)

PARTICULARS	2008-09	2007-08
Total Income	**1357.77**	**1226.92**
Profit before Interest, Depreciation, Tax & Exceptional Items	**220.02**	**263.63**
Interest	31.69	17.73
Profit before Depreciation, Tax & Exceptional Items	**188.33**	**245.90**
Depreciation	55.01	44.67
Profit before Tax & Exceptional Items	**133.32**	**201.23**
Exceptional Items	18.82	-
Profit before Tax	**114.50**	**201.23**
Provision for Taxes	3.45	51.28
Deferred Tax Charge	25.82	5.40
Profit after Tax	**85.23**	**144.55**
Balance from previous years brought forward (Net of adjustment)	**251.31**	**128.72**
Amount available for appropriation	336.54	273.27
Appropriations -		
• Transfer to General Reserve	5.00	11.00
• Proposed Dividend on Equity Shares	7.05	9.37
• Tax on Dividend Distribution	1.20	1.59
Balance carried forward to Balance Sheet	**323.29**	**251.31**

FY 09 has been one of the toughest years in recent times for your Company, attributable to unprecedented rise in input cost and dipping business sentiments. Nevertheless, during the year your Company achieved an overall 12% revenue growth, significantly expanded Hindi readership and steered the Business newpaper 'Mint' to emerge as the No. 2 Business daily and 'Fever 104' FM Radio business close to break - even.

During the year under review, a Scheme of Arrangement and Restructuring under Sections 391 to 394 read with Sections 100 to 104 of the Companies Act, 1956 between your Company and HT Music and Entertainment Company Limited (HTME), a subsidiary Company (the "Scheme") was sanctioned by the Hon'ble Delhi High Court in terms of the Order passed on 19th March, 2009. The Scheme, inter alia, provides for demerger of Radio Business of HTME and transfer and vesting thereof into your Company w.e.f. 1st January, 2009 (Appointed Date). Upon effectiveness of the Scheme, the financial results of FY 09 also include the results from operations of the Radio business of HTME for the three-month period ended on31st March, 2009.

DIVIDEND

Your Directors are pleased to recommend a dividend @ Re. 0.30 per Equity Share of Rs. 2/- each i.e. 15% *(previous year @ Re. 0.40 per Equity Share of Rs. 2/- each i.e. 20%)*, for the financial year ended on 31st March, 2009 and seek your approval for the same.

The proposed dividend payment, including Corporate Dividend Distribution Tax would entail an outflow of Rs. 8.25 Crore *(previous year Rs. 10.96 Crore)*.

RE-CLASSIFICATION OF SHARE CAPITAL AND ISSUE OF FRESH EQUITY SHARES

During the year under review, the Authorised Share Capital of your Company of Rs. 72.50 Crore divided into 26,25,00,000 Equity Shares of Rs. 2/- each and 20,00,000 Preference Shares of Rs.100/- each was re-classified into 36,25,00,000 Equity Shares of Rs. 2/- each, by way of a Postal Ballot process.

Pursuant to a Scheme of Arrangement and Demerger under Section 391 of the Companies Act, 1956 between your Company and Go4i.com (India) Private Limited (GIPL) sanctioned by the Hon'ble Delhi High Court on 13th September, 2007, 22,600 Equity Shares of Rs. 2/- each of your Company were allotted to the shareholders of GIPL during the year under review. These shares were admitted for listing on the Bombay Stock Exchange Limited (BSE) and National Stock Exchange of India Limited (NSE) on 24th October, 2008 and 27th October, 2008 respectively.

SCHEME OF ARRANGEMENT AND RESTRUCTURING

In terms of the Scheme of Arrangement and Restructuring between your Company and HT Music and Entertainment Company Limited (HTME), sanctioned by the Hon'ble Delhi High Court on 19th March, 2009, 7,69,230 Equity Shares of Rs. 2/- each of your Company are to be issued to a shareholder of HTME namely, 'The Hindustan Times Limited' (Holding Company).

COMPANY PERFORMANCE AND FUTURE OUTLOOK

A detailed analysis and insight into the financial performance and operations of your Company for the year under review and future outlook, is appearing in the Management Discussion and Analysis, which forms part of the Annual Report.

BORROWINGS & DEBT SERVICING

During the year under review, your Company has met all its obligations towards repayment of principal and interest on the loans availed.

Your Company tied up External Commercial Borrowing upto US $ 17.5 Mn. to part-finance capital expenditure for expansion of Mumbai operations, out of which US $ 15.47 Mn. was drawn during the year under review.

EMPLOYEE STOCK OPTION SCHEME

The information required to be disclosed pursuant to Clause 12 of the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 is appearing in Annexure - 'A'.

DEPOSITS

Your Company has not accepted or invited any deposit(s) during the year.

JOINT VENTURE COMPANY

1. Metropolitan Media Company Private Limited (MMCPL)

MMCPL, the 50:50 Joint Venture between your Company and Bennett Coleman & Co. Limited, discontinued the publication of its daily English morning tabloid, "METRO NOW", in view of its not being able to generate the desired levels of advertisement revenue despite being accepted well by the readers; and increase in newsprint prices. Towards exploring alternative viable business models, MMCPL decided to bring out hyper-local tabloids in the NCR region; and the first such weekly hyper-local has been launched in Gurgaon, which is fast gaining recognition amongst the readers and advertisers. During the year under review, MMCPL incurred a loss of Rs. 31.29 Crore.

2. HT Burda Media Limited (HT Burda)

HT Burda is a 51:49 Joint Venture between your Company and Burda Druck GmbH, Germany, a world-renowned leader in printing technology. This company has been incorporated as a subsidiary of your Company during the year under review, for undertaking third party printing by Rotogravure technology and pre-press work. The construction of a state-of-the-art printing facility at Greater Noida (U.P.) is under full swing, and the same is likely to be operational by December, 2009. During the period ended on 31st March, 2009, HT Burda posted a loss of Rs. 4.76 Crore.

SUBSIDIARY COMPANIES

A brief of the activities under the subsidiary companies, during the year under review is as follows:

- The name of Searchlight Publishing House Limited was changed to "Hindustan Media Ventures Limited"
- HT Burda was incorporated as a subsidiary of your Company for undertaking third party printing and pre-press work
- The name of Hindustan Media Limited was changed to "HT Digital Media Holdings Limited" (HT Digital)
- As part of a business restructuring exercise, the investment of your Company in the Equity Share Capital of Firefly e-Ventures Limited (Firefly) was transferred to HT Digital, a wholly-owned subsidiary company. As a result thereof, Firefly is now a subsidiary company of HT Digital
- HT Mobile Solutions Limited (HT Mobile) was incorporated as a subsidiary of HT Digital for undertaking mobile marketing solutions. HT Mobile is a 65:35 Joint Venture between HT Digital and Velti PLC, a company incorporated in UK and a world-renowned leader in mobile marketing and mobile advertising technologies

As at 31st March, 2009, your Company had the following subsidiary companies:

- Hindustan Media Ventures Limited [HMVL] *(formerly Searchlight Publishing House Limited)*
- HT Music and Entertainment Company Limited [HT Music]
- HT Burda Media Limited
- HT Digital Media Holdings Limited *(formerly Hindustan Media Limited)*
- Firefly e-Ventures Limited *(subsidiary u/s 4(1)(c) of the Companies Act, 1956 being subsidiary of HT Digital)*
- HT Mobile Solutions Limited *(subsidiary u/s 4(1)(c) of the Companies Act, 1956 being subsidiary of HT Digital)*

The Company has received approval of the Ministry of Corporate Affairs, Government of India under Section 212(8) of the Companies Act, 1956, vide letter bearing no. 47/253/2009 - CL - III dated 14th May, 2009, granting exemption from attaching with the Annual Report of the Company for the financial year ended on 31st March, 2009, copies of Balance Sheet etc. of the aforesaid subsidiaries. The Company will make available and facilitate inspection at the Registered Office, the annual accounts of subsidiaries and the related information to the investors of the Company and the subsidiaries seeking information and inspection.

DIRECTORS

The year 2008 has left us with an irreparable loss of our illustrious Chairman Dr. K.K. Birla, who passed away on 30th August, 2008. Words fall short to describe the personality of Dr. Birla, a great nation-builder, philanthropist and patriot. We inherit from him, the legacy of 'Hindustan Times' which was nurtured under his leadership. We will, forever remain deeply indebted to Dr. Birla for his invaluable contribution to the growth and development of the Company. With fond remembrance and sincere commitment to his values, we offer our humble tribute to Dr. Birla. Consequent upon his demise, Smt. Shobhana Bhartia took over as the Chairperson & Editorial Director w.e.f. 18th September, 2008.

During the year under review, Shri Ajay Relan, an Independent Director, tendered his resignation from the Board of Directors of the Company w.e.f. 19th September, 2008. The Board places on record its sincere appreciation for the valuable services rendered by Shri Ajay Relan during his tenure on the Board of Directors of the Company. Further, consequent upon the resignation of Shri Relan, the Audit Committee was re-constituted by induction of Shri Y.C. Deveshwar in his place.

HPC (Mauritius) Limited vide letter dated 31st July, 2008 withdrew the nomination of Shri Roger Greville, from the Board of Directors of your Company. Accordingly, Shri Roger Greville tendered his resignation from the Board on 31st July, 2008. However, in view of the rich and varied experience of Shri Roger Greville, he was inducted on the Board as an Independent Additional Director w.e.f. 13th August, 2008. In terms of the applicable provisions of the Companies Act, 1956, Shri Roger Greville holds office till the ensuing Annual General Meeting. As required under Section 257 of the Companies Act, 1956, the Company has received a notice alongwith requisite deposit from a member proposing the candidature of Shri Roger Greville for appointment as Director of the Company liable to retire by rotation.

Shri Shamit Bhartia and Shri N.K. Singh, Directors retire from office by rotation at the ensuing Annual General Meeting and being eligible, have offered themselves for re-appointment. A brief resume, expertise and other directorships and committee memberships held by the above Directors, form part of Notice convening 7th Annual General Meeting.

CONSOLIDATED FINANCIAL STATEMENTS

In terms of Accounting Standard AS-21 and AS-27 issued by the Institute of Chartered Accountants of India (ICAI); the Consolidated Financial Statements presented by the Company alongwith the Annual Report include the financial information of subsidiaries namely HMVL, HT Music, HT Digital, HT Burda and Firefly alongwith proportionate interest of your Company in MMCPL.

AUDITORS

The notes to accounts appearing in Schedule 22 of the Standalone Financial Statements read with the Auditors' Report are self-explanatory and therefore, do not call for any further comments under Section 217(3) of the Companies Act, 1956.

The Board of Directors have also taken note of the qualification made by the Auditors on the Accounts of subsidiary company viz., Firefly and Joint Venture Company viz., MMCPL, regarding Deferred Tax Assets; and also the response of the management thereto appearing in Note no. 12 of Schedule 25 of the Consolidated Financial Statements, which is self explanatory.

The Statutory Auditors of your Company, M/s. S.R. Batliboi & Co., Chartered Accountants, New Delhi, are due to retire at the ensuing Annual General Meeting and being eligible, have offered themselves for re-appointment. In terms of the requirements under Section 224 (1B) of the Companies Act, 1956, the retiring Auditors have given a certificate regarding their eligibility for re-appointment as Auditors of the Company.

POSTAL BALLOT

During the year under review, the members of the Company have approved by way of Postal Ballot process with overwhelming majority, results whereof were declared on 11th July, 2008, the following - (a) mortgage, hypothecation and/or otherwise charge immovable/movable properties of the Company in favour of banks/financial institutions/trustees for debenture-holders etc. for securing term loan and other financial facilities; (b) re-classification of Authorized Share Capital and consequent alteration in the Capital Clause of Memorandum of Association of the Company; (c) alteration in the Objects Clause of Memorandum of Association of the Company; and (d) alteration in the Articles of Association of the Company.

CORPORATE GOVERNANCE

Your Company is compliant with all the mandatory requirements of Clause 49 of the Listing Agreement of Stock Exchanges on 'Corporate Governance'. The Report on Corporate Governance forms part of the Annual Report. The certificate issued by a Company Secretary-in-practice in terms of the requirements of the Listing Agreement is annexed as Annexure - 'B'.

PARTICULARS AS PER SECTION 217 OF THE COMPANIES ACT, 1956

Information pursuant to Section 217 (1) (e) of the Companies Act, 1956 on Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo, is annexed to this Report as Annexure - 'C'.

The particulars of employees required under Section 217 (2A) of the Companies Act, 1956 and the rules thereunder are annexed to this Report as Annexure - 'D'. However, pursuant to the provisions of Section 219(1)(b)(iv) of the Companies Act, 1956, the Annual Report is being sent to all the shareholders of the Company without the above information. Any shareholder interested in obtaining such particulars may write to the Company Secretary at the Registered Office address of the Company.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217 (2AA) of the Companies Act, 1956, your Directors report that:

i. in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

ii. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended on 31st March, 2009 and of the profit of the Company for the year ended on 31st March, 2009;

iii. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and

iv. the Directors have prepared the annual accounts on a going concern basis.

AWARDS AND ACCOLADES

During the year under review, your Company was the proud recipient of the following honours, amongst others:

- **Noida plant** won the **Award for Mint Brand in IFRA Publish Asia: Best in Print Awards**
- Greater Noida plant continuing its superiority in international quality domain, won an **Award for Hindustan Times Brand in IFRA Publish Asia: Best in Print Awards**
- **Asia Media Award** for newspapers and magazines in the Asia Pacific and Middle East:
  - **Mint-** Gold Award for Best in Newspaper Special Section
  - **Hindustan Times, Mumbai -** Best in Photo Journalism

ACKNOWLEDGEMENT

Your Directors place on record their sincere appreciation for the assistance and co-operation extended by all stakeholders including Banks, Ministry of Information & Broadcasting and other Government authorities, Customers, Suppliers and Shareholders.

Your Directors also place on record their deep appreciation of the committed services of the executives, staff and workers of your Company.

For and on behalf of the Board

SHOBHANA BHARTIA
Chairperson & Editorial Director

Place: New Delhi
Date: 18th May, 2009

Annexure - A to Directors' Report

Statement as at 31st March, 2009, pursuant to Clause 12 (Disclosure in the Directors' Report) of the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999

(a)	Options granted	NIL
(b)	Pricing formula	Market price of share [as per SEBI Guidelines]
(c)	Options vested	349946
(d)	Options exercised	NIL
(e)	Total number of Equity Shares arising as a result of exercise of Options	Not applicable
(f)	Options lapsed	319643
(g)	Variation of terms of Options	None during the year
(h)	Money realized by exercise of Options	Not applicable
(i)	Total number of Options in force	1300197
(j)	Diluted Earning Per Share (EPS) pursuant to issue of shares on exercise of Options	Not applicable
(k)	Difference, if any, between employee compensation cost calculated using the intrinsic value of stock options and the employee compensation cost calculated on the fair value of the Options	Rs.332.89 Lac
	Impact of this difference on the profits of the Company and EPS	Had the fair value method been used, profits would have been lower by Rs.332.89 Lac and the basic & diluted EPS would have been lower by Re. 0.08
(l)	Weighted average exercise price and weighted average fair value of Options for Options whose exercise price either equals or exceeds or is less than the market price of the stock and the method and significant assumptions used to estimate fair value of Options	Refer Note 10 of Schedule 22: Notes to Accounts
(m)	Description of method and significant assumptions used during the year to estimate the fair value of Options, including the following weighted average information: 1. risk free interest rate 2. expected life (in years) 3. expected volatility 4. expected dividends 5. price of the underlying share in the market at the time of Option grant	Not applicable

Annexure - B to Directors' Report

CERTIFICATE OF COMPLIANCE OF CORPORATE GOVERNANCE

The Members,
HT Media Limited
New Delhi

I have examined the compliance of conditions of Corporate Governance by HT Media Limited, for the year ended on 31st March, 2009, as stipulated in Clause 49 of the Listing Agreement executed by the said Company with the Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. My examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement in all material respects.

I state that no investor grievances are pending for a period exceeding one month against the Company as certified by the Registrars & Share Transfer Agent of the Company.

I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Sd/-
Arun Kumar Soni
Company Secretary-in-Practice
CP No. 1726

Place : New Delhi
Date : 18th May, 2009

Annexure - C to Directors' Report

PARTICULARS REQUIRED UNDER SECTION 217(1)(e) OF THE COMPANIES ACT, 1956 READ WITH THE COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988

A. CONSERVATION OF ENERGY

(a) Energy conservation measures taken:

Efforts are made for conservation of energy on an on-going basis. The following energy conservation measures were taken during the year under review:

- Effective utilization of AC Plant
- Automation of DG set change-over with Mains failure, for minimum usage of DG sets to reduce Diesel consumption
- Installation of additional capacitor banks and filters for improvement in power factor
- Installation of UPS for running printing machines on state power, thus saving power cost.

(b) Additional investments and proposals, if any, being implemented for reduction of consumption of energy:

- Installation of high efficiency lighting fixtures
- Installation of high efficiency AC system with maximum use of fresh air
- Replacement of old high power consumption light fittings by low power consumption light fittings

(c) Impact of the measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production of goods:

- The measures were implemented as stretch targets and achieved excellent results.
- Total savings during FY 09 on cost of energy were Rs. 60 Lac (approx). as a result of these measures
- Power cost per million pages for Greater Noida plant was Rs. 2,942 in FY 09, a reduction of Rs. 347 over previous year.

(d) Total energy consumption and energy consumption per unit of production:

Not applicable

B. TECHNOLOGY ABSORPTION

(e) Efforts made in technology absorption:

Not applicable

C. FOREIGN EXCHANGE EARNINGS & OUTGO

(f) Activities relating to exports; initiatives taken to increase exports; development of new export markets for products and services; and export plans:

Not applicable

(g) Total foreign exchange used and earned:

Foreign exchange used - Rs. 50,619.39 Lac
Foreign exchange earned - Rs. 1,074.99 Lac

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HT Media Limited

STANDALONE FINANCIALS

CONSOLIDATED FINANCIALS

Auditors' Report

To
The Members of HT Media Limited

1. We have audited the attached Balance Sheet of HT Media Limited ('the Company') as at March 31, 2009 and also the Profit and Loss Account and the Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial Statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003 (as amended) issued by the Central Government of India in terms of sub-section (4A) of Section 227 of the Companies Act, 1956, we enclose in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
4. Further to our comments in the Annexure referred to above, we report that:
   i. we have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit;
   ii. in our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
   iii. the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account;
   iv. in our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956;
   v. on the basis of the written representations received from the directors, as on March 31, 2009, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on March 31, 2009 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
   vi. In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;
      a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2009;
      b) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
      c) in the case of Cash Flow Statement, of the cash flows for the year ended on that date.

For S.R. Batliboi & Co.
Chartered Accountants
Per Manoj Gupta
Partner
Membership No.: 83906
Place : New Delhi
Date : 18.05.2009

Annexure referred to in paragraph [3] of our report of even date
Re: HT Media Limited ('the Company')

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
(b) All fixed assets have not been physically verified by the management during the year but there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. As informed, no material discrepancies were noticed on such verification.
(c) There was no substantial disposal of fixed assets during the year.

(ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year.
(b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
(c) The Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification.

(iii) (a) The Company has granted loans to its two subsidiaries covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year was Rs.300,000,000 and the year-end balance of loans granted to such parties was Rs.Nil.
(b) In our opinion and according to the information and explanations given to us, the rate of interest and other terms and conditions for such loans are not prima facie prejudicial to the interest of the Company.
(c) The loans granted are re-payable on demand. As informed, the Company has not demanded repayment of any such loan during the year, thus, there has been no default on the part of the parties to whom the money has been lent. The payment of interest on such loans was overdue as at year end.
(d) There is no overdue amount of loans granted to companies, firms or other parties listed in the register maintained under section 301 of the Companies Act, 1956.
(e) As informed, the Company has not taken any loans, secured or unsecured from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956. Accordingly, clauses 4 (iii) (f) and (g) of the Companies (Auditor's Report) Order, 2003 (as amended) (herein after referred to as the Order), are not applicable.

(iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit, no major weakness has been noticed in the internal control system in respect of these areas.

(v) (a) According to the information and explanations provided by the management, we are of the opinion that the particulars of contracts or arrangements referred to in section 301 of the Act that need to be entered into the register maintained under section 301 have been so entered.
(b) In our opinion and according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements exceeding value of Rupees five lakhs have been entered into during the financial year at prices which are reasonable having regard to the prevailing market prices at the relevant time.

(vi) The Company has not accepted any deposits from the public.

(vii) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(viii) To the best of our knowledge and as explained, the Central Government has not prescribed maintenance of cost records under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956 for the products of the Company.

(ix) (a) Undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, income-tax, sales-tax, wealth-tax, service tax, customs duty, excise duty, cess have generally been regularly deposited with the appropriate authorities *though there has been slight delay in a few cases where amount involved is not significant.*
(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, investor education and protection fund, employees' state insurance, income-tax, wealth-tax, service tax, sales-tax, customs duty, excise duty, cess and other undisputed statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
(c) According to the information and explanation given to us, there are no dues of income tax, sales-tax, wealth tax, service tax, customs duty, excise duty and cess which have not been deposited on account of any dispute.

(x) The Company has no accumulated losses at the end of the financial year and it has not incurred cash losses in the current and immediately preceding financial year.

(xi) Based on our audit procedures and as per the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of dues to a financial institution or bank. The Company has not issued any debentures.

(xii) According to the information and explanations given to us and based on the documents and records produced to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

(xiii) In our opinion, the Company is not a chit fund or a nidhi/ mutual benefit fund/society. Therefore, the provisions of clause 4(xiii) of the Order are not applicable to the Company.

(xiv) In respect of dealing/trading in shares, securities, debentures and other investments, in our opinion and according to the information and explanations given to us, proper records have been maintained of the transactions and contracts and timely entries have been made therein. The shares, securities, debentures and other investments have been held by the Company, in its own name.

(xv) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.

(xvi) Based on information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.

(xvii) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term investment.

(xviii) The Company has not made any preferential allotment of shares to parties or companies covered in the register maintained under section 301 of the Companies Act, 1956.

(xix) The Company did not have any outstanding debentures during the year.

(xx) The Company has not raised any money through a public issue during the year.

(xxi) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

For S.R. Batliboi & Co.
Chartered Accountants
Per Manoj Gupta
Partner
Membership No.: 83906

Place : New Delhi
Date : 18.05.2009

Balance Sheet as at March 31, 2009

(Rs. in lacs)

	Schedule	As at March 31, 2009	As at March 31, 2008
SOURCES OF FUNDS			
Shareholders' Funds			
Share Capital	1	**4,700.41**	4,685.03
Reserves and Surplus	2	**85,461.08**	86,888.06
		90,161.49	91,573.09
Loan Funds			
Secured loans	3	**36,986.52**	21,375.63
Deferred Tax Liabilities (Net)	4	**4,552.04**	3,918.37
	TOTAL	**131,700.05**	116,867.09
APPLICATION OF FUNDS			
Fixed Assets	5		
Gross block		**79,346.29**	57,004.28
Less : Accumulated Depreciation/Amortisation		**23,404.76**	15,481.01
Net block		**55,941.53**	41,523.27
Capital Work-In-Progress including Capital Advances and Expenditure during construction period		**17,794.21**	4,679.86
		73,735.74	46,203.13
Investments	6	**40,558.66**	45,676.96
Current Assets, Loans and Advances			
Inventories	7	**17,448.55**	11,367.43
Sundry debtors	8	**23,500.38**	19,782.25
Cash and bank balances	9	**6,025.37**	6,966.96
Other current assets	10	**1,484.03**	2,174.42
Loans and advances	11	**20,980.85**	11,104.52
A		**69,439.18**	51,395.58
Less: Current Liabilities and Provisions			
Current Liabilities	12	**50,418.80**	24,143.04
Provisions	13	**1,614.73**	2,265.54
B		**52,033.53**	26,408.58
Net Current Assets (A-B)		**17,405.65**	24,987.00
	TOTAL	**131,700.05**	116,867.09
Notes to Accounts	22		

The Schedules referred to above and notes to accounts form an integral part of the Balance Sheet.

As per our report of even date attached

For S.R.Batliboi & Co.
Chartered Accountants

per Manoj Gupta
Partner
Membership No. 83906

Place : New Delhi
Date : 18.05.2009

For and on behalf of the Board of Directors

Shobhana Bhartia
(Chairperson & Editorial Director)

Dinesh Mittal (VP -Legal, Tax & Company Secretary) | **Piyush Gupta** (Chief Financial Officer) | **Rajiv Verma** (Chief Executive Officer) | **Priyavrat Bhartia** (Whole-time Director)

Profit and Loss Account for the Year ended March 31, 2009

(Rs. in lacs)

		Schedule	For the year ended March 31, 2009	For the year ended March 31, 2008
INCOME				
Turnover		14	**132,303.68**	118,623.27
Other Income		15	**3,473.49**	4,068.57
			135,777.17	122,691.84
EXPENDITURE				
Raw Materials Consumed		16	**54,019.64**	45,582.31
Personnel Expenses		17	**20,358.44**	17,558.18
Operating and Other Expenses		18	**39,406.70**	33,153.52
(Increase)/Decrease in Inventories		19	**(9.94)**	34.79
Exceptional Items		20	**1,881.51**	-
			115,656.35	96,328.80
Profit before depreciation/amortisation, interest and tax (EBITDA)			**20,120.82**	26,363.04
Depreciation/Amortisation			**5,501.16**	4,466.61
Financial Expenses		21	**3,168.80**	1,773.31
Profit before tax			**11,450.86**	20,123.12
Provision for tax				
Current Income Tax /MAT Payable	1,244.44			(4,797.38)
Less :- MAT Credit Entitlement	(1,244.44)		**-**	-
Deferred Tax (Charge)			**(2,582.40)**	(539.69)
Fringe Benefit Tax (net of Rs. Nil, excess reversed for previous year, previous year Rs. 20 lacs)			**(344.30)**	(330.00)
Wealth Tax			**(1.11)**	(1.00)
Total tax (expense)			**(2,927.81)**	(5,668.07)
Net Profit for the year			**8,523.05**	14,455.05
Credit Balance brought forward from previous year			**25,131.11**	13,033.77
Adjustment of Leave benefit liability (net of deferred tax of Rs. 79.20 lacs)			**-**	(153.80)
Previous year losses of merged undertaking			**-**	(7.69)
Amount available for appropriation			**33,654.16**	27,327.33
Appropriations				
Transfer to General Reserve			**500.00**	1,100.00
Proposed dividend (on equity shares) (not liable to TDS)			**705.06**	936.99
Tax on Proposed dividend			**119.83**	159.23
Surplus carried to Balance Sheet			**32,329.27**	25,131.11
Earnings Per Share (Refer Note 19 of Schedule 22)				
Basic in Rs.[Nominal value of shares Rs.2/- (Previous year Rs. 2/-)]			**3.64**	6.17
Diluted in Rs.[Nominal value of shares Rs.2/- (Previous year Rs. 2/-)]			**3.64**	6.17
Notes to Accounts		22		

The schedules referred to above and notes to accounts form an integral part of the Profit and Loss Account.

As per our report of even date attached

For S.R.Batliboi & Co.
Chartered Accountants

per Manoj Gupta
Partner
Membership No. 83906

Place : New Delhi
Date : 18.05.2009

For and on behalf of the Board of Directors

Shobhana Bhartia
(Chairperson & Editorial Director)

Dinesh Mittal (VP -Legal, Tax & Company Secretary) | **Piyush Gupta** (Chief Financial Officer) | **Rajiv Verma** (Chief Executive Officer) | **Priyavrat Bhartia** (Whole-time Director)

Cash Flow Statement for the year ended March 31, 2009

(Rs. in lacs)

	For the year ended March 31, 2009	For the year ended March 31, 2008
A. Cash flow from operating activities		
Profit before tax	**11,450.86**	20,123.12
Adjustments for:		
Depreciation/Amortization	**5,501.16**	4,466.61
Loss on disposal of fixed assets (net)	**11.95**	40.44
Profit on sale of current investments - other than trade (net)	**(0.43)**	(52.52)
Profit on sale of long term investments - (net)	**-**	(91.36)
Dividend income	**(122.99)**	(294.38)
Interest income	**(2,054.01)**	(2,517.85)
Interest expense	**2,942.34**	1,720.86
Unrealised forex fluctuation loss	**483.34**	-
Provision for diminution in value of current investments	**1,129.00**	-
Provision for doubtful debts and advances	**243.04**	3.12
Operating profit before working capital changes	**19,584.26**	23,398.04
Movements in working capital :		
Increase in sundry debtors	**(3,552.80)**	(5,138.73)
Increase in inventories	**(6,081.12)**	(1,177.17)
(Increase)/Decrease in loans and advances	**(2,467.12)**	(2,964.30)
Increase in current liabilities and provisions	**11,871.20**	6,096.68
Cash generated from operations	**19,354.42**	20,214.52
Direct taxes paid	**(3,197.55)**	(5,786.83)
Net cash from operating activities	**16,156.87**	14,427.69
B. Cash flows from investing activities		
Purchase of fixed assets	**(23,941.55)**	(9,947.97)
Proceeds from sale of fixed assets	**45.72**	109.08
Purchase of investments	**(60,115.14)**	(45,168.46)
Sale of investments	**41,060.64**	35,228.35
Loan to subsidiary	**-**	(200.00)
Loan refunded by the subsidiary	**200.00**	-
Inter-corporate deposits	**-**	(1,000.00)
Dividend received	**122.99**	294.38
Interest received	**2,797.78**	473.55
Fixed deposits made with banks	**(43,526.65)**	(53,275.00)
Fixed deposits with banks encashed	**43,279.85**	56,277.33
Net cash (used) in investing activities	**(40,076.36)**	(17,208.74)
C. Cash flows from financing activities		
Acquisition of Radio Division of HT Music & Entertainment Company Limited	**24.97**	-
Equity Shares issued on acquisition of business undertaking of Go4i.com (India) Private Limited	**(0.45)**	(16.11)
Proceeds from short-term borrowings	**24,802.50**	4,875.63
Interest paid	**(2,942.34)**	(1,720.86)
Dividend paid including Taxes on Dividend	**(1,096.14)**	(822.11)
Net cash from financing activities	**20,788.54**	2,316.55
Net decrease in cash and cash equivalents (A + B + C)	**(3,130.95)**	(464.50)
Cash and cash equivalents at the beginning of the year	**5,732.45**	6,196.95
Cash and cash equivalents at the end of the year	**2,601.50**	5,732.45
Components of cash and cash equivalents as at end of the year		
Cash and cheques on hand	**4,180.65**	6,582.54
With Scheduled banks - on current accounts	**1,308.69**	257.10
- on cash credit accounts	**-**	23.17
- on book overdraft account (temporary)	**(2,889.61)**	(1,131.85)
- on unpaid and unclaimed dividend account *	**1.77**	1.49
	2,601.50	5,732.45

*Out of above Rs 1.77 lacs (Previous year Rs. 1.49 lacs) include amount of unclaimed dividend, which is not available for use by the Company.

Note: The above Cash Flow Statement has been prepared under the "Indirect Method" as stated in Accounting Standard 3 on Cash Flow Statement.

As per our report of even date attached

For S.R.Batliboi & Co.
Chartered Accountants

per Manoj Gupta
Partner
Membership No. 83906

Place : New Delhi
Date : 18.05.2009

For and on behalf of the Board of Directors

Shobhana Bhartia
(Chairperson & Editorial Director)

Dinesh Mittal (VP -Legal, Tax & Company Secretary) | **Piyush Gupta** (Chief Financial Officer) | **Rajiv Verma** (Chief Executive Officer) | **Priyavrat Bhartia** (Whole-time Director)

Schedules to the Accounts

(Rs. in lacs)

	As at March 31, 2009	As at March 31, 2008
Schedule 1 : Share Capital		
Authorised		
362,500,000 equity shares of Rs. 2/- each (Previous year 262,500,000 equity shares of Rs. 2/- each) *	**7,250.00**	5,250.00
Nil (Previous year 2,000,000) preference shares of Rs. 100/- each *	**-**	2,000.00
	7,250.00	7,250.00
Issued, Subscribed and Paid up		
234,251,805 equity shares of Rs. 2/- each (Previous year 234,229,205 equity shares of Rs. 2/- each) fully paid	**4,685.03**	4,684.58
Share pending allotment (Refer Note 8 of Schedule 22)	**15.38**	0.45
	4,700.41	4,685.03
Of the above :		
i) 160,985,260 equity shares of Rs. 2/- each (Previous year 160,985,260 equity shares of Rs. 2/- each) are held by The Hindustan Times Limited, the Holding Company.		
ii) 149,749,995 equity shares of Rs. 2/- each (Previous year 149,749,995 equity shares of Rs. 2/- each) were allotted as fully paid-up for consideration other than cash.		
iii) 22,600 equity shares of Rs. 2/- each (Previous year Nil) were allotted as fully paid-up for consideration other than cash during the year.		
iv) 769,230 equity shares of Rs. 2/- each (Previous year Nil) are pending for allotment to The Hindustan Times Limited, the Holding Company (Refer Note 8 of Schedule 22)		
* The Authorised Share Capital in respect of Preference Shares of the Company of Rs 2,000 Lacs stands reclassified to 100,000,000 Equity Shares of Rs.2/- each in terms of approval accorded by the shareholders of the Company by Postal Ballot, for which results were declared on 11th July 2008.		
Schedule 2 : Reserves and Surplus		
Securities Premium Account		
As per last Balance Sheet	**57,497.97**	57,497.97
Less: Licence Fees Amortised (Refer Note 8 of Schedule 22)	**188.73**	-
Less: Adjustment on account of Radio Merger (Refer Note 8 of Schedule 22)	**16,425.00**	-
	40,884.24	57,497.97
Capital Reserve - "I"		
As per last Balance Sheet	**408.98**	417.40
Less : Adjusted during the year on account of Go4i merger	**-**	8.42
	408.98	408.98
Capital Reserve - "II"		
As per last Balance Sheet	**-**	-
Add : Adjustment on account of Radio Merger (Refer Note 8 of Schedule 22)	**7,488.59**	-
	7,488.59	
General Reserve		
As per last Balance Sheet	**1,850.00**	750.00
Transferred from Profit and Loss Account during the year	**500.00**	1,100.00
	2,350.00	1,850.00
Capital Redemption Reserve	**2,000.00**	2,000.00
Profit and Loss Account Balance	**32,329.27**	25,131.11
	85,461.08	86,888.06
Schedule 3 : Secured Loans		
Rupee Term Loan from Punjab National Bank	**7,500.00**	7,500.00
Secured by way of first pari passu charge on entire block of assets which are lying at all work place/office of the Company, consisting of plant & machinery, computers, furniture, fixtures, fittings & furnishers, vehicles (present & future) which now or hereafter from time to time during the continuance of this security, belonging to the Company wherever situated including in-transit. It is further secured by first pari passu charge by deposit of title deeds of immovable property belonging to the Company situated at Noida and Greater Noida and Mohali. (Repayable within a year Rs.7,500 lacs, Previous year Rs. Nil).		
Rupee Term Loan from State Bank of India	**9,000.00**	9,000.00
Secured by way of first pari passu charge by hypothecation of all present and future goods, book debts and all other movable assets, including documents of the title to the goods, outstanding moneys, receivables including receivables by way of cash assistance and/or cash incentive under the Cash Incentive Scheme or any other scheme, claims including claims by way of refund of customs/ excise duties under the Duty Drawback Credit Scheme or any other scheme, bills, invoices, documents, contracts, insurance policies, guarantees, engagements, securities, investments and rights and present and future machinery. It is further secured by pari passu charge by equitable mortgage of immovable property belonging to the Company situated at Noida, Greater Noida and Mohali, by way of a pari passu charge. (Repayable within a year Rs. 9,000 lacs, Previous year Rs. Nil).		
Overdraft from Kotak Mahindra Bank Limited	**545.13**	-
Secured by first exclusive charge on all existing and future current assets/ fixed assets of Radio Business acquired during the year, charged is yet to be transferred from HT Music & Entertainment Company Limited to HT Media Limited.		
Over Draft Facility - from Deutsche Bank	**12,022.68**	4,875.63
Secured by way of pledge on the Company's investment in the units of Templeton Fixed Horizons Fund Series IX - Plan A, Templeton Fixed Horizons Fund Series VIII - Plan E, Templeton Fixed Horizons Fund Series VIII - Plan C, HDFC FMP 370D May 2008, DWS Fixed		

(Rs. in lacs)

	As at March 31, 2009	As at March 31, 2008
Term Fund Series 51 - Institutional Growth, BIRLA FTP Institutional Series AK- Growth		
Cash Credit Facility from Central Bank of India	**13.89**	-
Secured by way of first pari-passu charge on Inventory and Book Debts including outstanding money, receivables and claims of the Company (present and future), and all other tangible movable property such as products, stock-in-trade and goods, whether finished or raw or in process of manufacture, and all articles manufactured therefore belonging to the Company now are or hereafter from time to time brought in or stored or be, in or about the premises, warehouse or godowns of the Company or anywhere else, including any such goods in course of transit or delivery.		
Cash Credit Facility from ABN Amro Bank	**56.86**	-
Secured by way of first pari-passu charge on the current assets of the Company including book debts, raw materials, stocks, spares, semi finished goods, goods in process of manufacture, all goods manufactured therefrom belonging to the Company which now are, or hereinafter from time to time during the subsistence of the facility, be brought in or stored in or about the Company's factory, premises, warehouse or godowns, including any such goods in the course of transit or delivery and other current assets of the Company (present and future).		
External Commercial Borrowing from Standard Chartered Bank	**7,847.96**	-
Secured by way of first charge on all movable plant and machinery including all other movable assets (both present and future) purchased out of the term loan, now stored at or being stored or at present		

(Rs. in lacs)

	As at March 31, 2009	As at March 31, 2008
installed or which may be brought into or stored at or will be installed at the factory premises of the Company or wherever else situated both with a minimum asset coverage of 1.25 times, belonging to the Company or be it at its disposal or be in the course of transit or awaiting transit by any mode of transport to the factory premises. (Repayable within a year Rs. Nil, Previous year Rs. Nil).		
	36,986.52	21,375.63
Schedule 4 : Deferred Tax Liabilities (Net)		
Deferred Tax Liabilities		
Differences in depreciation in block of fixed assets as per tax books and financial books	**6,133.97**	4,711.89
Effect of Income accrued on investment	**161.80**	68.78
Gross Deferred Tax Liabilities	**6,295.77**	4,780.67
Deferred Tax Assets		
Carry Forward of Unabsorbed business losses of Radio Business acquired *	**870.18**	-
Effect of expenditure adjusted from share issue expenses in earlier years but allowable for tax purposes in following years	**20.97**	38.68
Effect of expenditure debited to Profit and Loss Account in the current year/ earlier years but allowable for tax purposes in following years	**283.11**	364.70
Provision for doubtful debts and advances	**569.47**	458.92
Gross Deferred Tax Assets	**1,743.73**	862.30
Net Deferred Tax Liabilities	**4,552.04**	3,918.37

* Refer Note 8 of Schedule 22

Schedule 5 : Fixed Assets

(Rs in lacs)

Particulars	Gross Block					Depreciation/Amortisation					Net Block	
	At 01.04.2008	Additions	Addition due to Merger	Deductions/ (Adjustments)	At 31.03.2009	At 01.04.2008	For the year	Addition due to Merger	Deductions/ (Adjustments)	At 31.03.2009	At 31.03.2009	At 31.03.2008
Tangible Assets												
Land -Leasehold	1,781.58	276.62	-	-	2,058.20	103.47	26.45	-	-	129.92	1,928.28	1,678.11
Buildings	5,243.74	911.04	-	-	6,154.78	616.99	185.82	-	-	802.81	5,351.97	4,626.75
Improvement to Leasehold Premises	1,845.85	1,846.98	858.50	1.07	4,550.26	617.38	625.38	385.19	0.98	1,626.97	2,923.29	1,228.47
Plant & Machinery	41,416.30	7,287.13	2,523.19	96.85	51,129.77	11,680.22	3,610.45	355.57	39.36	15,606.88	35,522.89	29,736.08
Furniture & Fittings	583.72	472.97	90.78	-	1,147.47	226.76	90.21	13.92	-	330.89	816.58	356.96
Vehicles	182.06	21.29	-	2.14	201.21	53.03	18.38	-	2.04	69.37	131.84	129.03
Total Tangible Assets	**51,053.25**	**10,816.03**	**3,472.47**	**100.06**	**65,241.69**	**13,297.85**	**4,556.69**	**754.68**	**42.38**	**18,566.84**	**46,674.85**	**37,755.40**
Intangible Assets												
Website Development	1,006.12	185.32	-	-	1,191.44	15.51	13.34	-	-	28.85	1,162.59	990.61
Software Licenses	4,944.91	238.28	-	-	5,183.19	2,167.65	927.25	-	-	3,094.90	2,088.29	2,777.26
Licence Fees	-	-	7,654.25	-	7,654.25	-	-	1,492.57	(188.73)	1,681.30	5,972.95	-
Software for Radio Business	-	-	36.11	-	36.11	-	1.44	9.36	-	10.80	25.31	-
Music Contents	-	-	39.61	-	39.61	-	2.44	19.63	-	22.07	17.54	-
Total Intangible Assets	**5,951.03**	**423.60**	**7,729.97**	**-**	**14,104.60**	**2,183.16**	**944.47**	**1,521.56**	**(188.73)**	**4,837.92**	**9,266.68**	**3,767.87**
Total	**57,004.28**	**11,239.63**	**11,202.44**	**100.06**	**79,346.29**	**15,481.01**	**5,501.16**	**2,276.24**	**(146.35)**	**23,404.76**	**55,941.53**	**41,523.27**
Previous Year	**50,478.86**	**7,170.57**	**-**	**645.15**	**57,004.28**	**11,505.12**	**4,466.61**	**-**	**490.72**	**15,481.01**	**41,523.27**	**-**
Capital Work In Progress											16,889.05	1,251.68
Capital Advances (Unsecured and considered good)											905.16	3,428.18
Grand Total											**73,735.74**	**46,203.13**

Notes:

1. Motor Vehicle of the cost of Rs. 4.12 lacs (Previous year Rs. 4.12 lacs) is pending for registration in the name of the Company.
2. Fixed Assets of the value of Rs. 20.92 lacs (WDV Rs. 15.71 lacs) [Previous year Rs.Nil (WDV Rs. Nil)] have been discarded during the year.
3. Additions to Plant & Machinery include foreign exchange fluctuation amounting to Rs. 475.04 lacs(Previous year Rs. Nil).
4. Improvement to Leasehold Premises amounting to Rs. Nil (Previous year Rs 180.89 lacs) are held under joint ownership with others.
5. Additions to Fixed Assets for the year includes assets acquired on merger of business undertaking of HT Music & Entertainment Company Limited. (Refer Note 8 of Schedule 22).
6. Capital Work in Progress (CWIP) include Rs.157.80 lacs against Intangible Assets (Previous year Rs.125.34 lacs). CWIP also includes Rs. 1,162.43 lacs (Previous year Rs. 266.58 lacs) and Rs. 89.79 lacs (Previous year Rs. 17.36 lacs) against expenditure during construction period for Tangible & Intangible Assets respectively. (Refer Note 22 of Schedule 22)
7. Capital Advances include Rs. 320.65 lacs (Previous year Rs. Nil) paid towards Company's proportionate share for right to use in the Common Infrastructure for channel transmission (for its four stations) to be built on land owned by Prasar Bharti and to be used by all the broadcasters at respective stations as per the terms of bid document on FM Radio Broadcasting (Phase II)
8. For adjustment in Licence fee refer Note 8 of Schedule 22
9. Capital Advances includes Rs. 3.44 lacs against Intangible Assets (Previous year Rs. Nil)

(Rs. in lacs)

	As at March 31, 2009	As at March 31, 2008
Schedule 6: Investments		
Investments in Shares, Debentures, Bonds and Mutual Funds		
I Long Term		
A. Trade (Unquoted)		
Press Trust of India 457 (Previous year 457) Equity Shares of Rs. 100/- each, fully paid	**0.46**	0.46
United News of India 738 (Previous year 738) Equity Shares of Rs. 100/- each, fully paid	**0.74**	0.74
B. Other than Trade Investments		
Unquoted		
Aksh Optifibre Limited Nil (Previous year 10,000) Zero Coupon Fully Convertible Debentures of Rs. 2,500/- each, fully paid	**-**	250.00
TRAK Services Private Limited 26,646 (Previous Year 26,646) Equity Shares of Rs. 100/- each, fully paid	**500.00**	500.00
Triveni Media Limited 600,000 (Previous Year Nil) Equity Shares of Rs. 10/- each, fully paid	**300.00**	-
Triveni Infrastructure Development Company Limited 259,313 (Previous Year Nil) Equity Shares of Rs. 10/- each, fully paid	**700.15**	-
World Phone Internet Services Private Limited 451,990 (Previous Year Nil) Equity Shares of Rs. 10/- each, fully paid	**1,000.75**	-

(Rs. in lacs)

	As at March 31, 2009	As at March 31, 2008
Micro Retail Limited 150,000 (Previous Year Nil) Equity Shares of Rs. 10/- each, fully paid	**750.00**	-
Micro Secure Solutions Limited 150,000 (Previous Year Nil) Equity Shares of Rs. 10/- each, fully paid	**600.00**	-
Sunil Mantri Realty Limited 1,600,000 (Previous Year Nil) Equity Shares of Re. 1/- each, fully paid	**2,000.00**	-
SchoolsOnWeb.com Private Limited 2,381 (Previous Year Nil) Equity Shares of Rs. 100/- each, fully paid	**250.00**	-
React Media Private Limited 250,000 (Previous year Nil) Zero Coupon Fully Convertible Debentures of Rs. 100/- each, fully paid	**250.00**	-
Catalyst Academy Private Limited 2,000 (Previous Year Nil) Equity Shares of Rs. 10/- each, fully paid	**200.00**	-
Catalyst Academy Private Limited 300,000 (Previous year Nil) Zero Coupon Fully Convertible Debentures of Rs. 100/- each, fully paid	**300.00**	-
New Delhi Centre for Sight Private Limited 28,571 (Previous Year Nil) Equity Shares of Rs. 10/- each, fully paid	**500.00**	-
Aqua Logistics Private Limited 100,000 (Previous Year Nil) Equity Shares of Rs. 10/- each, fully paid	**500.00**	-

Schedules to the Accounts

(Rs. in lacs)

	As at March 31, 2009	As at March 31, 2008
JDS Apparels Private Limited 74,070 (Previous Year Nil) Equity Shares of Rs. 10/- each, fully paid	499.97	-
SRS Entertainment and Retail Limited 750,000 (Previous year Nil) Zero Coupon Fully Convertible Debentures of Rs. 100/- each, fully paid	750.00	-
Galaxy Amaze Kingdom Limited 471,115 (Previous Year Nil) Equity Shares of Rs. 10/- each, fully paid	999.94	-
MVL Limited 500,000 (Previous year Nil) Zero Coupon Fully Convertible Debentures of Rs. 100/- each, fully paid	500.00	-
Birla FTP-Institutional-Series AB- Growth Plan Nil (Previous Year 30,019,592) Units of Rs.10/-each, fully paid	-	3,001.96
Birla FTP Institutional Series AK- Growth * 25,000,000 (Previous Year 25,000,000) Units of Rs.10/- each, fully paid	2,500.00	2,500.00
DWS Capital Protection Oriented Fund- Growth Option - A 3 Years Closed ended fund 3,000,000 (Previous year 3,000,000) Units of Rs.10/- each, fully paid	300.00	300.00
In Subsidiary Companies (Under the same management) (unquoted)		
Firefly e-ventures Limited Nil (Previous Year 10,000,000) Equity Shares of Rs.10/-each, fully paid	-	1,000.00
HT Digital Media Holdings Limited (formerly known as Hindustan Media Limited) 55,500,000 (Previous Year 50,000) Equity Shares of Rs.10/-each, fully paid	5,550.00	5.00
HT Music and Entertainment Company Limited ** 7,500,000 Equity Shares of Re.1/-each (Previous year 15,000,000 Equity Shares of Rs. 10/- each), fully paid	75.00	1,500.00
HT Music and Entertainment Company Limited ** Nil (Previous Year 15,000,000) 1% Non-cumulative redeemable Preference Shares of Rs. 100/- each, fully paid	-	15,000.00
Hindustan Media Ventures Limited (formerly known as Searchlight Publishing House Limited) 6,934,909 (Previous year 3,934,909) Equity Shares of Rs.10/- each, fully paid	1,158.40	858.40
HT Burda Media Limited 6,757,500 (Previous year Nil) Equity Shares of Rs.10/- each, fully paid	675.75	-
In Joint Venture Company (Unquoted)		
Metropolitan Media Company Private Limited 2,795,000 (Previous year 795,000) Equity Shares of Rs. 10/- each, fully paid	2,750.00	750.00
Quoted		
Aksh Optifibre Limited 803,593 (Previous Year 396,825) Equity Shares of Rs. 10/- each, fully paid	500.00	250.00
II Current		
C. Other than Trade Investments (Unquoted)		
Units in Fixed Maturity Plans		
ABN AMRO Fixed Term Plan - Series 8 Yearly Plan A- Institutional - Growth Nil (Previous Year 10,000,000) Units of Rs.10/- each, fully paid	-	1,000.00
DWS Fixed Term Fund-Series 24-Institutional Plan-Growth Option Nil (Previous year 140,000,000) Units of Rs.10/- each, fully paid	-	14,000.00
DWS Fixed Term Fund Series 33-Institutional Growth Option Nil (Previous Year 22,000,000) Units of Rs.10/- each, fully paid	-	2,200.00
Templeton Fixed Horizons Fund Series II -Plan B- Institutional Growth Nil (Previous Year 20,000,000) Units of Rs.10/- each, fully paid	-	2,000.00
Units in Mutual funds		
DWS Fixed Term Fund Series 51 - Institutional Growth * 70,000,000 (Previous year Nil) Units of Rs.10/- each, fully paid	7,000.00	-
HDFC FMP 370D May 2008 * 25,000,000 (Previous year Nil) Units of Rs.10/- each, fully paid	2,500.00	-
HSBC MIP-Saving Plan-Monthly Dividend Reinvest Plan Nil (Previous year 5,221,121.52) Units of Rs.10/- each, fully paid	-	560.40
Templeton Fixed Horizons Fund Series VIII - Plan C * 25,000,000 (Previous year Nil) Units of Rs.10/- each, fully paid	2,500.00	-
Templeton Fixed Horizons Fund Series VIII - Plan E * 20,000,000 (Previous year Nil) Units of Rs.10/- each, fully paid	2,000.00	-
Templeton Fixed Horizons Fund Series IX - Plan A * 33,000,000 (Previous year Nil) Units of Rs.10/- each, fully paid	3,300.00	-
	41,411.16	45,676.96
Less: Provision for diminution in the value of long term investments (Refer Note 18 of Schedule 22)	852.50	-
	40,558.66	45,676.96

* The investment has been pledged with Deutsche bank against Over Draft facility.
** Refer Note 8 of Schedule 22

Notes

1) **Aggregate amount of Quoted investments** Market Value Rs. 72.33 lacs (Previous year Rs. 175.59 lacs)	500.00	250.00
2) **Aggregate amount of Unquoted investments**	40,911.16	45,426.96
3) **Detail of Investments purchased, reinvested and sold during the financial year are as follows:**		

	Face Value Rs. per unit	No. of units #	Cost (Rs. in lacs)
a) Current Year			
Units in Mutual Funds			
DWS Liquid plus-regular daily dividend option	10.00	156,627,158	15,662.72
HSBC MIP-Saving Plan-Monthly Dividend Reinvest Plan	10.00	69,341	6.93
b) Previous Years			
Units In Fixed Maturity Plan			
Kotak FMP 3m Series 18- Dividend Reinvest	10.00	5,101,333	500
Units in Mutual Funds			
Birla Cash Plus - Institutional-Weekly Dividend Re-investment	10.00	3,716,581	400
HSBC Liquid Plus-Institutional - Weekly Dividend	10.00	5,179,295	500
DWS Money Plus Fund-Institutional Plan-Weekly Dividend Reinvest	10.00	7,048,896	700
DWS Insta Cash Plus Fund-Institutional Plan-Daily Dividend Option	10.00	112,914,285	11,303
Birla Cash Plus -Inst Premium Plan - Daily Dividend Reinvest	10.00	29,961,168	3,000
DWS Short Maturity Fund-Weekly Dividend Option	10.00	58,538,228	6,014
Templeton India Short Term Income Plan Institutional-Weekly Dividend Option	10.00	202,946	2,000
BSL Short term Fund -Fortnightly -Div. Reinvestment	10.00	20,429,234	2,000

\# Represents total of transactions on account of renewals and reinvestments

4) Investment of Rs. 5,500 lacs in the equity share capital of Firefly was transferred to HT Digital and in consideration thereof, HT Digital issued and allotted to the Company, its Equity Shares at par, of an aggregate value of Rs. 5,500 lacs

(Rs. in lacs)

		As at March 31, 2009	As at March 31, 2008
Schedule 7 : Inventories			
Raw materials [Includes stock in transit of Rs.162.26 lacs (Previous year Rs. 321.79 lacs)]		15,963.21	9,823.73
Stores and spares [Includes stock in transit of Rs. 30.48 lacs (Previous year Rs. 97.42 lacs)]		1,457.76	1,526.06
Work-in- progress		4.63	6.73
Scrap and waste papers		22.95	10.91
		17,448.55	11,367.43
Schedule 8 : Sundry Debtors			
Debts outstanding for a period exceeding six months			
Secured, considered good		11.44	2.65
Unsecured, considered good		3,729.16	2,294.04
Unsecured, considered doubtful		1,525.19	1,319.21
Other debts			
Secured, considered good		1,363.28	850.01
Unsecured, considered good		18,396.50	16,635.55
Unsecured, considered doubtful		72.26	4.54
		25,097.83	21,106.00
Less : Provision for doubtful debts		1,597.45	1,323.75
		23,500.38	19,782.25
Due from a Company under the same management within the meaning of Section 370 (1B) of the Companies Act, 1956. -HT Music & Entertainment Company Limited.		-	681.62
Schedule 9 : Cash and Bank Balances			
Cash on hand		131.90	107.42
Cheques in hand		4,048.75	6,475.12
Balances with scheduled banks:			
On current accounts		1,308.69	257.10
On cash credit account		-	23.17
On deposit accounts *		534.26	102.66
On unpaid and unclaimed dividend account		1.77	1.49
		6,025.37	6,966.96

* Includes fixed deposit receipts pledged with bank amounting to Rs. 243.94 lacs (Previous year Rs.2.39 lacs)

		As at March 31, 2009	As at March 31, 2008
Schedule 10 :Other Current Assets			
Interest accrued on deposits		2.57	20.27
Income accrued on Investments		1,428.08	2,154.15
Income accrued but not due		53.38	-
		1,484.03	2,174.42
Schedule 11 : Loans and Advances			
Unsecured, considered good			
Inter-corporate deposits		1,000.00	1,000.00
Material on Loan		68.62	897.28
Advances recoverable in cash or kind or for value to be received		2,962.69	1,983.29
Loan to a subsidiary		-	200.00
Deposits – others		2,377.38	1,846.33
Advance towards share application money		1,850.00	300.00
Loan to HT Media Employee Welfare Trust*		2,174.28	2,174.28
MAT Credit Entitlement		1,244.44	-
Service Tax Credit Receivable		311.65	77.26
Advance towards purchase of properties (to be considered as investments in property)	7,050.43	-	-
Less : Provision for estimated diminution (Refer Note 18 of Schedule 22)	(276.50)	6,773.93	2,148.58
Advance payment of income tax/ tax deducted at source (net of provision for tax)		2,217.86	477.50
Unsecured, considered doubtful		-	-
Advances recoverable in cash or kind or for value to be received		32.74	26.41
		21,013.59	11,130.93
Less: Provision for doubtful advances		32.74	26.41
		20,980.85	11,104.52
* (Refer Note 10 of Schedule 22)			
Included in Loans and Advances are:			
i) Due from an officer of the Company (Maximum amount outstanding during the year - Rs. 15.59 lacs (Previous year Rs.15.59 lacs)		15.00	15.59
ii) Due as loans/advances from Companies under the same management within the meaning of Section 370 (1B) of the Companies Act, 1956:			
- Firefly e-Ventures Limited		1,266.63	985.77
- HT Music and Entertainment Company Limited		-	-
- HT Burda Media Limited		377.16	-
Maximum amount due as loans/advances from such companies at any time during the year:			
- Firefly e-Ventures Limited		1,285.77	985.77
- HT Music and Entertainment Company Limited		2,500.00	-
- HT Burda Media Limited		377.16	-
iii) The maximum amount due as advance against preference share capital from HT Music and Entertainment Company Limited at any time during the year.		-	800.00

(Rs. in lacs)

	As at March 31, 2009	As at March 31, 2008
Schedule 12 : Current Liabilities		
Acceptances	9,857.99	-
Sundry creditors	19,662.31	15,022.11
Unclaimed dividend *	1.49	1.49
Book overdraft with a bank	2,889.61	1,131.85
Payable to subsidiaries	247.70	409.98
Customers and Agents Balances	1,602.56	1,216.58
Advances from Customers	13,383.05	4,138.12
Sundry deposits	2,007.63	1,651.37
Interest accrued but not due on loans	255.90	-
Other Liabilities	510.56	571.54
	50,418.80	24,143.04
Included in Sundry creditors are:		
i) Total outstanding dues of Micro and Small Enterprises. (Refer Note 20 of Schedule 22)	2.43	19.36
ii) Total outstanding dues of creditors other than Micro and Small Enterprises.	19,659.88	15,002.75
(Due to Holding Company inclued in (ii) above)	67.86	0.60

* Amount payable to Investor Education Protection Fund Rs. Nil

	As at March 31, 2009	As at March 31, 2008
Schedule 13 : Provisions		
For staff benefit schemes	787.92	1,169.39
For Wealth tax (net of advance tax)	1.11	-
Fringe benefit tax	0.63	-
For Proposed dividend - on equity shares	705.26	936.92
For Tax on proposed dividend	119.81	159.23
	1,614.73	2,265.54

(Rs. in lacs)

		For the year ended March 31, 2009	For the year ended March 31, 2008
Schedule 14 : Turnover			
Advertisement Revenue		112,989.63	101,371.48
Sale of News and Publications		15,311.11	14,890.36
Job Work Revenue		2,243.09	1,366.94
Sale of scrap and waste papers		1,026.30	994.49
Airtime Sales			
Gross Sale	842.52		
Less :Service Tax	(108.97)	733.55	-
		132,303.68	118,623.27
Schedule 15 : Other income			
Interest (Gross) on			
- Bank deposits (Gross, tax deducted at source Rs. 3.23 lacs, Previous year Rs. 44.52 lacs)		16.19	195.91
- Loan to Subsidiary (Gross, tax deducted at source Rs.34.24 lacs, Previous year Rs. Nil)		150.15	0.27
- Others (Gross, tax deducted at source Rs.32.72 lacs, Previous year Rs.23.98 lacs)		144.38	147.76
Dividend income (From current investments - other than trade)		122.99	294.38
Income from Investments (Current - other than trade)		1,405.85	419.78
Income from Investments (Long Term - other than trade)		337.43	1,754.13
Foreign exchange difference (net)		-	365.82
Profit on sale of current investments - other than trade (net)		0.43	52.52
Profit on sale of long term investments - (net)		-	91.36
Unclaimed balances/unspent liabilities written back (net)		542.14	561.22
Miscellaneous income		753.93	185.42
		3,473.49	4,068.57
Schedule 16 : Raw Materials Consumed			
Inventories as at the beginning of the year		9,823.73	9,134.09
Purchases during the year		60,462.71	46,671.07
Less: Sale of damaged newsprint		303.59	399.12
		69,982.85	55,406.04
Less: Inventories as at the end of the year		15,963.21	9,823.73
		54,019.64	45,582.31
Schedule 17 : Personnel Expenses *			
Salaries, wages and bonus		18,435.52	15,861.75
Provision for gratuity		245.29	89.97
Contribution to provident and other funds		976.32	914.72
Workmen and staff welfare expenses		701.31	691.74
		20,358.44	17,558.18

* Refer Note 22 of Schedule 22 for Expenditure during Construction Period

	For the year ended March 31, 2009	For the year ended March 31, 2008
Schedule 18 : Operating and Other Expenses *		
Consumption of stores and spares	3,228.63	2,921.82
Printing and service charges	4,048.89	3,841.07
News services and despatches	2,412.03	2,303.76
Power and fuel	1,829.83	1,623.48
Advertising and sales promotion	11,474.27	9,201.80
Freight and forwarding charges (net)	1,832.40	1,695.60
Service charges on advertisement revenue	686.90	671.90
Rent	2,227.36	1,516.94
Rates and taxes	84.81	30.73
Insurance	193.92	246.69
Repairs and maintenance:		
- Plant and Machinery	1,036.71	919.20
- Buildings	233.83	334.71
- Others	13.79	11.22
Travelling and conveyance	1,782.26	1,669.81
Communication costs	1,083.27	960.51
Legal and professional fees	2,292.37	1,919.24
Directors' sitting fees	4.80	4.35
Auditor's remuneration (Refer Note 21.6 of Schedule 22)	54.54	62.57
Foreign exchange difference (net)	1,016.43	-
Provision for doubtful debts and advances	243.04	3.12
Loss on disposal of fixed assets (net)	11.95	40.44
Licence Fees	59.69	-
Programming Cost	128.92	-
Donations	14.23	-
Bad debts written off	6.77	-
Miscellaneous expenses	3,405.06	3,174.56
	39,406.70	33,153.52

* Refer Note 22 of Schedule 22 for Expenditure during Construction Period

Schedules to the Accounts

(Rs. in lacs)

	For the year ended March 31, 2009	For the year ended March 31, 2008
Schedule 19 : (Increase)/Decrease in Inventories		
Inventories as at the end of the year		
- Work-in-progress	4.63	6.73
- Scrap and waste papers	22.95	10.91
	27.58	17.64
Inventories as at the beginning of the year		
- Work-in-progress	6.73	48.23
- Scrap and waste papers	10.91	4.20
	17.64	52.43
	(9.94)	34.79
Schedule 20 : Exceptional Items *		
Provision for diminution in long term investments	852.50	-
Provision for diminution on advances given against property	276.50	-
Business consultancy charges	752.51	-
	1,881.51	-
* (Refer Note 18 of Schedule 22)		
Schedule 21 : Financial Expenses		
Interest		
- on term loans	1,712.99	1,601.79
- to banks and others	1,229.35	119.07
Bank charges	226.46	52.45
	3,168.80	1,773.31

Schedule 22: Notes to Accounts

1. Nature of Operations

The Company publishes 'Hindustan Times', an English daily, 'Hindustan', a Hindi daily and 'Mint', a Business paper daily except on Sunday and two monthly Hindi magazines, 'Kadambini' and 'Nandan'. The Company has also acquired Radio business of one of its subsidiary w.e.f. 1 January, 09 which is engaged into the business of providing entertainment, radio broadcast and all other related activities through its Radio Stations operating under brand name 'Fever 104' in cities of Delhi, Mumbai, Kolkata and Bangalore.

The Company derives revenue primarily from the sale of the above mentioned publications, advertisements published therein, by undertaking printing jobs and Airtime advertisements aired at the aforesaid radio stations. The Company also derives revenue from the internet business, by displaying advertisements on its websites, 'hindustantimes.com' and 'livemint.com'.

2. Basis of preparation

The financial statements are prepared to comply in all material aspects with Indian Accounting Standards as notified by the Companies (Accounting Standards) Rules, 2006 and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on accrual basis. The accounting policies have been consistently applied by the Company and except for the changes in accounting policies as discussed more fully below, are consistent with those used in the previous year.

3. Use of estimate

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

4. Changes in Accounting Policies

The Company has changed its policy with respect to the exchange difference on foreign currency transactions relating to acquisition of fixed assets. These differences have been adjusted to the carrying amount of fixed assets pursuant to retrospective amendments (with effect from 7th December, 2006) to Accounting Standard (AS-11) on " Effects of Changes in Foreign Exchange Rates" vide GSR notification 225(E) dated 31st March 2009. The above accounting treatment followed by the Company is consistent with the revised AS-11.

Had the Company continued to use the earlier basis of accounting for foreign exchange fluctuation, the Profit after taxation for the current year would have been lower by Rs.313.57 lacs (Net of tax of Rs.161.47 lacs) and net block of fixed assets (including CWIP) would correspondingly have been lower by Rs.475.04 lacs.

5. Statement of Significant Accounting Policies

(a) Fixed Assets

Value for individual Fixed Assets acquired from the holding company in earlier years had been allocated based on the valuation carried out by independent experts.

Other Fixed Assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition of Fixed Assets which takes substantial period of time to get ready are also included to the extent they relate to the period till such assets are ready for their intended use.

Leasehold improvements represent expenses incurred towards civil works, interior furnishings, etc on the leased premises at various locations.

(b) Depreciation

Leasehold Land and Leasehold Improvements are amortized over the useful life or unexpired period of lease (whichever is lower) on a straight line basis.

In respect of fixed assets acquired in an earlier year from the holding company, which are estimated to have lower residual lives than envisaged as per the rates provided in Schedule XIV to the Companies Act, 1956, depreciation is provided based on such estimated lower residual life.

In respect of fixed assets (Plant & Machinery- printing press) acquired during the year 2004-05 from the holding company, depreciation is provided on straight line method over estimated useful life of 5 years as technically assessed by an independent expert.

Assets costing below Rs.5,000 each are fully depreciated in the year of acquisition.

Depreciation on other assets (except those acquired from the holding company) are provided on Straight Line Method at the rates computed based on estimated useful life of the assets, which are equal to the corresponding rates prescribed in Schedule XIV to the Companies Act, 1956.

(c) Intangibles

Software Licenses

Value for individual software license acquired from holding company in an earlier year had been allocated based on the valuation carried out by an independent expert.

Software licenses acquired from the holding company, which are estimated to have lower residual lives than that envisaged above, are amortised over such estimated lower residual lives.

Cost relating to other software licenses which are purchased is capitalized and amortized on a straight line basis over their estimated useful lives of five years or six years, as the case may be.

Software licenses costing below Rs.5,000 each are fully depreciated in the year of acquisition.

Website Development

Cost relating to website development is capitalized and amortized over their estimated useful lives of six years on a straight line basis.

License Fees

One Time Entry Fees paid by the Company for acquiring licenses having useful life of 10 years for its Radio Business including consultancy cost for Bidding Phase II is capitalized and is amortized on a straight line basis.

Music Contents

Cost relating to music contents, which are purchased, is capitalized and amortised on a straight line basis over their estimated useful lives of four years.

(d) Expenditure on new projects and substantial expansion

Expenditure directly relating to construction activity is capitalized. Indirect expenditure incurred during construction period is capitalized as part of the indirect construction cost to the extent to which the expenditure is indirectly related to construction or is incidental thereto. Other indirect expenditure (including borrowing costs) incurred during the construction period, which is not related to the construction activity nor is incidental thereto is charged to the Profit & Loss Account. Income earned during construction period is adjusted against the total of the indirect expenditure.

All direct capital expenditure incurred on expansion is capitalized. As regards indirect expenditure on expansion, only that portion is capitalized which represents the marginal increase in such expenditure involved as a result of capital expansion. Both direct and indirect expenditure are capitalized only if they increase the value of the asset beyond its originally assessed standard of performance.

(e) Leases (where the Company is the lessee)

Leases where the lessor effectively retains substantially all the risks and benefits of ownership over the leased term, are classified as operating leases. Operating lease payments/receipt are recognized as an expense/income in the Profit and Loss Account on a straight-line basis over the lease term.

(f) Investments

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of Cost and Fair Value determined on an individual investment basis. Long-term investments are carried at cost, however, provision for diminution in value is made to recognise a decline other than a temporary in the value of the investments.

(g) Inventories

Inventories are valued as follows :

Raw materials, stores and spares	Lower of cost and net realizable value. However, material and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost is determined on a weighted average basis.
Work-in-progress	Lower of cost and net realizable value. Cost represents direct materials cost.
Scrap and Waste papers	At net realizable value.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

(h) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Specifically, the following basis is adopted:

Advertisements

Revenue is recognized as and when advertisement is published / displayed and is disclosed net of discounts.

Sale of News & Publications, Waste Paper and Scrap

Revenue is recognized when the significant risks and rewards of ownership have passed on to the buyer and is disclosed net of sales return and discounts.

Printing Job Work

Revenue from printing job work is recognized on the completion of job work as per terms of the agreement.

Airtime Revenue

Revenue from radio broadcasting is recognized on an accrual basis on the airing of client's commercials.

Interest

Revenue is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable. Income on investment made in the units of fixed maturity plans of mutual funds is recognized based on the yield earned and to the extent of reasonable certainty.

Dividend

Revenue is recognized if the right to receive payment is established by the balance sheet date.

(i) Foreign currency transactions

Initial Recognition

Foreign currency transactions are recorded in the reporting currency by applying to the foreign currency amount, the exchange rate between the reporting currency and the foreign currency prevailing at the date of the transaction.

Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction and non- monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

Exchange differences

Exchange differences, in respect of accounting periods commencing on or after 7th December, 2006, arising on reporting of long-term foreign currency monetary items at rates different from those at which they were initially recorded during the period, or reported in previous financial statements, in so far as they relate to the acquisition of a depreciable capital asset, are added to or deducted from the cost of the asset and are depreciated over the balance life of the asset, and in other cases, are accumulated in a "Foreign Currency Monetary Item Translation Difference Account" in the enterprise's financial statements and amortized over the balance period of such long-term asset/liability but not beyond accounting period ending on or before 31st March, 2011.

Exchange differences arising on the settlement of monetary items not covered above, or on reporting such monetary items of company at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognized as income or as expenses in the year in which they arise.

Forward Exchange Contracts not intended for trading or speculation purposes

The premium or discount arising at the inception of forward exchange contracts is amortized as expense or income over the life of the contract. Exchange differences on such contracts are recognized in the statement of profit and loss in the year in which the exchange rates change. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognized as income or as expense for the year.

(j) Retirement and other employee benefits

i. Retirement benefits in the form of Provident Fund is a defined contribution scheme and the contribution are charged to the Profit and Loss Account of the year when the contribution to the fund is due.

ii. Gratuity is a defined benefit plan and provision in respect of made as per actuarial valuation carried out as per projected unit credit method by an independent actuary as at year end and is contributed to Gratuity Fund created by the Company.

iii. Provision for leave encashment arising on long term benefits is accrued and made on the basis of an actuarial valuation carried out as per projected unit credit method by an independent actuary at the year end. Short term compensated absences are provided for based on estimates.

iv. Actuarial gains/losses are immediately taken to Profit and Loss account and are not deferred.

v. Retirement benefits in the form of Provident Fund and Pension Schemes are defined contribution schemes and the contributions are charged to the Profit and Loss Account of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the respective funds.

(k) Impairment

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amounts of an asset exceed its recoverable amount. The recoverable amount is the greater of the assets net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.

(l) Provisions

A provision is recognized when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on best estimate required to settle the obligation at each Balance Sheet date. These are reviewed at each Balance Sheet date and are adjusted to reflect the current best estimates. Provision for expenditure relating to voluntary retirement is made when the employee accepts the offer of early retirement and such provision amount is charged to Profit and Loss Account in the year of provision.

(m) Income Taxes

Tax expense comprises fringe benefit, current and deferred taxes. Fringe benefit and current income tax are measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Deferred Income Tax reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to the taxes on income levied by same governing taxation laws. Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each balance sheet date the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be that sufficient future taxable income will be available against which such deferred tax assets can be realised.

The carrying amount of deferred tax assets are reviewed at each balance sheet date. The Company writes-down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

MAT credit is recognized as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the Minimum Alternative Tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in Guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the Profit and Loss Account and shown as MAT Credit Entitlement. The Company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income -tax during the specified period.

(n) Earnings Per Share

Basic Earnings Per Share is calculated by dividing the net profit or loss for the year attributable to Equity Shareholders (after deducting preference dividend and attributable taxes) by the weighted average number of equity shares outstanding during the year. The weighted average numbers of equity shares outstanding during the year are adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

For the purpose of calculating Diluted Earnings Per Share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

(o) Employee Stock Compensation Cost

Measurement and disclosure of the employee share-based payment plans is done in accordance with SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the Guidance Note on Accounting for Employee Share-based Payments, issued by The Institute of Chartered Accountants of India. The Company measures compensation cost relating to employee stock options using the intrinsic value method. Compensation expense is amortized over the vesting period of the option on a straight line basis.

(p) Cash Flow Statement

Cash flows are reported using indirect method, whereby profit before tax is adjusted for the effects transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, financing and investing activities of the Company are segregated.

Cash and Cash equivalents in the cash flow statement comprise cash at bank and in hand and short term investments with an original maturity of three months or less.

(q) Segment Reporting Policies

Identification of segments :

The Company's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the areas in which major operating divisions of the Company operate.

Inter segment Transfers :

The Company generally accounts for intersegment sales and transfers as if the sales or transfers were to third parties at current market prices.

Allocation of Common Costs:

Common allocable costs are allocated to each segment on a rational basis based on nature of each such common cost.

Unallocated Items:

Corporate income and expenses are considered as a part of unallocable income & expense, which are not identifiable to any business segment.

Segment Policies :

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the company as a whole.

(r) Broadcast License Fees

License fees are charged to revenue at the rate of 4% of gross revenue for the period or 10% of Reserve One Time Entry Fee (ROTEF) for the concerned city, whichever is higher. Gross Revenue for this purpose is revenue derived on the basis of billing rates inclusive of any taxes and without deduction of any discount given to the advertiser and any commission paid to advertising agencies. ROTEF means 25% of highest valid bid in the city.

6. During the year ended March 31, 2005, the Company acquired the printing undertaking at New Delhi from its holding company namely The Hindustan Times Limited (HTL).The writ petition filed by the ex –workmen of HTL challenging the transfer of business was quashed by the Hon'ble Delhi High Court on May 9, 2006. Thereafter, the ex-workmen of HTL raised the industrial dispute before Delhi Government, who referred the dispute to Industrial Tribunal-I, Karkardooma Courts, New Delhi (Tribunal). During the course of the proceedings before Tribunal, the ex-workmen moved application for interim relief. The Tribunal vide its order dated March 8, 2007, granted interim relief to the ex-workmen of HTL to the extent of 50% of last drawn wages from the date of such order till the disposal of the matter.

However, HTL challenged the said order before Hon'ble Delhi High Court in a Writ Petition, wherein the Hon'ble Court modified the order of the Tribunal to the extent that the amount equivalent to 50% so received by ex-workmen will be set off against their retrenchment compensation (not encashed by the above ex-workmen till date), in the event of HTL succeeding in the writ petition. The Hon'ble Court further clarified that payment will be made only from date of the High Court order (i.e. March 23, 2007) till the disposal of writ petition and it further stayed the order and proceedings pending before the Tribunal.

The said writ stands disposed of by Delhi High Court vide order dated 16.01.2009 by holding that it was agreed between the parties to make the payment to ex-workmen till the amount of their Retrenchment Compensation is exhausted. The stay on the proceedings before the Industrial Tribunal was also vacated by High Court and accordingly proceedings before the Industrial Tribunal has re-started.

Schedules to the Accounts

7. Segment Information

Identification of Segments:

Primary Segment

Business Segment

The Company is presently engaged in the business of Printing and Publication of Newspapers & Periodicals and in the business of radio broadcast and all other related activities through its Radio channels operating under brand name 'Fever 104' in India. Accordingly the Company has organised its operations into two major businesses: "Printing and Publishing of Newspapers and Periodicals" and "Radio Broadcast".

Secondary Segment

Geographical Segments

The Company's operations are mostly within India and do not have operations in economic environments with different risks and returns. Hence, it is considered operating in single geographical segment.

Segment Information for the Year ended March 31,2009- Information about Primary Segments

(Rs. in lacs)

Particulars	Printing & Publishing	Radio Broadcast	Total
Revenue			
External	131,570	734	132,304
Inter-Segment	-	-	-
Other Income	1,296	-	1,296
Inter-Segment	-	-	-
Total Revenue	**132,866**	**734**	**133,600**
Results			
Segment Results	14,534	(209)	14,325
Interest Expenses			3,169
Interest Income & Income from Investments			2,177
Operating Profit			**13,333**
Exceptional Item (Net)			1,882
Profit Before Taxation			**11,451**
Provision for Taxation (Including taxes for earlier years)			2,584
Provision for Fringe Benefit Tax			344
Profit After Taxation			**8,523**
Other Information			
Segment Assets	127,193	10,055	137,248
Unallocated Assets	-	-	46,485
Total	**127,193**	**10,055**	**183,733**
Segment Liabilities	49,523	1,684	51,207
Unallocated Liabilities	-	-	41,540
Total	**49,523**	**1,684**	**92,747**
Capital Expenditure	28,607	427	29034
Depreciation / Amortisation	5,381	120	5501

Note: Since the company has acquired Radio Business during the year, previous years comparatives have not been given. (Refer Note 8 of Schedule 22)

8. Merger of Radio business

The Board of Directors of the Company at its meeting held on November 28, 2008 approved a Scheme of Arrangement and Restructuring u/s 391-394 read with Sections 100-104 of the Companies Act, 1956 between the HT Music and Entertainment Company Limited ("Demerged Company") and the Company ("Resulting Company") (hereinafter referred to as "the Scheme").

The Scheme, *inter-alia*, provides for the following:

[A] Upon the Scheme coming into effect and with effect from Appointed Date-1 i.e. 30th September, 2008 (closing business hours):

I. Reduction of Equity Share Capital of the Demerged Company, by reducing face value of equity shares from Rs.10 to Re.1 by cancelling Rs.9 per equity share.

II. Reduction of Preference Share Capital of the Demerged Company, by reducing face value of preference shares from Rs.100 to Rs.62 by cancelling Rs.38 per preference share.

III. The loss of Rs.70,50,00,000 on reduction of paid-up value of Equity and Preference Share Capital in Demerged Company held by Resulting Company as contemplated in A I & A II above shall be adjusted against Securities Premium Account.

[B] Upon the Scheme coming into effect and with effect from Appointed Date-2 i.e. 1st January, 2009 (opening business hours):

I. Demerger of Radio Business of the Demerged Company and transfer and vesting thereof, as a going concern into the Company.

II. Reduction of issued, subscribed and paid up Equity Share Capital of HT Music by Rs. 1,00,00,000 proportionately amongst the equity shareholders from Rs.2,00,00,000 divided into 2,00,00,000 equity shares of Re.1 each to Rs.1,00,00,000 divided into 1,00,00,000 equity shares of Re.1 each.

III. Cancellation of the entire issued, subscribed and paid-up Preference Share Capital of Rs.93,00,00,000.

IV. The loss of Rs.94,00,00,000 on reduction of paid-up value of Equity and Preference Share Capital in Demerged Company held by HT Media as contemplated in B II & B III above shall be adjusted against Securities Premium Account.

The Equity Shareholders, Secured and Unsecured Creditors of the Company, at their respective meetings held on 28th January, 2009 in terms of the Order made on 19th December, 2008 by the Hon'ble Delhi High Court, approved the Scheme. Thereafter, the Scheme was sanctioned by the Hon'ble Delhi High Court in terms of the Order passed on 19th March, 2009. Consequent upon approval of the Ministry of Information and Broadcasting for demerger of Radio Business of the Demerged Company and transfer and vesting thereof into the Company (as provided in the Scheme) vide its order no.212/30(11)/2006-FM dated 15th May,2009, the Scheme came into effect from 1st January, 2009.

In accordance with the provision of the Scheme outlined in Para A above, the loss of Rs. 70,50,00,000 on reduction of paid-up value of Equity and Preference Share Capital in Demerged Company held by the Company, has been adjusted against Securities Premium Account.

The loss on reduction of paid-up value of Equity Share Capital and Preference Share Capital of the Demerged Company held by the Company mentioned in Para B above, has also been adjusted against Securities Premium Account.

The application and reduction of the Securities Premium Account in two tranches as mentioned above, has been effected in terms of the Scheme and in accordance with the provisions of Sections 100 to 104 of the Companies Act, 1956, and as the same does not involve either diminution of liability in respect of unpaid share capital or payment to any shareholder of any paid-up share capital, the provisions of Section 101 of the Companies Act, 1956 are not applicable, However, the Order of the Hon'ble Court sanctioning the Scheme is deemed to be an Order under Section 102 of the Companies Act, 1956 confirming reduction of capital.

In terms of the Scheme of Arrangement and Demerger, 7,69,230 Equity Shares of Rs.2 each of the Company shall be allotted to the external shareholders of the Demerged Company against consideration of Radio Business of the Demerged Company.

The assets and liabilities, rights and obligation of Radio business of the Demerged Company have been vested with the Company w.e.f. Jan 1, 2009. The Scheme has, accordingly, been given effect to in these accounts. The amalgamation has been accounted for under the "Pooling of Interests Method" as per Scheme of Amalgamation. Accordingly, the assets and liabilities of the Radio Business as at Jan 1, 2009 have been taken over at cost.

The Scheme inter-alia also provides that the difference in the recorded value of assets in the books of account of the Resulting Company over recorded value of liabilities in the books of account of the Resulting Company and the face value of the New Equity Shares allotted by the Resulting Company shall be recorded by the Resulting Company as capital reserve, which may be treated as free reserves. Particulars of Assets and Liabilities acquired:

(Rs. in lacs)

Particulars	Amount
Assets	
Fixed Assets	8,926.19
Capital Work in Progress	412.08
Cash & Bank Balances	209.77
Loans & Advances	835.25
Sundry Debtors (net of provision)	1,334.71
Deferred Tax Assets	1,948.87
Total (A)	**13,666.87**
Secured Loan	666.42
Unsecured Loan	2,500.00
Current Liabilities and Provisions	2,996.48
Total (B)	**6,162.90**
Net Assets acquired (A - B)	**7,503.97**
Less: Face Value of new shares issued	**15.38**
Balance adjusted against Capital Reserve	**7488.59**

The provision for tax for the current year has been computed after adjusting the carried forward business loss of Rs.12,378.28 lacs of the demerged undertaking.

One Time Entry Fees paid for acquiring licences for Radio business paid by the Demerged Company in earlier years is capitalized and amortized on straight line basis. The same shall be amortized against the credit balance of securities premium account over the useful life of the said licences or their unexpired period (whichever is lower) from date of Merger of Radio business as per the approved Scheme. Consequently amount of Rs.188.73 lacs has been debited to the Securities Premium Account in the current year.

9. The Company has till date, invested in Firefly e-Ventures Limited through its wholly owned subsidiary company HT Digital Media Holdings Limited (formerly Hindustan Media Limited), Rs. 5,500 lacs by way of Equity Share Capital. Firefly is engaged in the internet related business like Jobs, Social networking etc.

The aforesaid company has been presently incurring losses. The accumulated losses as at March 31, 2009 are Rs.4,127.43 lacs. The Company, however, is of the view that the nature of business of the said company being such, the losses were expected in the initial years and the said company based on future projections prepared for next five years expects to generate sufficient income which will enable it to offset the entire amount of accumulated losses incurred upto date. In view of this, no impairment provision is considered against this investment.

10. As approved by the shareholders at their Extra-ordinary General Meeting held on October 21, 2005, during an earlier year, the Company has given interest-free loan of Rs. 2,174.28 lacs to HT Media Employee Welfare Trust which in turn purchased 4,68,044 Equity Shares of Rs. 10/- each of HT Media Limited (as on date equivalent to 23,40,220 Equity Shares of Rs. 2/- each) from the open market [average cost per share – Rs. 92.91 based on Equity Share of Rs. 2/- each], for the purpose of granting Options under the 'HTML Employee Stock Option Scheme' (the Scheme), to eligible employees.

During the financial year 2007-08, the Scheme was modified to the effect – (a) Options granted w.e.f. September 15, 2007 shall vest as per previous revised schedule of vesting period; and (b) to extend the coverage of the Scheme to the eligible full-time employees of the subsidiary company.

The Options granted under the Scheme shall vest as per two Schedules of vesting period which are hereinafter referred to as 'Plan A' and 'Plan B' (applicable to Options granted w.e.f. September 15, 2007). Options granted under both the plans are exercisable for a period of 10 years after the scheduled vesting date of the last tranche of the Options as per the Scheme.

The relevant details of the Scheme are as under:

	Plan A	Plan B
Dates of Grant	09.01.2006 05.12.2006 23.01.2007	25.09.2007
Date of Board approval	20.09.2005	12.10.2007
Date of Shareholder's approval	21.10.2005	30.11.2007
Number of options granted	889,760* 99,980* 228,490	773,765
Method of Settlement	Equity	Equity
Vesting Period (see table below)	24 to 48 months	12 to 48 months
Exercise Period	10 years after the scheduled vesting date of the last tranche of the Options, as per the Scheme	
Vesting Conditions	Employee remaining in the employment of the Company during the vesting period	

*Adjusted for face value of Rs.2/- after stock split

Note: Approvals obtained from the Board of Directors and Shareholder's of the Company for the 'Plan B' were with retrospective effect from 15.09.2007

Details of the vesting period are:

Vesting Period from the Grant date	Vesting Schedule	
	Plan A	Plan B
On completion of 12 months	Nil	25%
On completion of 24 months	10%	25%
On completion of 36 months	40%	25%
On completion of 48 months	50%	25%

The details of activity under Plan A and Plan B (effective from 15th September, 2007) of the Scheme have been summarized below:

	Plan A 2008-2009		Plan A 2007-2008	
	Number of options	Weighted Average Exercise Price (Rs.)	Number of options	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	846,075	107.52	991,880	116.59
Granted during the year	-	-	-	-
Forfeited during the year	204,785	141.45	145,805	169.23
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	641,290	96.69	846,075	107.52
Exercisable at the end of the year	185,219	93.82	66,047	92.30
Weighted average remaining contractual life (in years)	10.84		12.00	
Weighted average fair value of options granted	-		-	

	Plan B 2008-2009		Plan B 2007-2008	
	Number of options	Weighted Average Exercise Price (Rs.)	Number of options	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	773,765	208.15	-	-
Granted during the year	-	-	773,765	208.15
Forfeited during the year	114,858	208.15	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	658,907	208.15	773,765	208.15
Exercisable at the end of the year	164,727	208.15	-	-
Weighted average remaining contractual life (in years)	12.50		13.50	
Weighted average fair value of Options granted	-		123.17	

None of the Options granted in the above mentioned plans of the Scheme have been exercised till date.

The details of exercise price for stock options outstanding at the end of the current year ended March 31, 2009 are

Range of exercise prices	Number of options outstanding	Weighted average remaining contractual life of options (in years)	Weighted average exercise price (Rs.)
Plan A			
Rs. 92.30 to Rs.170.80	641,290	10.84	96.69
Plan B			
Rs. 208.15	658,907	12.50	208.15

The details of exercise price for stock options outstanding at the end of the previous year ended March 31, 2008 are

Range of exercise prices	Number of options outstanding	Weighted average remaining contractual life of options (in years)	Weighted average exercise price (Rs.)
Plan A			
Rs. 92.30 to Rs.170.80	846,075	12.00	107.52
Plan B			
Rs. 208.15	773,765	13.50	208.15

There is no effect of the employee share based payment plans on the Profit and Loss Account for the current year and on the financial position of the Company.

The weighted average fair value of stock options granted during the year was Rs. Nil (Previous year Rs. 123.17). The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs

	2008-2009*	2007-2008
Grant Date	NA	25.09.2007
Expected Volatility	NA	32.63%
Life of the options granted (Vesting and exercise period) in years	NA	8 years to 11 years
Average risk-free interest rate	NA	7.88% - 8.03%
Expected dividend yield	NA	0.25%

*Company has not granted any options during the financial year 2008-09

Difference between employee compensation cost (calculated using the intrinsic value of stock options) and the employee compensation cost (calculated on the fair value of the options) is Rs.332.89 lacs (Previous year Rs. 380.48 lacs). Had the fair value method been used the profit would have been lower by Rs.332.89 lacs (Previous year Rs. 380.48 lacs) & adjusted basic & diluted EPS would have been Rs.3.56 (Previous year Rs.6.01) (Nominal value of share Rs.2).

11. In terms of the Scheme of Arrangement and Demerger under Sections 391-394 of the Companies Act, 1956 between the Company and Go4i.com (India) Private Limited (Go4i.com) and their respective shareholders and creditors effective July 1, 2006 (Appointed Date), the Company has, during the year allotted 22,600 Equity Shares of Rs.2/- each to the shareholders of Go4i.com on July 21, 2008.

12. Gratuity (Post Employment Benefit plan)

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of services gets a gratuity on separation at 15 days salary (last drawn salary) for each completed year of service. The Company has formed a Gratuity Trust to which contribution is made based on actuarial valuation done by independent valuer.

The following table summarize the components of net benefit expenses recognized in the Profit and Loss Account and the Funded status and amount recognized in the Balance Sheet for respective plans:

Amount recognized in Profit and Loss Account

(Rs. in lacs)

	Gratuity For the year ended 31st March 2009	Gratuity For the year ended 31st March 2008
Current service cost	197.80	157.44
Interest cost on benefit obligation	83.42	72.36
Expected return on plan assets	(48.11)	(81.81)
Net actuarial (gain) / loss recognized in the year	(65.35)	(58.02)
Net Benefit Expense	167.76	89.97
Actual return on planned assets	2.38	102.55

Amount recognized in Balance Sheet

(Rs. in lacs)

	Gratuity As at 31st March 2009	Gratuity As at 31st March 2008
Present value of funded obligations	1,108.08	1,052.09
Fair value of plan assets	832.92	962.12
Total Surplus/ (Deficit)	**(275.16)**	**(89.97)**
Present value of unfunded obligations	-	-
Less: Unrecognised past service cost	-	-
Net (liability)/Asset recognized in B/S	(275.16)	(89.97)

Changes in the present value of obligation are as follows:

(Rs. in lacs)

	2008-09 Gratuity	2007-08 Gratuity
Present value of obligation as at 01/04/2008*	1,069.52	904.54
Current Service cost	197.80	157.44
Interest cost	83.42	72.36
Actuarial loss /(gains) on obligation	(111.07)	(37.29)
Benefits paid	(131.59)	(44.96)
Present value of obligation as at 31/03/2009	1,108.08	1,052.09

*Opening Present value of obligation contains the present value of obligation of Radio Business acquired during the year.

Changes in the fair value of plan assets are as follows:

(Rs. in lacs)

	2008-09 Gratuity	2007-08 Gratuity
Fair value of plan assets as at 01/04/2008	962.12	643.67
Expected return plan assets	48.11	81.81
Contributions by employer	-	260.87
Benefits paid	(131.59)	(44.96)
Actuarial gain/(losses) on plan assets	(45.73)	20.73
Fair value of plan assets as at 31/03/2009	832.91	962.12

Schedules to the Accounts

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

	Gratuity	Gratuity
Investments in Unit Linked Plan	75.17%	91.45%

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled. There has been significant change in expected rate of return on assets due to the improved stock market scenario.

The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

	Gratuity	Gratuity
Discount rate	7.8%	8%
Expected rate of return on plan assets	5%	12.71%
Employee turnover		
upto 30 years	3% & 8%	3%
From 31 to 44 years	2% & 7%	2%
Above 44 years	1% & 0%	1%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors on long term basis. The Company expects to contribute Rs 275.16 lacs to gratuity fund in the year 2009-10.

Disclosure of the amount required by paragraph 120(n) of AS-15 need not be given as the Company has adopted the standard from FY 2007-08. Prior years Gratuity benefit plan have been taken only for One year.

(Rs. in lacs)

	2008-09	2007-08
Defined Benefit Obligation	1108.08	1052.09
Plan Assets	832.92	962.12
Deficit	275.16	89.97
Experience Adjustment on Plan Liabilities- (Gain)/Loss	759.87	-
Experience Adjustment on Plan Assets- (Gain)/Loss	(1,199.06)	-

(Rs. in lacs)

Defined Contribution Plan:	**2008-09**	2007-08
Contribution to Provident Fund		
Charged to Profit and Loss Account	951.54	866.50

13. Interest in Joint Venture Company

The Company's interest in a Joint Venture Company is as follows:

Name of the Joint Venture Company (JVC)	Country of Incorporation	Proportion of ownership interest	For the year ended	Description of interest
Metropolitan Media Company Private Limited (Incorporated on September 12, 2006) (MMCPL)	India	50%	March 31, 2009	JV established for publishing 'Metro Now' English daily.

The Company's share of the assets, liabilities, income and expenses of the jointly controlled entity as at and for the year ended March 31, 2009 are as follows-
Proportion of Company's interest in JVC MMCPL

(Rs. in lacs)

Assets	As at March 31, 2009	As at March 31, 2008
Fixed assets (net block)	95.90	97.78
Deferred tax assets (net)	392.34	392.34
Inventories	5.13	10.40
Sundry debtors	200.55	104.09
Cash and bank balances	186.57	236.42
Other current assets	10.08	3.71
Loans and advances	8.08	18.86
Liabilities		
Current liabilities	479.98	880.15
Provisions	7.14	7.33
Income		
Turnover	933.16	655.21
Other income	5.68	7.16
Expenses		
Raw materials consumed	1593.36	577.89
Personnel expenses	225.37	211.30
Operating and other expenses	665.15	809.55
Depreciation	16.38	15.15
Preliminary expenses written off	-	-
Deferred tax credit	-	323.42
Fringe benefit tax	3.17	9.49
Contingent liabilities	-	-
Capital commitments	-	-

14. Names of Related Parties

Parties having direct or indirect control over the Company (Holding Company)	The Hindustan Times Limited
Subsidiaries	Hindustan Media Ventures Limited *(formerly known as Searchlight Publishing House Limited)* HT Music and Entertainment Company Limited. Firefly e- Ventures Limited HT Digital Media Holdings Limited *(formerly known as Hindustan Media Limited)* HT Burda Media Limited *(w.e.f. 22.07.2008)* HT Mobile Solutions Limited *(w.e.f. 19.02.2009)*
Group companies where common control exists (Fellow Subsidiaries) and where transactions have taken place during the year	Go4i.com (India) Private Limited PaxtonTrexim Private Limited
Joint Venture	Metropolitan Media Company Private Limited
Key Management Personnel	Smt. Shobhana Bhartia (Chairperson & Editorial Director), Mr. Shamit Bhartia (Whole time Director) Mr. Priyavrat Bhartia (Whole time Director)
Relatives of key management personnel	Late Dr. K.K.Birla (upto 30th August, 2008)
Enterprises owned or significantly influenced by Key Management Personnel or their relatives and where transactions have taken place during the year	The Hindustan Times Limited HT Music and Entertainment Company Limited Firefly e- Ventures Limited

Related Party Transactions

(Rs.in lacs)

	Holding Company		Subsidiary/ Fellow Subsidiaries		Joint Venture		Key Management personnel		Relatives of Key Management Personnel		Enterprises owned or significantly influenced by Key Management Personnel or their relatives		Total	
Transactions during the year ended	**March 31, 2009**	**March 31, 2008**	**March 31, 2009**	**March 31, 2008**	**March 31, 2009**	**March 31, 2008**	**March 31, 2009**	**March 31, 2008**	**March 31, 2009**	**March 31, 2008**	**March 31, 2009**	**March 31, 2008**	**March 31, 2009**	**March 31, 2008**
REVENUE TRANSACTIONS														
- Stores Material														
Hindustan Media Ventures Ltd			80.80	115.94									80.80	115.94
- Waste Papers														
Hindustan Media Ventures Ltd			5.73	5.87									5.73	5.87
Job Revenue														
Metropolitan Media Company Pvt Ltd					673.92	518.46							673.92	518.46
Process Management Fees / Mgmt Consultancy Fees Received														
HT Burda Media Ltd			35.34	-									35.34	-
Metropolitan Media Company Pvt Ltd					13.36	22.90							13.36	22.90
Share of Advertisement Revenue Paid														
HT Music and Entertainment Company Ltd			148.24	39.99									148.24	39.99
Firefly e-Ventures Ltd			1.24	-									1.24	-
Metropolitan Media Company Pvt Ltd					750.37	416.03							750.37	416.03
Printing & Service Charges paid														
Hindustan Media Ventures Ltd			1,680.58	1,619.84									1,680.58	1,619.84
Paxton Trexim Pvt Ltd											412.42	164.58	412.42	164.58
Sitting fee														
Late Dr. K.K. Birla									-	0.60			-	0.60
Interest Received														
HT Music and Entertainment Company Ltd			106.65	-									106.65	-
Firefly e-Ventures Ltd			43.50	0.27									43.50	0.27
Rent Received														
HT Music and Entertainment Company Ltd			0.24	0.24									0.24	0.24
Firefly e-Ventures Ltd			27.46	-									27.46	-
HT Burda Media Ltd			28.92	-									28.92	-
Dividend paid on Equity Shares														
The Hindustan Times Ltd	485.26	643.94											485.26	643.94
Advertisement Revenue														
HT Music and Entertainment Company Ltd			324.99	611.53									324.99	611.53
Firefly e-Ventures Ltd			452.93	-									452.93	-
Metropolitan Media Company Pvt Ltd					28.95	49.69							28.95	49.69
Maintenance Expenses														
HT Music and Entertainment Company Ltd			20.64	16.04									20.64	16.04
Go4i.com (India) Pvt Ltd			-	6.00									-	6.00
Payment for Employees on Deputation														
Hindustan Media Ventures Ltd			324.65	307.52									324.65	307.52
Receipt for Employees on Deputation														
HT Music and Entertainment Company Ltd			26.93	26.97									26.93	26.97
Firefly e-Ventures Ltd			26.93	148.32									26.93	148.32
Metropolitan Media Company Pvt Ltd					4.13	7.08							4.13	7.08
Remuneration paid to Key managerial personnel														
Smt. Shobhana Bhartia							170.48	131.95					170.48	131.95
Shri Priyavrat Bhartia							75.60	51.63					75.60	51.63
Shri Shamit Bhartia							73.23	47.46					73.23	47.46
Rent Paid														
The Hindustan Times Ltd	593.71	513.42											593.71	513.42
Security deposits given by the Company														
The Hindustan Times Ltd	-	371.00											-	371.00
Advertising and Sales Promotion														
The Hindustan Times Ltd	46.37	44.94											46.37	44.94
Hindustan Media Ventures Ltd			-	0.83									-	0.83
HT Music and Entertainment Company Ltd			215.91	180.40									215.91	180.40
Reimbursement of expenses incurred on behalf of the company by parties														
The Hindustan Times Ltd	169.29	246.09											169.29	246.09
Hindustan Media Ventures Ltd			19.27	8.95									19.27	8.95
HT Music and Entertainment Company Ltd			10.04	-									10.04	-
Reimbursement of expenses incurred on behalf of the parties by company														
The Hindustan Times Ltd	0.04	-											0.04	-
Hindustan Media Ventures Ltd			1.37	1.07									1.37	1.07
HT Music and Entertainment Company Ltd			3.84	98.51									3.84	98.51
Firefly e-Ventures Ltd			20.19	662.50									20.19	662.50
Hindustan Digital Media Holdings Ltd			-	1.36									-	1.36
HT Burda Media Ltd			273.30	-									273.30	-
Metropolitan Media Company Pvt Ltd					5.93	4.22							5.93	4.22
CAPITAL TRANSACTIONS														
Loans Given														
HT Music and Entertainment Company Ltd			2,500.00	-									2,500.00	-
Firefly e-Ventures Ltd			300.00	200.00									300.00	200.00
Reimbursement of Capital expenditure incurred on behalf of the company by parties														
The Hindustan Times Ltd	-	858.98											-	858.98
Hindustan Media Ventures Ltd			60.63	-									60.63	-
Firefly e-Ventures Ltd			-	8.50									-	8.50
Reimbursement of Capital expenditure incurred on behalf of the parties by company														
HT Burda Media Ltd			44.26	-									44.26	-
Purchase/ (Sale) of Fixed Assets by Company														
The Hindustan Times Ltd	281.56	-											281.56	-
HT Burda Media Ltd			(5.90)	-									(5.90)	-
Business Acquired														
Go4i.com (India) Pvt Ltd			-	8.42									-	8.42
HT Music and Entertainment Company Ltd			8,926.18	-									8,926.18	
Contents Purchased														
HT Music and Entertainment Company Ltd			-	200.00									-	200.00
Newsprint on Loan														
Metropolitan Media Company Pvt Ltd					-	858.12							-	858.12
Repayment of Newsprint Loan Given														
Metropolitan Media Company Pvt Ltd					789.50	-							789.50	-
Investments made														
Hindustan Media Ventures Ltd			300.00	-									300.00	-
HT Music and Entertainment Company Ltd			-	3,250.00										3,250.00
Firefly e-Ventures Ltd*			4,500.00	1,000.00									4,500.00	1,000.00
Hindustan Digital Media Holdings Ltd*			5,545.00	5.00									5,545.00	5.00
HT Burda Media Ltd			675.75	-									675.75	-
Metropolitan Media Company Pvt Ltd					2,000.00	495.00							2,000.00	495.00
Investment/ Loans adjusted with Business acquired during the year														
HT Music and Entertainment Company Ltd (Refer Note 8 of Schedule 22)			18,925.00	-									18,925.00	-
Share Capital pending allotment														
The Hindustan Times Ltd	15.38	-											15.38	-
BALANCE OUTSTANDING AT THE PERIOD ENDED ON 31-03-09														
Investment in Shares (including premium)														
Hindustan Media Ventures Ltd			1,158.40	858.40									1,158.40	858.40
HT Music and Entertainment Company Ltd			75.00	16,500.00									75.00	16,500.00
Firefly e-Ventures Ltd			-	1,000.00									-	1,000.00
Hindustan Digital Media Holdings Ltd			5,550.00	5.00									5,550.00	5.00
HT Burda Media Ltd			675.75	-									675.75	-
Metropolitan Media Company Pvt Ltd					2,750.00	750.00							2,750.00	750.00
Advance against Share Application Money														
Hindustan Media Ventures Ltd			-	300.00									-	300.00
Loans Given														
Firefly e-Ventures Ltd			-	200.00									-	200.00
Metropolitan Media Company Pvt Ltd					68.62	858.12							68.62	858.12
Equity Share Capital (Including pending allotment)														
The Hindustan Times Ltd		3,235.09	3,219.71										3,235.09	3,219.71
Receivable as Advances / Debtors														
HT Music and Entertainment Company Ltd				-	681.62								-	681.62
Firefly e-Ventures Ltd				1,266.64	785.77								1,266.64	785.77
HT Burda Media Ltd				377.16	-								377.16	-
Metropolitan Media Company Pvt Ltd						345.88	133.96						345.88	133.96
Payable as Creditors														
The Hindustan Times Ltd	67.86	0.60											67.86	0.60
Hindustan Media Ventures Ltd			225.93	96.14									225.93	96.14
HT Music and Entertainment Company Ltd			20.94	313.85									20.94	313.85
Go4i.com (India) Pvt Ltd			0.83	3.88									0.83	3.88
Metropolitan Media Company Pvt Ltd					42.35	94.95							42.35	94.95
Paxton Trexim Pvt Ltd											15.07	36.60	15.07	36.60
Security deposits given by the Company														
The Hindustan Times Ltd	1,091.00	1,091.00											1,091.00	1,091.00

* During the year, company has made investment in HT Digital Media Holding Limited (formally known as Hindustan Media Limited) of Rs. 5,500 lac (other than cash) in lieu of investment made in Firefly e-Ventures Limited of Rs. 5,500 lac, given to HT Digital Media Holding Limited in form of consideration.

Schedules to the Accounts

15. Details of Loans and advances to subsidiaries, associates and firm/companies in which directors are interested (as required by clause 32 of listing agreement):

(Rs. In lacs)

Particulars	Current Year	Previous Year
Loans and Advances to subsidiaries		
- Firefly e-Ventures Limited. Maximum amount due at any time during the year*	**1,285.77**	985.77
Balance as on 31st March 2009	**1,266.63**	985.77
- HT Music and Entertainment Company Limited Maximum amount due at any time during the year**	**2,500.00**	800.00
- HT Burda Media Limited Balance as on 31st March 2009	**377.16**	-
Maximum amount due at any time during the year	**377.16**	-

* Loans and Advances includes loan of Rs.500 lacs (previous year Rs.200 lacs) adjusted against the investment during the year.

** Loans and Advances includes loan of Rs.2,500 lacs (previous year Rs.Nil) has been adjusted against merger of radio business during the year. (Refer Note 8 of Schedule 22)

16. Derivative Instruments and Hedged Foreign Currency Exposure

(a) Particulars of hedged import vendors at applicable exchange rates in respect of Forward Contracts outstanding as at Balance Sheet date

(Figures. in lacs)

Currency	Exchange rates	Amount in Foreign Currency	Amount in Indian Rupees	Amount in Foreign Currency	Amount in Indian Rupees	Purpose
		As at March 31, 2009		As at March 31, 2008		
USD	49.20	5.00	246.00	-	-	To hedge import vendors
USD	51.72	4.00	206.86	-	-	
USD	51.82	5.00	259.10	-	-	
USD	52.02	2.00	104.03	-	-	
USD	52.06	7.50	390.41	-	-	
USD	52.03	2.00	104.06	-	-	
USD	52.21	4.00	208.84	-	-	
USD	52.28	5.00	261.38	-	-	
USD	52.17	4.00	208.66	-	-	
USD	52.25	5.00	261.23	-	-	
USD	52.18	4.00	208.70	-	-	
USD	52.10	2.00	104.20	-	-	
USD	51.24	5.00	256.18	-	-	
USD	51.39	2.00	102.78	-	-	
USD	51.54	4.00	206.14	-	-	
		60.50	**3,128.56**	**-**	**-**	**-**

(b) Particulars of Unhedged Foreign Currency exposure as at the Balance Sheet date.

Particulars	Currency	As at March 31, 2009 Amount in respective currency	Exchange Rate in Rs.	As at March 31, 2008 Amount in respective currency	Exchange Rate in Rs.
Sundry Creditors	USD	2,859,248	50.74	11,487,312	40.07
	EURO	974,169	67.01	-	-
	CHF	9,704	45.50	11,808	40.11
Sundry Debtors	USD	416,944	50.72	296,230	39.64
	EURO	12,250	66.97	217,052	62.58
	GBP	10,813	72.42	-	-
Provision for Liability	USD	170,168	50.74	-	-
Acceptances	USD	19,062,685	50.74	-	-
	EURO	276,940	67.01	-	-
Secured Loan	USD	15,467,010	50.74	-	-

17. Leases

Rental expenses in respect of operating leases are recognized as an expense in the Profit and Loss Account, on a straight-line basis over the lease term.

Operating Lease (for assets taken on Lease)

a) The Company has taken various residential, office and godown premises under operating lease agreements. These are generally cancellable leases and are renewable by mutual consent on mutually agreed terms with or without rental escalations.

b) Lease payments recognized for the year are Rs. 2,227.36 lacs (Previous year Rs. 1,516.94 lacs) and are disclosed as Rent under Schedule 18.

c) The future minimum lease payments under non-cancellable operating leases
- Not later than one year is Rs. 998.84 lacs (Previous year Rs. 421.51 lacs);
- Later than one year but not later than five years is Rs. 2,411.25 lacs (Previous year Rs. 1,188.81 lacs);
- Later than five years is Rs. 1,921.76 lacs (Previous year Rs. 227.14 lacs).

d) Sub- lease Income recognized in Profit and Loss Account for the year are Rs. 53 lacs.(Previous year Rs. Nil)

18. Exceptional Items:

a) Provision of Rs. 852.50 lacs towards diminution in Long Terms Investments, as estimated by management based on valuation done by independent valuer.

b) Provision of Rs. 276.50 lacs towards diminution in value of advances paid for purchase of properties, as estimated by management based on quotations from independent property consultants.

c) One time and non-recurring expenditure of Rs. 752.51 lacs towards consultancy charges paid for drawing up strategic plan(s) for new areas of business.

19. Calculation of Earning Per Share (EPS)

(Rs. in lacs)

	For the year ended March 31, 2009	For the year ended March 31, 2008
Net profit for the year after tax for calculation of basic & diluted EPS	**8,523.05**	14,455.05
Number of Equity Shares at the beginning of the year (outstanding for 365 days)	**234,229,205**	234,229,205
Number of Equity Shares issued on July 21, 2008 (outstanding for 254 days)	**22,600**	-
Number of Equity Shares at the end of the year	**234,251,805**	234,229,205
Weighted average number of equity shares in calculating basic EPS	**234,244,932**	-
Number of Equity Shares pending allotment from January 1, 2009 (outstanding for 90 days)	**769,230**	-
Weighted average number of equity shares in calculating diluted EPS	**234,434,605**	-
Basic EPS in Rs.	**3.64**	6.17
Diluted EPS in Rs. [Nominal Value of share of Rs. 2/- (Previous year Rs. 2/-)]	**3.64**	6.17

20. Additional information pursuant to the provisions of Part I of Schedule VI to the Companies Act, 1956

(Rs. in lacs)

	As at March 31, 2009	As at March 31, 2008
Details of dues to Micro and Small Enterprises as per MSMED ACT, 2006.		
a) Principal amount (all suppliers)	**2.43**	19.36
b) Interest due thereon at the end of the accounting year	**Nil**	Nil
c) Amount of interest paid along with the amount of payment made to the supplier beyond the appointed day during the accounting year	**Nil**	Nil
d) Amount of interest due and payable for period of delay in making the payment	**Nil**	Nil
e) Amount of Interest accrued and unpaid at the end of accounting year	**Nil**	Nil
f) Amount of interest remaining due and payable even in succeeding years, until such date when the interest due as above is actually paid for purpose of disallowance as a deductible expenditure under section 23 of Micro, Small and Medium Enterprises Development Act 2006.	**Nil**	Nil

21. Additional information pursuant to the provisions of paragraphs 3, 4, 4B, 4C and 4D of Part II of Schedule VI to the Companies Act, 1956

21.1

(Rs. in lacs)

	For the year ended March 31, 2009	For the year ended March 31, 2008
a. Directors' Remuneration*		
Salaries	**291.00**	174.00
Contribution to provident fund	**23.40**	18.72
Perquisites	**4.91**	38.32
	319.31	231.04

* As the future liability for gratuity and leave encashment is provided on an actuarial basis for the Company as a whole, the amount pertaining to the directors is not ascertainable and, therefore, not included above

b. Computation of net profit in accordance with Section 198 read with section 309(5) of the Companies Act, 1956 ("the Act") and maximum amount permissible for managerial remuneration

(Rs. In lacs)

Particulars	Current year	Previous Year
Profit/ (Loss) as per Profit & Loss Account (before taxes & extraordinary items)	**11,450.85**	20,123.12
Add:		
Directors' Remuneration	**319.31**	231.04
Loss /(Profit) on sale of fixed assets (net)	**11.95**	40.44
Provision / (Write back) for Doubtful Debts and Advances	**249.81**	3.12
Loss / (Profit) on Sale of Investment	**(0.43)**	(143.88)
Provision for Investments and Advances	**1129.00**	-
Net profit in accordance with Section 198 of the Act	**13,160.49**	20,253.84
Other Directors Commission	**Nil**	Nil
Restricted to maximum amount payable	**N.A**	N.A

c. During the year, Mrs. Shobhana Bhartia (Chairperson & Editorial Director), Mr. Priyavrat Bhartia and Mr. Shamit Bhartia (Whole-time directors) are voluntarily drawing a lower basic salary of Rs. 11 lacs w.e.f 01-02-09 along with consequential revision in other components of their remuneration part linked to basic salary.

21.2 Earnings in foreign currency (on cash basis)

(Rs. in lacs)

	For the year ended March 31, 2009	For the year ended March 31, 2008
Export of newspapers and periodicals at FOB Value	**1.37**	0.66
Advertisements	**536.41**	676.3
Royalty	**537.21**	0.36
	1074.99	677.38

21.3 Expenditure in foreign currency (on cash basis)

Travelling	**112.36**	74.76
Professional fees	**519.90**	759.40
Advertisement & Publicity expenses	**298.72**	-
Others	**985.81**	807.03
	1916.79	1641.19

21.4 Value of imports calculated on CIF basis

Raw materials	**38,326.57**	29,295.23
Stores and Spares	**894.60**	1,391.79
Capital goods	**9,361.70**	981.75
	48,582.87	31668.77

21.5 Net Dividend remitted in foreign currency*

Number of NRI Shareholders	**3**	1
Number of Shares held by them**	**29,931,821**	21,279,240
Dividend Paid (Rs. in lacs)	**119.73**	63.84
Year to which dividend relates	**2007-08**	2006-07

* excluding Dividend credited to FCNR/NRE account of NRI's and also payments of Dividend to Foreign Institutional Investors on repatriation basis.

** Face value per share Rs. 2/- (Previous year Rs. 2/-).

21.6 Auditor's Remuneration

As Auditor *		
Audit Fee	**27.00**	30.00
Tax Audit Fee	**4.50**	5.00
Limited Review	**15.00**	15.00
Out of Pocket expenses	**2.58**	1.25
As adviser or in any other capacity , in *		
Certification as other services	**-**	4.40

* These figures are exclusive of Service Tax amounting to Rs. 5.46 lacs (Previous year Rs.6.92 lacs)

21.7 Licensed Capacity and Installed Capacity

	As at March 31, 2009	As at March 31, 2008
Installed Capacity (Impression per hour)	**1,416,000**	1,197,000

Notes: (i) Licensed capacity is not applicable

(ii) Installed capacity is as per technical estimates (excludes press owned by others where the Company's publications are printed.)

21.8 Actual Production and Sales

	Unit	Quantity (in lacs) For the year ended March 31, 2009	Quantity (in lacs) For the year ended March 31, 2008	Value (Rs. in lacs) For the year ended March 31, 2009	Value (Rs. in lacs) For the year ended March 31, 2008
Actual Production	Pages	**330,881.52**	336,198.58		
	Copies	**10,757.12**	10,093.21		
Sales	Copies	**10,114.97**	9,619.09	**15,311.11***	14,477.84*

Notes: i) Includes pages/copies produced by presses owned by others where the Company's publications are printed but excludes pages/copies printed on job work.

ii) Difference in the quantity tally is on account of unsold, complimentary copies etc.

* Does not include value of news content sold amounting to Rs.Nil (previous year Rs.412.52 lacs)

21.9 Consumption of raw materials

	Quantity (M.T. in lacs) For the year ended March 31, 2009	Quantity (M.T. in lacs) For the year ended March 31, 2008	Value (Rs. in lacs) For the year ended March 31, 2009	Value (Rs. in lacs) For the year ended March 31, 2008
Newsprint	**147,104.321**	153,447.341	**50,506.85**	42,348.32
Ink	**2,750.887**	2,700.551	**3,512.79**	3,233.99
Total			**54,019.64**	45,582.31

21.10 Imported and indigenous raw materials, stores and spares consumed (excluding consumption included in expenditure during construction period)

	Percentage of Total Consumption For the year ended March 31, 2009	Percentage of Total Consumption For the year ended March 31, 2008	Value (Rs. in lacs) For the year ended March 31, 2009	Value (Rs. in lacs) For the year ended March 31, 2008
i) Raw materials				
- Imported	**68.79**	71.10	**37,148.71**	32,408.98
- Indigenously obtained	**31.21**	28.90	**16,870.93**	13,173.33
	100.00	100.00	**54,019.64**	45,582.31
ii) Stores and Spares				
- Imported	**51.14**	56.26	**1,652.85**	1,643.67
- Indigenously obtained	**48.86**	43.74	**1,575.78**	**1,278.15**
	100.00	100.00	**3,228.63**	2,921.82

22. Expenditure during construction period

(Rs. in lacs)

Particulars	As At March 31, 2009 Tangible	As At March 31, 2009 Intangible	As At March 31, 2008 Tangible	As At March 31, 2008 Intangible
Balance brought forward	**266.58**	**17.36**	-	-
Add: Incurred during the year				
- Trial Run Expenses	42.39			
- Personnel Expenses	873.22	213.23	406.04	53.37
- Rent	31.94	-	5.00	-
- Travelling and Conveyance	62.77	6.03	18.45	-
- Legal and professional fees	8.14	-	0.71	-
- Miscellaneous Expenses	5.18	-	2.49	-
- Finance Charges	763.10	-	21.57	-
	1,786.74	**219.26**	**454.26**	**53.37**
Less: Allocated to fixed assets during the year	890.89	146.83	187.68	36.01
Balance Carried Forward*	**1,162.43**	**89.79**	**266.58**	**17.36**

* included under capital work in progress in Schedule 5.

23. Capital Commitment

(Rs. in lacs)

	As at March 31, 2009	As at March 31, 2008
Estimated amount of contracts remaining to be executed on capital account and not provided for	**2,274.41**	12,242.93

24. Previous Year comparatives

Previous year's figures have been regrouped / recasted where necessary to conform to this year's classification.

As per our report of even date attached

For and on behalf of the Board of Directors

For S.R.Batliboi & Co.
Chartered Accountants

Shobhana Bhartia
(Chairperson & Editorial Director)

per Manoj Gupta
Partner
Membership No. 83906

Dinesh Mittal
(VP -Legal, Tax & Company Secretary)

Piyush Gupta
(Chief Financial Officer)

Rajiv Verma
(Chief Executive Officer)

Priyavrat Bhartia
(Whole-time Director)

Place: New Delhi
Date :18.05.2009

Balance Sheet Abstract and Company's General Business Profile as per part (IV) of Schedule VI to the Companies Act, 1956

I Registration Details :

Registration No.	117874	State Code	55
Balance Sheet Date	31.03.2009		

II Capital raised during the year (Amount in Rs.Thousands)

Public Issue	NIL	Right Issue	NIL
Bonus Issue	NIL	Private Placement	
		-Equity	45
		-Preference	NIL

III Position of mobilisation and deployment of Funds (Amount in Rs.Thousands)

Total Liabilities	13,170,005	Total Assets	13,170,005
Sources of Funds			
Paid-up Capital	470,041	Reserves & Surplus	8,546,108
Secured Loans	3,698,652	Deffered Tax Liabilities	455,204
		Unsecured Loans	NIL
Application of Funds			
Net Fixed Assets	7,373,574	Investments	4,055,866
Net Current Assets	1,740,565	Accumulated Losses	NIL

IV Performance of the Company (Amount in Rs.Thousands)

Turnover (Gross Revenue)	13,577,717	Total Expenditure	12,432,631
Profit / (Loss) Before Tax	1,145,086	Profit / (Loss) After Tax	852,305
Earning Per Share in (Rs.)	3.64	Dividend Rate	15%

V Generic Name of Two Principal Products/Services of the Company (as per monetary terms)

Product Description	Item Code
Printing/Publication of Newspapers	490210.01
Printing/Publication of Periodicals	490290.02

Statement pursuant to Section 212 of the Companies Act, 1956 relating to Subsidiary Companies

Name of the Subsidiary Company	Hindustan Media Ventures Limited (formerly known as Searchlight Publishing House Limited)	HT Music and Entertainment Company Limited	HT Burda Media Limited	HT Digital Media Holdings Limited (formerly known as Hindustan Media Limited)	Firefly e-Ventures Limited
Financial Year of the Subsidiary Company ended on	**31st March, 09**	**31st March, 09**	**31st March, 09**	**31st March, 09**	**31st March, 09**
Number of shares in the Subsidiary Company held by HT Media Limited and its nominee at the above date	6,934,909 Equity shares of Rs. 10 each	7,500,000 Equity shares of Re. 1 each	6,757,500 Equity shares of Rs. 10 each	55,500,000 Equity shares of Rs. 10 each	55,000,000 Equity shares of Rs. 10 each
Extent of holding	99.27%	75%	51%	100%	*100%
Net aggregate of profit/(loss) of the Subsidiary Company so far as they concern the members of HT Media Limited					
i) dealt with in the accounts of HT Media Limited amounted to:					
a) For Subsidiary Company's Financial Year ended on 31st March, 2009	Nil	Nil	Nil	Nil	Nil
b) For previous financial years of the Subsidiary Company since it became subsidiary company of HT Media Limited	Nil	Nil	Nil	Nil	Nil
ii) not dealt with in the accounts of HT Media Limited amounted to:					
a) For Subsidiary Company's Financial Year ended on 31st March, 2009 (Rs in Lacs)	7.77	(3,096.10)	(242.66)	(39.32)	(3,418.25)
b) For previous financial years of the Subsidiary Company since it became subsidiary company of HT Media Limited (Rs. in Lacs)	94.44	(7,042.19)	(242.66)	(39.72)	(4,127.44)

* Indirect wholly owned subsidiary of HT Media Limited. Shares held through HT Digital Media Holdings Limited.

Note: HT Mobile Solutions Limited, indirect wholly owned subsidiary of HT Media Limited (shares held through HT Digital Media Holdings Limited) was incorporated on Feb 19, 2009 and its first financial year would be ending on March 31, 2010.

For and on behalf of the Board of Directors

Shobhana Bhartia
(Chairperson & Editorial Director)

Dinesh Mittal
(VP-Legal, Tax & Company Secretary)

Piyush Gupta
(Chief Financial Officer)

Rajiv Verma
(Chief Executive Officer)

Priyavrat Bhartia
(Whole-time Director)

Place : New Delhi
Date : 18.05.2009

Information relating to Subsidiary Companies pursuant to Section 212 (8) of the Companies Act, 1956 for the financial year ended on 31st March, 2009.

The required information relating to the Subsidiary Companies for the financial year ended on 31st March, 2009 is given below :

(Rs. in lacs)

Particulars	Hindustan Media Ventures Limited (formerly known as Searchlight Publishing House Limited)	HT Music and Entertainment Company Limited	HT Burda Media Limited	HT Digital Media Holding Limited (formerly known as Hindustan Media Limited)	Firefly e-Ventures Limited*
	31st March, 09	**31st March, 09**	**31st March, 09**	**31st March, 09**	**31st March, 09**
a) Capital	698.62	100.00	1,325.00	5,550.00	5,500.00
b) Reserves	356.61	3.49	(475.81)	(39.72)	(4,127.44)
c) Total Assets	1,306.12	133.35	2,394.16	5,510.39	3,563.22
d) Total Liabilities	250.89	29.86	1,544.97	0.11	2,190.66
e) Details of Investment	-	-	-	5,500.00	-
f) Turnover	1,777.33	2,112.07	59.54	-	107.65
g) Profit / (Loss) before Taxation	15.31	(4,099.30)	(474.20)	(39.32)	(5,138.89)
h) Provision for Taxation	7.48	28.83	1.61	-	(1,720.64)
i) Profit / (Loss) after Taxation	7.83	(4,128.13)	(475.81)	(39.32)	(3,418.25)
j) Proposed Dividend	-	-	-	-	-

* Indirect wholly owned subsidiary of HT Media Limited. Shares held through HT Digital Media Holdings Limited.

Note: HT Mobile Solutions Limited, indirect wholly owned subsidiary of HT Media Limited (shares held through HT Digital Media Holdings Limited) was incorporated on February 19, 2009 and its first financial year would be ending on March 31, 2010.

Consolidated Auditors' Report

To

The Board of Directors

HT Media Limited

On the Consolidated Financial Statements of HT Media Limited, its Subsidiaries [Hindustan Media Ventures Limited (formerly Searchlight Publishing House Limited), HT Music and Entertainment Company Limited, HT Burda Media Limited, HT Digital Media Holdings Limited (formerly Hindustan Media Limited) and Firefly e-Ventures Limited] and Joint Venture (Metropolitan Media Company Private Limited) (hereinafter referred as HT Media Group)

1. We have audited the attached Consolidated Balance Sheet of HT Media Group, as at March 31, 2009, and also the Consolidated Profit and Loss Account and the Consolidated Cash Flow Statement for the year ended on that date annexed thereto. These financial statements are the responsibility of the HT Media Limited's management and have been prepared by the management on the basis of separate financial statements and other financial information regarding its subsidiaries and joint venture. Our responsibility is to express an opinion on the consolidated financial statements based on our audit.
2. We conducted our audit in accordance with the Auditing Standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes, examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. We did not audit the financial statements of two subsidiaries (Hindustan Media Ventures Limited and HT Digital Media Holdings Limited) of HT Media Limited whose financial statements reflect total assets of Rs.1,316.51 lacs as at March 31, 2009 (Rs.1,257.88 lacs as at March 31, 2008) and total revenues of Rs.1,777.32 lacs for the year ended March 31, 2009 (Rs. 1,688.58 lacs for the year ended March 31, 2008) and decrease in cash flows amounting to Rs.53.06 lacs for the year ended March 31, 2009 (Rs. (74.43) lacs for the year ended March 31, 2008). We also did not audit the financial statements of the Joint Venture (Metropolitan Media Company Private Limited) of HT Media Limited out of which total assets of Rs.898.66 lacs as at March 31, 2009 (Rs.863.60 lacs as at March 31, 2008) and total revenue of Rs.938.84 lacs for the year ended March 31, 2009 (Rs.662.37 lacs for the year ended March 31, 2008) and decrease in cash flows amounting to Rs.49.84 lacs for the year ended March 31, 2009 (Rs. (172.70) lacs for the year ended March 31, 2008) have been considered for the purpose of preparation of these consolidated financial statements. The financial statements and other financial information of the above subsidiaries and joint venture have been audited by other auditors whose report have been furnished to us, and our opinion, in so far as it relates to the amounts included in respect of the subsidiaries and joint venture is based solely on the report of the other auditors.
4. *The Subsidiary Company, (Firefly e-Ventures Limited) and Joint Venture (Metropolitan Media Company Private Limited), have accounted for deferred tax assets (net) of Rs.2,096.82 lacs and Rs.392.35 lacs respectively as on March 31, 2009. The subsidiary company and joint venture are confident that subsequent realization of the deferred tax assets is virtually certain in the near future based on future projections and existing business model. This basis is not in line with the requirements of Accounting Standard 22 issued by the Institute of Chartered Accountants of India to determine virtual certainty. This had caused us to qualify our audit opinion on the consolidated financial statements relating to preceding year also.*
   We further report that had the observation made by us in paragraph above been considered, the consolidated profits for the year and consolidated reserves & surplus would have decreased by Rs.2489.17 lacs each and consolidated deferred tax liabilities would have increased by Rs.2489.17 lacs (Refer Note No. 12 in Schedule 25 of the consolidated financial statements). Had the observation made by us in paragraph above been considered in the preceding year, the consolidated profits for the year ended March 31, 2008 and consolidated reserves & surplus as at March 31, 2008 would have decreased by Rs.2,703.41 lacs each and consolidated deferred tax liabilities as at March 31, 2008 would have increased by Rs.2,703.41 lacs.
5. We report that *except for the matter referred to in para 4 above,* the consolidated financial statements have been prepared by HT Media Limited's management in accordance with the requirements of Accounting Standard (AS) 21, 'Consolidated Financial Statements' and AS 27, 'Financial Reporting of Interest in Joint Ventures' notified pursuant to the Companies (Accounting Standards) Rules, 2006 and on the basis of the separate audited financial statements of HT Media Limited, its subsidiaries and Joint Venture included in the consolidated financial statements.
6. *Subject to our comments in paras 4 and 5 above,* based on our audit and on consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries and joint venture, and to the best of our information and according to the explanations given to us, we are of the opinion that the attached consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:
   (i) in the case of the Consolidated Balance Sheet of the consolidated state of affairs of HT Media Group as at March 31, 2009;
   (ii) in the case of the Consolidated Profit and Loss Account, of the Profit of the HT Media Group for the year ended on that date; and
   (iii) in the case of the Consolidated Cash Flow Statement, of the Cash Flows of the HT Media Group for the year ended on that date.

For S.R. Batliboi & Co.
Chartered Accountants

Per Manoj Gupta
Partner
Membership No. : 83906

Place: New Delhi
Date: 18.05.2009

Consolidated Balance Sheet as at March 31, 2009

(Rs. in lacs)

	Schedule	As at March 31, 2009	As at March 31, 2008
SOURCES OF FUNDS			
Shareholders' Funds			
Share Capital	1	**4,700.41**	4,685.03
Reserves and Surplus	2	**80,154.32**	80,602.64
		84,854.73	85,287.67
Minority Interest	3		
Equity		**1,071.38**	505.13
Non Equity		**(1,765.05)**	(499.93)
		(693.67)	5.20
Loan Funds			
Secured loans	4	**36,986.52**	22,078.98
Unsecured loans	5	**75.40**	227.69
		37,061.92	22,306.67
Deferred Tax Liabilities (Net)	6	**2,065.01**	1,216.14
	TOTAL	**123,287.99**	108,815.68
APPLICATION OF FUNDS			
Fixed Assets	7		
Gross block		**82,383.94**	70,053.92
Less : Accumulated Depreciation/Amortisation		**24,674.26**	17,652.05
Net block		**57,709.68**	52,401.87
Capital Work-In-Progress including Capital Advances and Expenditure during construction period		**19,460.88**	5,891.58
		77,170.56	58,293.45
Investments	8	**30,349.51**	26,563.56
Current Assets, Loans and Advances			
Inventories	9	**17,561.27**	11,547.73
Sundry debtors	10	**21,990.91**	19,831.79
Cash and bank balances	11	**7,053.81**	7,739.68
Other current assets	12	**1,484.03**	2,228.03
Loans and advances	13	**21,667.14**	10,641.47
A		**69,757.16**	51,988.70
Less: Current Liabilities and Provisions			
Current Liabilities	14	**52,269.67**	25,596.55
Provisions	15	**1,720.34**	2,440.40
B		**53,990.01**	28,036.95
Net Current Assets (A-B)		**15,767.15**	23,951.75
Miscellaneous Expenditure (to the extent not written off)	16	**0.77**	6.92
	TOTAL	**123,287.99**	108,815.68
Notes to Accounts	25		

The Schedules referred to above and notes to accounts form an integral part of the Balance Sheet.

As per our report of even date attached

For S.R.Batliboi & Co.
Chartered Accountants

per Manoj Gupta
Partner
Membership No. 83906

Place : New Delhi
Date : 18.05.2009

For and on behalf of the Board of Directors

Shobhana Bhartia
(Chairperson & Editorial Director)

Dinesh Mittal (VP -Legal, Tax & Company Secretary)
Piyush Gupta (Chief Financial Officer)
Rajiv Verma (Chief Executive Officer)
Priyavrat Bhartia (Whole-time Director)

Consolidated Profit and Loss Account for the Year ended March 31, 2009

(Rs. in lacs)

		Schedule	For the year ended March 31, 2009	For the year ended March 31, 2008
INCOME				
Gross Turnover		17	**135,018.53**	120,579.65
Less: Service Tax			**(358.44)**	(254.61)
Net Turnover			**134,660.09**	120,325.04
Other Income		18	**3,304.74**	4,386.64
			137,964.83	124,711.68
EXPENDITURE				
Raw Materials Consumed		19	**55,887.02**	46,397.46
Personnel Expenses		20	**24,192.00**	19,827.88
Operating and Other Expenses		21	**45,803.62**	37,075.17
(Increase)/Decrease in Inventories		22	**(9.86)**	34.84
Exceptional Items		23	**1,894.51**	-
			127,767.29	103,335.35
Profit before depreciation/amortisation, interest and tax (EBITDA)			**10,197.54**	21,376.33
Depreciation/Amortisation			**6,880.58**	5,698.71
Financial Expenses		24	**3,228.15**	1,778.77
Profit before tax			**88.81**	13,898.85
Provision for Current Income Tax / MAT Payable	1,240.26			(4,803.03)
Less MAT Credit Entitlement	(1,245.12)		**(4.86)**	-
Deferred Tax (Charge)			**(848.72)**	1,430.66
Provision for Fringe Benefit Tax (net of Rs. Nil, excess reversed for previous year, previous year Rs. 20 lacs)			**(393.54)**	(392.59)
Provision for Wealth Tax			**(1.13)**	(1.00)
Total tax (expense)			**(1,248.25)**	(3,765.96)
Net Profit/ (Loss) for the year before preacquisition Losses and Minority Interest for the year			**(1,159.44)**	10,132.89
Less: Preacquisition Profits adjusted against Capital Reserve			**15.11**	-
Add: Share of Minority Interest in Losses/(Profit)			**1,265.12**	(0.07)
Net Profit for the year			**90.57**	10,132.82
Credit Balance brought forward from previous year			**18,845.70**	11,070.59
Adjustment of Leave benefit liability (net of deferred tax of Rs.79.20 lacs)			**-**	(153.80)
Previous year losses of merged undertaking			**-**	(7.69)
Amount available for appropriation			**18,936.27**	21,041.92
Appropriations				
Transfer to General Reserve			**500.00**	1,100.00
Proposed Dividend (on equity shares) (not liable to TDS)			**705.06**	936.99
Tax on Proposed Dividend			**119.83**	159.23
Surplus carried to Balance Sheet			**17,611.38**	18,845.70
Earnings Per Share (Refer Note 21 of Schedule 25)				
Basic in Rs.[Nominal value of shares Rs. 2/- (Previous Year Rs. 2/-)]			**0.04**	4.33
Diluted in Rs.[Nominal value of shares Rs. 2/- (Previous Year Rs. 2/-)]			**0.04**	4.33
Notes to Accounts		25		

The schedules referred to above and notes to accounts form an integral part of the Profit and Loss Account.

As per our report of even date attached

For S.R.Batliboi & Co.
Chartered Accountants

per Manoj Gupta
Partner
Membership No. 83906

Place : New Delhi
Date : 18.05.2009

For and on behalf of the Board of Directors

Shobhana Bhartia
(Chairperson & Editorial Director)

Dinesh Mittal (VP -Legal, Tax & Company Secretary)
Piyush Gupta (Chief Financial Officer)
Rajiv Verma (Chief Executive Officer)
Priyavrat Bhartia (Whole-time Director)

Consolidated Cash Flow Statement for the year ended March 31, 2009

(Rs. in lacs)

	For the year ended March 31, 2009	For the year ended March 31, 2008
A. Cash flow from operating activities		
Profit before taxation	**88.81**	13,898.85
Adjustments for:		
Depreciation/Amortization	**6,880.58**	5,698.71
Loss on disposal of fixed assets (net)	**11.14**	40.40
Unrealised forex expense	**483.34**	-
Profit on sale of current investments - other than trade (net)	**(0.43)**	(52.52)
Profit on sale of long term investments - (net)	**-**	(91.36)
Dividend income	**(122.99)**	(294.38)
Interest income	**(1,934.17)**	(2,544.57)
Interest expense	**2,996.74**	1,778.70
Miscellaneous Expenditure	**0.26**	0.62
Provision for diminution in value of long term investments and advances	**1,129.00**	-
Provision for doubtful debts and advances	**273.69**	28.36
Operating profit before working capital changes	**9,805.97**	18,462.81
Movements in working capital :		
(Increase) in sundry debtors	**(2,418.26)**	(4,998.20)
(Increase) in inventories	**(6,013.54)**	(1,227.70)
(Increase) in loans and advances	**(2,894.73)**	(1,786.20)
Increase in current liabilities and provisions	**24,458.85**	6,703.00
Cash generated from operations	**22,938.29**	17,153.71
Direct taxes paid	**(2,047.83)**	(5,971.85)
Cash flow before extraordinary items	**20,890.46**	11,181.86
Net cash from operating activities	**20,890.46**	11,181.86
B. Cash flows from investing activities		
Purchase of fixed assets	**(26,006.31)**	(12,047.14)
Proceeds from sale of fixed assets	**35.96**	83.30
Purchase of investments	**(34,038.68)**	(40,427.16)
Sale of investments	**23,012.00**	35,228.35
Inter-corporate deposits	**-**	(1,000.00)
Dividend received	**122.99**	294.38
Interest received	**2,678.17**	451.87
Fixed deposits with banks	**(43,526.65)**	(53,308.03)
Fixed deposits with banks encashed	**43,290.38**	56,253.51
Net cash (used) in investing activities	**(34,432.14)**	(14,470.92)
C. Cash flows from financing activities		
Redemption of preference share capital	**-**	-
Acquisition of Radio Division of HT Music & Entertainment Company Ltd	**24.97**	-
Equity shares issued on acquisition of business undertaking of Go4i.com (India) Private Ltd	**(0.45)**	(15.66)
Proceeds from Short-term borrowings	**14,907.54**	5,731.17
Interest paid	**(2,996.74)**	(1,778.77)
Dividend paid	**(1,096.15)**	(822.11)
Receipt from minority shareholder	**-**	3.40
Net cash (used in)/from financing activities	**10,839.17**	3,118.03
Net (decrease) in cash and cash equivalents (A + B + C)	**(2,702.51)**	(171.03)
Cash and cash equivalents at the beginning of the year	**6,197.44**	6,368.47
Cash and cash equivalents at the end of the year	**3,494.93**	6,197.44
Components of cash and cash equivalents as at the end of the year		
Cash and cheques on hand	**4,188.23**	6,591.27
With scheduled banks - on current accounts	**2,224.19**	720.40
- on cash credit accounts	**-**	23.17
- on book overdraft account	**(2,919.26)**	(1,138.89)
- on deposit accounts	**-**	-
- on unpaid and unclaimed dividend account*	**1.77**	1.49
	3,494.93	6,197.44

* Out of above Rs 1.77 lacs (previous year Rs. 1.49 lacs) Include for unclaimed dividend which is not available for use by company

Note:
The above Cash Flow Statement has been prepared under the "Indirect Method" as stated in Accounting Standard 3 on Cash Flow Statement.

As per our report of even date attached

For S.R.Batliboi & Co.
Chartered Accountants

per Manoj Gupta
Partner
Membership No. 83906

Place : New Delhi
Date : 18.05.2009

For and on behalf of the Board of Directors

Shobhana Bhartia
(Chairperson & Editorial Director)

Dinesh Mittal
(VP -Legal, Tax & Company Secretary)

Piyush Gupta
(Chief Financial Officer)

Rajiv Verma
(Chief Executive Officer)

Priyavrat Bhartia
(Whole-time Director)

Schedules to the Consolidated Accounts

(Rs. in lacs)

	Company and its Subsidiaries As at March 31, 2009	Joint Venture As at March 31, 2009	Total As at March 31, 2009	Total As at March 31, 2008
Schedule 1 : Share Capital				
Authorised				
362,500,000 equity shares of Rs. 2/- each				
(Previous year 262,500,000 equity shares of Rs. 2/- each)	**7,250.00**	**-**	**7,250.00**	5,250.00
Nil (Previous year 2,000,000) preference shares of Rs. 100/- each *	**-**	**-**	**-**	2,000.00
	7,250.00	**-**	**7,250.00**	7,250.00
Issued, Subscribed and Paid up				
234,251,805 equity shares of Rs. 2/- each				
(Previous year 234,229,205 equity shares of Rs. 2/- each) fully paid	**4,685.03**	**-**	**4,685.03**	4,684.58
Share pending allotment (Refer Note 10 of Schedule 25)	**15.38**	**-**	**15.38**	0.45
	4,700.41	**-**	**4,700.41**	4,685.03

Of the above :

i) 160,985,260 equity shares of Rs. 2/- each (Previous year 160,985,260 equity shares of Rs. 2/- each) are held by The Hindustan Times Limited, the Holding Company.

ii) 149,749,995 equity shares of Rs. 2/- each (Previous year 149,749,995 equity shares of Rs. 2/- each) were allotted as fully paid-up for consideration other than cash.

iii) 22,600 equity shares of Rs. 2/- each (Previous year Nil) were allotted as fully paid-up for consideration other than cash during the year.

iv) 769,230 equity shares of Rs. 2/- each (Previous year Nil) are pending for allotment to The Hindustan Times Limited, the Holding Company. (Refer note 10 of Schedule 25)

* The Authorised Share Capital in respect of Preference Shares of the Company of Rs 2,000 Lacs stands reclassified to 100,000,000 Equity Shares of Rs.2/- each in terms of approval accorded by the shareholders of the Company by Postal Ballot, for which results were declared on 11th July 2008.

(Rs. in lacs)

	Company and its Subsidiaries As at March 31, 2009	Joint Venture As at March 31, 2009	Total As at March 31, 2009	Total As at March 31, 2008
Schedule 2 : Reserves and Surplus				
Securities Premium Account				
As per last Balance Sheet	**57,497.96**	**-**	**57,497.96**	57,497.96
Less : Licence Fees Amortised (Refer Note 10 of Schedule 25)	**188.73**	**-**	**188.73**	-
Less : Adjustment on account of Radio Merger (Refer Note 10 of Schedule 25)	**16,425.00**	**-**	**16,425.00**	-
	40,884.23	**-**	**40,884.23**	57,497.96
Capital Reserve - "I"				
As per last Balance Sheet	**408.98**	**-**	**408.98**	417.40
Add: Capital Reserve on Consolidation	**15.11**	**-**	**15.11**	-
Less : Adjusted during the year on account of Go4i merger	**-**	**-**	**-**	8.42
	424.09	**-**	**424.09**	408.98
Capital Reserve - "II"				
As per last Balance Sheet	**-**	**-**	**-**	-
Add : Adjustment on account of Radio Merger (Refer Note 10 of Schedule 25)	**7,488.59**	**-**	**7,488.59**	-
	7,488.59	**-**	**7,488.59**	-
General Reserve				
As per last Balance Sheet	**1,850.00**	**-**	**1,850.00**	750.00
Transferred from Profit and Loss Account during the year	**500.00**	**-**	**500.00**	1,100.00
	2,350.00	**-**	**2,350.00**	1,850.00
Capital Redemption Reserve	**2,000.00**	**-**	**2,000.00**	2,000.00
Profit and Loss Account Balance	**19,303.42**	**(1,692.04)**	**17,611.38**	18,845.70
Add: Reduction of share capital on September 30, 2008 (Refer Note 10 of Schedule 25)	**7,500.00**	**-**	**7,500.00**	-
Add: Reduction of share capital on January 1, 2009 (Refer Note 10 of Schedule 25)	**9,400.00**	**-**	**9,400.00**	-
Less: Value of Net Assets transferred to HT Media Limited (Refer Note 10 of Schedule 25)	**(7,503.97)**	**-**	**(7,503.97)**	-
Net Profit / (Loss) Balance	**28,699.45**	**(1,692.04)**	**27,007.41**	18,845.70
	81,846.36	**(1,692.04)**	**80,154.32**	80,602.64
Schedule 3 : Minority Interest				
a) Minority Interest in Equity of Hindustan Media Ventures Limited 51,341 Equity Shares of Rs. 10/- each	**5.13**	**-**	**5.13**	5.13
b) Minority Interest in Non - Equity of Hindustan Media Ventures Limited				
Share of Profit/(Loss) brought forward	**0.07**	**-**	**0.07**	-
Share of Profit/(Loss) of the current year	**0.06**	**-**	**0.06**	0.07
	5.26	**-**	**5.26**	5.20
c) Minority Interest in Equity of HT Music and Entertainment Company Limited 2,500,000 Equity Shares of Re. 1/- each fully paid	**25.00**	**-**	**25.00**	500.00
d) Minority Interest in Non - Equity of HT Music and Entertainment Company Limited				
Share of (Loss) brought forward	**(500.00)**	**-**	**(500.00)**	-
Share of (Loss) of the current year	**(1,032.03)**	**-**	**(1,032.03)**	(500.00)
	(1,507.03)	**-**	**(1,507.03)**	**-**
e) Minority Interest in Equity of HT Burda Media Limited 6,492,500 Equity Shares of Rs. 10/- each fully paid	**649.25**	**-**	**649.25**	-
Share Application Money	**392.00**	**-**	**392.00**	-
f) Minority Interest in Non - Equity of HT Burda Media Limited				
Share of (Loss) brought forward	**-**	**-**	**-**	-
Share of (Loss) of the current year	**(233.15)**	**-**	**(233.15)**	-
	808.10	**-**	**808.10**	**-**

Schedules to the Consolidated Accounts

(Rs. in lacs)

	Company and its Subsidiaries As at March 31, 2009	Joint Venture As at March 31, 2009	Total As at March 31, 2009	Total As at March 31, 2008
Minority Interest in Equity of Subsidiaries	**1,071.38**	**-**	**1,071.38**	505.13
Minority Interest in Non - Equity of Subsidiaries - Brought Forward	**(499.93)**	**-**	**(499.93)**	-
Minority Interest in Non - Equity of Subsidiaries - Current Year	**(1,265.12)**	**-**	**(1,265.12)**	(499.93)
	(693.67)	**-**	**(693.67)**	5.20
Schedule 4 : Secured Loans				
Rupee Term Loan from Punjab National Bank	**7,500.00**	**-**	**7,500.00**	7,500.00
Secured by way of first pari passu charge on entire block of assets which are lying at all work place / office of the Company, consisting of plant & machinery, computers, furniture, fixtures fittings & furnishers, vehicles (present & future) which now or hereafter from time to time during the continuance of this security, belonging to the Company wherever situated including in-transit. It is further secured by first pari passu charge by deposit of title deeds of immovable property belonging to the Company situated at Noida and Greater Noida and Mohali. (Repayable within a year Rs.9,000 lacs, Previous year Rs. Nil).				
Rupee Term Loan from State Bank of India	**9,000.00**	**-**	**9,000.00**	9,000.00
Secured by way of first pari passu charge by hypothecation of all present and future goods, book debts and all other movable assets, including documents of the title to the goods, outstanding moneys, receivables including receivables by way of cash assistance and/or cash incentive under the Cash Incentive Scheme or any other scheme, claims including claims by way of refund of customs/excise duties under the Duty Drawback Credit Scheme or any other scheme, bills, invoices, documents, contracts, insurance policies, guarantees, engagements, securities, investments and rights and present and future machinery. It is further secured by pari passu charge by equitable mortgage of immovable property belonging to the Company situated at Noida, Greater Noida and Mohali, by way of a pari passu charge. (Repayable within a year Rs.Nil, Previous year Rs. Nil).				
External Commercial Borrowing from Standarad Chartered Bank	**7,847.96**	**-**	**7,847.96**	-
Secured by way of first charge on all movable plant and machinery including all other movable assets (both present and future) purchased out of the term loan, now stored at or being stored or at present installed or which may be brought into or stored at or will be installed at the factory premises of the Company or wherever else situated both with a minimum asset coverage of 1.25 times, belonging to the Company or be it at its disposal or be in the course of transit or awaiting transit by any mode of transport to the factory premises. (Repayable within a year Rs. Nil, Previous year Rs. Nil).				
Overdraft/ Cash Credit Facility	**12,022.68**	**-**	**12,022.68**	5,578.98
Secured by way of pledge on the Company's investment in the units of Templeton Fixed Horizons Fund Series IX - Plan A , Templeton Fixed Horizons Fund Series VIII - Plan E , Templeton Fixed Horizons Fund Series VIII - Plan C , HDFC FMP 370D May 2008 , DWS Fixed Term Fund Series 51 - Institutional Growth, BIRLA FTP Institutional Series AK- Growth				
Cash Credit Facility from Central Bank of India	**13.89**	**-**	**13.89**	-
Secured by way of first pari-passu charge on Inventory and Book Debts including outstanding money, receivables and claims of the Company (present and future), and all other tangible moveable property such as products, stock-in-trade and goods, whether finished or raw or in process of manufacture, and all articles manufactured therefore belonging to the Company now are or hereafter from time to time brought in or stored or be, in or about the premises, warehouse or godowns of the Company or anywhere else, Including any such goods in course of transit or delivery.				
Cash Credit Facility from ABN Amro Bank	**56.86**	**-**	**56.86**	-
Secured by way of first pari-passu charge on the current assets of the Company including book debts, raw materials, stocks, spares, semi finished goods, goods in process of manufacture, all goods manufactured therefrom belonging to the Company which now are, or hereinafter from time to time during the subsistence of the facility, be brought in or stored in or about the Company's factory, premises, warehouse or godowns, including any such goods in the course of transit or delivery and other current assets of the Company (present and future) .				
Overdraft from Kotak Mahindra Bank Limited	**545.13**	**-**	**545.13**	-
Secured by first exclusive charge on all existing and future current assets/ fixed assets of Radio Business acquired during the year, charged is yet to be transferred from HT Music & Entertainment Company Limited to HT Media Limited.				
	36,986.52	**-**	**36,986.52**	22,078.98
Schedule 5 : Unsecured Loan				
Loan from a Joint Venture Venturer *	**-**	**75.40**	**75.40**	227.69
	-	**75.40**	**75.40**	227.69
*Represent loan in kind i.e. newsprint supplied by venturer				
Schedule 6 : Deferred Tax Liabilities (Net)				
Deferred Tax Liabilities				
Differences in depreciation in block of fixed assets as per tax books and financial books	**6,173.37**	**3.96**	**6,177.33**	5,376.86
Effect of Income accrued on investment	**161.80**	**-**	**161.80**	68.78
Gross Deferred Tax Liabilities	**6,335.17**	**3.96**	**6,339.13**	5,445.64
Deferred Tax Assets				
Carry Forward of Unabsorbed business losses of Radio Business acquired *	**870.18**	**-**	**870.18**	-
Carry Forward of Unabsorbed business losses	**1,884.34**	**395.60**	**2,279.94**	1,872.99
Provision for Leave Encashment	**14.45**	**-**	**14.45**	-
Effect of expenditure adjusted from share issue expenses in earlier years but allowable for tax purposes in following years	**20.97**	**-**	**20.97**	38.68
Effect of expenditure debited to profit and loss account in the current year/earlier years but allowable for tax purposes in following years	**511.32**	**0.70**	**512.02**	519.50
Carry forward of unabsorbed depreciation	**-**	**-**	**-**	1,338.15
Carry forward of set off of Minimum Alternate Tax allowable in subsequent years	**-**	**-**	**-**	1.26
Differences in VRS Expenses	**7.09**	**-**	**7.09**	-
Provision for doubtful debts and advances	**569.47**	**-**	**569.47**	458.92
Gross Deferred Tax Assets	**3,877.82**	**396.30**	**4,274.12**	4,229.50
Net Deferred Tax Liabilities/ (Asset)	**2,457.35**	**(392.34)**	**2,065.01**	1,216.14

* Refer Note 10 of Schedule 25

Schedule 7 : Fixed Assets (Company and its Subsidiaries)

(Rs. in lacs)

Particulars	Gross Block					Depreciation/Amortisation					Net Block	
	At 01.04.2008	Additions	Addition due to Merger	Deductions/ (Adjustments)	At 31.03.2009	At 01.04.2008	For the year	Addition due to Merger	Deductions/ (Adjustments)	At 31.03.2009	At 31.03.2009	At 31.03.2008
Tangible Assets												
Goodwill - on Consolidation	333.25	-	-	-	333.25	274.20	59.05	-	-	333.25	-	59.05
Land -Free hold	172.21	132.17	-	-	304.38	-	-	-	-	-	304.38	172.21
Land -Leasehold	1,817.29	276.62	-	-	2,093.91	103.47	26.45	-	-	129.92	1,963.99	1,713.82
Buildings	5,696.36	911.04	-	-	6,607.40	755.54	203.00	-	-	958.54	5,648.86	4,940.82
Improvement to Leasehold Premises	2,715.31	1,852.85	0.00	1.06	4,567.10	829.03	811.74	(0.00)	0.97	1,639.80	2,927.30	1,886.28
Plant & Machinery	44,321.32	7,501.20	0.00	101.80	51,720.72	12,158.42	3,822.70	0.00	42.68	15,938.44	35,782.28	32,162.90
Furniture & Fittings	782.55	480.62	0.00	-	1,263.17	320.52	101.85	0.00	-	422.37	840.80	462.03
Vehicles	187.46	40.75	-	4.14	224.07	57.63	19.63	-	3.45	73.81	150.26	129.83
Total	**56,025.75**	**11,195.25**	**-**	**107.00**	**67,114.00**	**14,498.81**	**5,044.42**	**-**	**47.10**	**19,496.13**	**47,617.87**	**41,526.94**
Intangible Assets												
Website Development	1,006.12	983.83	-	-	1,989.95	15.51	257.63	-	-	273.14	1,716.81	990.61
Copyrights	135.25	-	-	-	135.25	8.44	22.54	-	-	30.98	104.27	126.81
Software Licenses	5,052.26	243.44	(36.11)	-	5,259.59	2,177.94	946.38	(9.36)	-	3,114.96	2,144.63	2,874.32
Licence Fees	7,654.25	-	0.00	-	7,654.25	915.89	576.69	(0.00)	(188.73)	1,681.31	5,972.94	6,738.36
Software for Radio Business	-	-	36.11	-	36.11	-	1.44	9.36	-	10.80	25.31	-
Music Contents	39.61	-	0.00	-	39.61	12.17	9.90	(0.00)	-	22.07	17.54	27.44
Total	**13,887.49**	**1,227.27**	**-**	**-**	**15,114.76**	**3,129.95**	**1,814.58**	**-**	**(188.73)**	**5,133.26**	**9,981.50**	**10,757.54**
Grand Total	**69,913.24**	**12,422.52**	**-**	**107.00**	**82,228.76**	**17,628.76**	**6,859.00**	**-**	**(141.63)**	**24,629.39**	**57,599.37**	**52,284.48**
Previous Year	**61,331.95**	**9,195.08**	**-**	**613.79**	**69,913.24**	**12,440.44**	**5,678.36**	**-**	**490.04**	**17,628.76**	**52,284.48**	
Capital Work In Progress											18,411.63	2,032.76
Capital Advances (Unsecured and considered good)											1,049.25	3,858.82
Total											**77,060.25**	**58,176.06**

Notes:

1. Motor Vehicle of the cost of Rs.4.12 lacs (Previous year Rs.4.12 lacs) is pending for registration in the name of the Company.
2. Fixed Assets of the value of Rs.20.92 lacs (WDV Rs. 15.71 lacs) [Previous year Rs.Nil (WDV Rs. Nil)] have been discarded during the year.
3. Additions to Plant & Machinery include foreign exchange fluctuation amounting to Rs.475.04 lacs (Previous year Rs. Nil).
4. Improvement to Leasehold Premises amounting to Rs.Nil (Previous year Rs.180.89 lacs) are held under joint ownership with others.
5. Additions to Fixed Assets for the year includes assets acquired on merger of business undertaking of HT Music & Entertainment Company Limited. (Refer note 10 of Schedule 25).
6. Capital Work in Progress (CWIP) include Rs.157.80 lacs against Intangible Assets (Previous year Rs.870.88 lacs). CWIP also includes Rs.1,371.16 lacs (Previous year Rs.266.58 lacs) and Rs.89.79 lacs (Previous year Rs.17.36 lacs) against expenditure during construction period for Tangible & Intangible Assets respectively. (Refer Note 22 of schedule 25)
7. Capital Advances include Rs.320.65 lacs (Previous year Rs.385.63 lacs) paid towards Company's proportionate share for right to use in the Common Infrastructure for channel transmission (for its four stations) to be built on land owned by Prasar Bharti and to be used by all the broadcasters at respective stations as per the terms of bid document on FM Radio Broadcasting (Phase II)
8. For adjustments in Licence fee refer Note 10 of Schedule 25
9. Capital Advances includes Rs.3.44 lacs against Intangible Assets (Previous year Rs. Nil)

Schedules to the Consolidated Accounts

Schedule 7 : Fixed Assets (Company's proportionate share in Joint Venture)

(Rs. in lacs)

Particulars	Gross Block					Depreciation/Amortisation					Net Block	
	At 01.04.2008	Additions	Addition due to Merger	Deductions/ (Adjustments)	At 31.03.2009	At 01.04.2008	For the year	Addition due to Merger	Deductions/ (Adjustments)	At 31.03.2009	At 31.03.2009	At 31.03.2008
Tangible Assets												
Goodwill - on Consolidation	26.04	-	-	-	26.04	6.45	5.21	-	-	11.66	14.38	19.59
Plant & Machinery	86.72	14.50	-	-	101.22	12.72	12.23	-	-	24.95	76.27	74.00
Furniture & Fittings	4.18	-	-	-	4.18	0.29	0.26	-	-	0.55	3.63	3.89
Total	**116.94**	**14.50**	**-**	**-**	**131.44**	**19.46**	**17.70**	**-**	**-**	**37.16**	**94.28**	**97.48**
Intangible Assets												
Software Licenses	23.74	-	-	-	23.74	3.83	3.88	-	-	7.71	16.03	19.91
Total	**23.74**	**-**	**-**	**-**	**23.74**	**3.83**	**3.88**	**-**	**-**	**7.71**	**16.03**	**19.91**
Grand Total	**140.68**	**14.50**	**-**	**-**	**155.18**	**23.29**	**21.58**	**-**	**-**	**44.87**	**110.31**	**117.39**
Previous Year	**88.97**	**51.71**	**-**	**-**	**140.68**	**2.94**	**20.35**	**-**	**-**	**23.29**	**117.39**	

Schedule 7 : Fixed Assets (Consolidated)

(Rs. in lacs)

Particulars	Gross Block					Depreciation/Amortisation					Net Block	
	At 01.04.2008	Additions	Addition due to Merger	Deductions/ (Adjustments)	At 31.03.2009	At 01.04.2008	For the year	Addition due to Merger	Deductions/ (Adjustments)	At 31.03.2009	At 31.03.2009	At 31.03.2008
Tangible Assets												
Goodwill - on Consolidation	359.29	-	-	-	359.29	280.65	64.26	-	-	344.91	14.38	78.64
Land -Free hold	172.21	132.17	-	-	304.38	-	-	-	-	-	304.38	172.21
Land -Leasehold	1,817.29	276.62	-	-	2,093.91	103.47	26.45	-	-	129.92	1,963.99	1,713.82
Buildings	5,696.36	911.04	-	-	6,607.40	755.54	203.00	-	-	958.54	5,648.86	4,940.82
Improvement to Leasehold Premises	2,715.31	1,852.85	0.00	1.06	4,567.10	829.03	811.74	(0.00)	0.97	1,639.80	2,927.30	1,886.28
Plant & Machinery	44,408.04	7,515.70	0.00	101.80	51,821.94	12,171.14	3,834.93	0.00	42.68	15,963.39	35,858.55	32,236.90
Furniture & Fittings	786.73	480.62	0.00	-	1,267.35	320.81	102.11	0.00	-	422.92	844.43	465.92
Vehicles	187.46	40.75	-	4.14	224.07	57.63	19.63	-	3.45	73.81	150.26	129.83
Total	**56,142.69**	**11,209.75**	**-**	**107.00**	**67,245.44**	**14,518.27**	**5,062.12**	**-**	**47.10**	**19,533.29**	**47,712.15**	**41,624.42**
Intangible Assets												
Website Development	1,006.12	983.83	-	-	1,989.95	15.51	257.63	-	-	273.14	1,716.81	990.61
Copyrights	135.25	-	-	-	135.25	8.44	22.54	-	-	30.98	104.27	126.81
Software Licenses	5,076.00	243.44	(36.11)	-	5,283.33	2,181.77	950.26	(9.36)	-	3,122.67	2,160.66	2,894.23
Licence Fees	7,654.25	-	0.00	-	7,654.25	915.89	576.69	(0.00)	(188.73)	1,681.31	5,972.94	6,738.36
Software for Radio Business	-	-	36.11	-	36.11	-	1.44	9.36	-	10.80	25.31	-
Music Contents	39.61	-	0.00	-	39.61	12.17	9.90	(0.00)	-	22.07	17.54	27.44
Total	**13,911.23**	**1,227.27**	**-**	**-**	**15,138.50**	**3,133.78**	**1,818.46**	**-**	**(188.73)**	**5,140.97**	**9,997.53**	**10,777.45**
Grand Total	**70,053.93**	**12,437.02**	**-**	**107.00**	**82,383.94**	**17,652.05**	**6,880.58**	**-**	**(141.63)**	**24,674.26**	**57,709.68**	**52,401.87**
Previous Year	**61,420.92**	**9,246.79**	**-**	**613.79**	**70,053.92**	**12,443.38**	**5,698.71**	**-**	**490.04**	**17,652.05**	**52,401.87**	
Capital Work In Progress											18,411.63	2,032.76
Capital Advances (Unsecured and considered good)											1,049.25	3,858.82
Total											**77,170.56**	**58,293.45**

Notes:

1. Motor Vehicle of the cost of Rs.4.12 lacs (Previous year Rs.4.12 lacs) is pending for registration in the name of the Company.
2. Fixed Assets of the value of Rs.20.92 lacs (WDV Rs. 15.71 lacs) [Previous year Rs.Nil (WDV Rs. Nil)] have been discarded during the year.
3. Additions to Plant & Machinery include foreign exchange fluctuation amounting to Rs.475.04 lacs (Previous year Rs. Nil).
4. Improvement to Leasehold Premises amounting to Rs.Nil (Previous year Rs.180.89 lacs) are held under joint ownership with others.
5. Additions to Fixed Assets for the year includes assets acquired on merger of business undertaking of HT Music & Entertainment Company Limited. (Refer Note 10 of Schedule 25).
6. Capital Work in Progress (CWIP) include Rs.157.80 lacs against Intangible Assets (Previous year Rs.870.88 lacs). CWIP also includes Rs.1,371.16 lacs (Previous year Rs.266.58 lacs) and Rs.89.79Lacs (Previous year Rs.17.36 lacs) against expenditure during construction period for Tangible & Intangible Assets respectively. (Refer Note 22 of schedule 25)
7. Capital Advances include Rs.320.65 lacs (Previous year Rs.385.63 lacs) paid towards Company's proportionate share for right to use in the Common Infrastructure for channel transmission (for its four stations) to be built on land owned by Prasar Bharti and to be used by all the broadcasters at respective stations as per the terms of bid document on FM Radio Broadcasting (Phase II)
8. For adjustments in Licence fee refer Note 10 of Schedule 25
9. Capital Advances includes Rs.3.44 lacs against Intangible Assets (Previous year Rs. Nil)

(Rs. in lacs)

	As at March 31, 2009	As at March 31, 2008
Schedule 8: Investments		
Investments In Shares, Debentures , Bonds and Mutual Funds		
I Long Term		
A. Trade (Unquoted)		
Press Trust of India 457 (Previous year 457) Equity Shares of Rs. 100/- Each, fully paid	**0.46**	0.46
United News of India 738 (Previous year 738) Equity Shares of Rs. 100/- each, fully paid	**0.74**	0.74
B. Other Than Trade Investments		
Unquoted		
Aksh Optifibre Limited Nil (Previous year 10,000) Zero Coupon Fully Convertible Debentures of Rs. 2,500/- each, fully paid	**-**	250.00
TRAK Services Private Limited 26,646 (Previous Year 26,646) Equity Shares of Rs. 100/- each, fully paid	**500.00**	500.00
Triveni Media Limited 600,000 (Previous Year Nil) Equity Shares of Rs. 10/- each, fully paid	**300.00**	-
Triveni Infrastructure Development Company Limited 259,313 (Previous Year Nil) Equity Shares of Rs. 10/- each, fully paid	**700.15**	-
World Phone Internet Services Private Limited 451,990 (Previous Year Nil) Equity Shares of Rs. 10/- each, fully paid	**1,000.75**	-
Micro Retail Limited 150,000 (Previous Year Nil) Equity Shares of Rs. 10/- each, fully paid	**750.00**	-
Micro Secure Solutions Limited 150,000 (Previous Year Nil) Equity Shares of Rs. 10/- each, fully paid	**600.00**	-
Sunil Mantri Realty Limited 1,600,000 (Previous Year Nil) Equity Shares of Re. 1/- each, fully paid	**2,000.00**	-
SchoolsOnWeb.com Private Limited 2,381 (Previous Year Nil) Equity Shares of Rs. 100/- each, fully paid	**250.00**	-
React Media Private Limited 250,000 (Previous year Nil) Zero Coupon Fully Convertible Debentures of Rs. 100/- each, fully paid	**250.00**	-
Catalyst Academy Private Limited 2,000 (Previous Year Nil) Equity Shares of Rs. 10/- each, fully paid	**200.00**	-
Catalyst Academy Private Limited 300,000 (Previous year Nil) Zero Coupon Fully Convertible Debentures of Rs. 100/- each, fully paid	**300.00**	-
New Delhi Centre for Sight Private Limited 28,571 (Previous Year Nil) Equity Shares of Rs. 10/- each, fully paid	**500.00**	-
Aqua Logistics Private Limited 100,000 (Previous Year Nil) Equity Shares of Rs. 10/- Each, fully paid	**500.00**	-
JDS Apparels Private Limited 74,070 (Previous Year Nil) Equity Shares of Rs. 10/- each, fully paid	**499.97**	-
SRS Entertainment and Retail Limited 750,000 (Previous year Nil) Zero Coupon Fully Convertible Debentures of Rs. 100/- each, fully paid	**750.00**	-
Galaxy Amaze Kingdom Limited 471,115 (Previous Year Nil) Equity Shares of Rs. 10/- each, fully paid	**999.94**	-
MVL Limited 500,000 (Previous year Nil) Zero Coupon Fully Convertible Debentures of Rs. 100/- each, fully paid	**500.00**	-
Birla FTP-Institutional-Series AB- Growth Plan Nil (Previous Year 30,019,592) Units of Rs.10/-each, fully paid	**-**	3,001.96
Birla FTP Institutional Series AK- Growth * 25,000,000 (Previous Year 25,000,000) Units of Rs.10/- each, fully paid	**2,500.00**	2,500.00
DWS Capital Protection Oriented Fund- Growth Option- A 3 Years Closed ended fund 3,000,000 (Previous year 3,000,000) Units of Rs.10/- each, fully paid	**300.00**	300.00
Quoted		
Aksh Optifibre Limited 803,593 (Previous Year 396,825) Equity Shares of Rs. 10/- each, fully paid	**500.00**	250.00
II Current		
C. Other Than Trade Investments (Unquoted)		
Units in Fixed Maturity Plans		
ABN AMRO Fixed Term Plan - Series 8 Yearly Plan A-Institutional - Growth Nil (Previous Year 10,000,000) Units of Rs.10/- each, fully paid	**-**	1,000.00
DWS Fixed Term Fund-Series 24-Institutional Plan-Growth Option Nil (Previous year 140,000,000) Units of Rs.10/- each, fully paid	**-**	14,000.00
DWS Fixed Term Fund Series 33-Institutional Growth Option Nil (Previous Year 22,000,000) Units of Rs.10/- each, fully paid	**-**	2,200.00
Templeton Fixed Horizons Fund Series II -Plan B- Institutional Growth Nil (Previous Year 20,000,000) Units of Rs.10/- each, fully paid	**-**	2,000.00
Units in Mutual funds		
DWS Fixed Term Fund Series 51 Institutional Growth * 70,000,000 (Previous year Nil) Units of Rs.10/- each, fully paid	**7,000.00**	-
HDFC FMP 370D May 2008 * 25,000,000 (Previous year Nil) Units of Rs.10/- each, fully paid	**2,500.00**	-
HSBC MIP-Saving Plan-Monthly Dividend Reinvest Plan Nil (Previous year 5,221,121.52) Units of Rs.10/- each, fully paid	**-**	560.40
Templeton Fixed Horizons Fund Series VIII - Plan C * 25,000,000 (Previous year Nil) Units of Rs.10/- each, fully paid	**2,500.00**	-
Templeton Fixed Horizons Fund Series VIII - Plan E * 20,000,000 (Previous year Nil) Units of Rs.10/- each, fully paid	**2,000.00**	-
Templeton Fixed Horizons Fund Series IX - Plan A * 33,000,000 (Previous year Nil) Units of Rs.10/- each, fully paid	**3,300.00**	-
	31,202.01	26,563.56
Less: Provision for diminution in the value of long term investments (Refer Note 18 of Schedule 25)	**852.50**	-
	30,349.51	26,563.56

* The investment has been pledged with Deutsche bank against Over Draft facility.

Notes

1) **Aggregate amount of Quoted investments** Market Value Rs. 72.33 (Previous year Rs. 175.59 lacs)	**500.00**	250.00
2) **Aggregate amount of Unquoted investments**	**30,702.01**	26,313.56

3) **Detail of Investments purchased , reinvested and sold during the financial year are as follows:**

	Face Value Rs. per unit	No. of units #	Cost (Rs. in Lacs)
Units in Mutual Funds			
a) Current Year			
Units in Mutual Funds			
DWS Liquid plus-regular daily dividend option	10.00	156,627,158	15,662.72
HSBC MIP-Saving Plan-Monthly Dividend Reinvest Plan	10.00	69,341	6.93
B) Previous Years			
Units In Fixed Maturity Plan Kotak FMP 3m Series 18- Dividend Reinvest	10.00	5,101,333	500.00
Units in Mutual Funds			
Birla Cash Plus - Institutional- Weekly Dividend Re-investment	10.00	3,716,581	400.00
HSBC Liquid Plus-Institutional- Weekly Dividend	10.00	5,179,295	500.00
DWS Money Plus Fund-Institutional Plan- Weekly Dividend Reinvest	10.00	7,048,896	700.00
DWS Insta Cash Plus Fund-Institutional Plan- Daily Dividend Option	10.00	112,914,285	11,303.33
Birla Cash Plus -Inst Premium Plan- Daily Dividend Reinvest	10.00	29,961,168	3,000.00
DWS Short Maturity Fund-Weekly Dividend Option	10.00	58,538,228	6,013.78
Templeton India Short Term Income Plan Institutional-Weekly Dividend Option	10.00	202,946	2,000.00
BSL Short term Fund -Fortnightly - Div. Reinvestment	10.00	20,429,234	2,000.00

Represents total of transactions on account of renewals and reinvestments

Schedules to the Consolidated Accounts

(Rs. in lacs)

	Company and its Subsidiaries As at March 31, 2009	Joint Venture As at March 31, 2009	Total As at March 31, 2009	Total As at March 31, 2008
Schedule 9 : Inventories				
Raw materials [Includes stock in transit of Rs.162.26 lacs (Previous year Rs.321.79 lacs)]	**15,994.18**	**5.13**	**15,999.31**	9,867.67
Stores and spares [Includes stock in transit of Rs.30.48 lacs (Previous year Rs.97.42 lacs)]	**1,534.17**	**-**	**1,534.17**	1,662.13
Work-in- progress	**4.84**	**-**	**4.84**	7.02
Scrap and waste papers	**22.95**	**-**	**22.95**	10.91
	17,556.14	**5.13**	**17,561.27**	11,547.73
Schedule 10 : Sundry Debtors				
Debts outstanding for a period exceeding six months				
Secured, considered good	**11.44**	**50.01**	**61.45**	2.65
Unsecured, considered good	**3,265.32**	**-**	**3,265.32**	2,497.64
Unsecured, considered doubtful	**1,525.19**	**-**	**1,525.19**	1,333.77
Other debts				
Secured, considered good	**1,363.28**	**150.54**	**1,513.82**	850.00
Unsecured, considered good	**17,150.32**	**-**	**17,150.32**	16,481.50
Unsecured, considered doubtful	**72.26**	**-**	**72.26**	4.54
	23,387.81	**200.55**	**23,588.36**	21,170.10
Less : Provision for doubtful debts	**1,597.45**	**-**	**1,597.45**	1,338.31
	21,790.36	**200.55**	**21,990.91**	19,831.79
Schedule 11 : Cash and Bank Balances				
Cash on hand	**139.39**	**0.09**	**139.48**	116.15
Cheques in hand	**4,048.75**	**-**	**4,048.75**	6,475.12
Balances with scheduled banks:				
On current accounts	**2,037.71**	**186.48**	**2,224.19**	720.40
On cash credit account	**-**	**-**	**-**	23.17
On deposit accounts *	**639.62**	**-**	**639.62**	403.35
On unpaid and unclaimed dividend account	**1.77**	**-**	**1.77**	1.49
	6,867.24	**186.57**	**7,053.81**	7,739.68

*Includes fixed deposit receipts pledged with bank amounting to Rs. 243.94 lacs (Previous year Rs.279.22 lacs)

	Company and its Subsidiaries As at March 31, 2009	Joint Venture As at March 31, 2009	Total As at March 31, 2009	Total As at March 31, 2008
Schedule 12 : Other Current Assets				
Interest accrued on deposits	**2.57**	**-**	**2.57**	73.88
Income accrued on Investments	**1,428.08**	**-**	**1,428.08**	2,154.15
Income accrued but not due	**53.38**	**-**	**53.38**	-
	1,484.03	**-**	**1,484.03**	2,228.03
Schedule 13 : Loans and Advances				
Unsecured, considered good				
Inter-corporate deposits	**1,000.00**	**-**	**1,000.00**	1,000.00
Material on Loan	**34.31**	**-**	**34.31**	468.22
Advances recoverable in cash or kind or for value to be received	**3,098.65**	**5.29**	**3,103.94**	1,523.33
Deposits – others	**2,845.44**	**2.79**	**2,848.23**	2,342.79
Advance towards share application money	**1,855.00**	**-**	**1,855.00**	-
Loan to HT Media Employee Welfare Trust *	**2,174.28**	**-**	**2,174.28**	2,174.28
Advance towards purchase of properties 7050.43 (to be considered as investments in property)	**-**	**-**	**-**	2,148.58
Less: Provision for estimated diminution (276.50) (Refer Note 18 of Schedule 25)	**6,773.93**	**-**	**6,773.93**	-
MAT Credit Entitlement	**1,244.44**	**-**	**1,244.44**	319.84
Service Tax Credit Receivable	**311.65**	**-**	**311.65**	
Advance payment of income tax/ tax deducted at source (net of provision for tax)	**2,311.28**	**10.08**	**2,321.36**	664.43
Unsecured, considered doubtful	**-**	**-**	**-**	-
Advances recoverable in cash or kind or for value to be received	**47.44**	**-**	**47.44**	41.11
	21,696.42	**18.16**	**21,714.58**	10,682.58
Less: Provision for doubtful advances	**47.44**	**-**	**47.44**	41.11
	21,648.98	**18.16**	**21,667.14**	10,641.47
*(Refer Note 9 of Schedule 25)				
Included in Loans and Advances are:				
I) Due from an officer of the Company				
Maximum amount outstanding during the year - Rs.15.59 lacs (Previous year Rs.15.59 lacs)	**15.00**	**-**	**15.00**	15.59
Schedule 14 : Current Liabilities				
Acceptances	**9,857.99**	**-**	**9,857.99**	-
Sundry creditors	**21,370.29**	**218.50**	**21,588.79**	16,813.72
Investor Education and Protection Fund shall be credited by the following amounts namely:-				
Unclaimed dividend *	**1.49**	**-**	**1.49**	1.49
Payable to subsidiaries/holdings	**(0.00)**	**-**	**(0.00)**	-
Book overdraft with a bank	**2,919.26**	**-**	**2,919.26**	1,138.89
Payable to subsidiaries/holdings	**-**	**-**	**-**	-
Customers and Agents Balances	**1,604.25**	**-**	**1,604.25**	1,229.13
Advances from Customers	**13,493.84**	**-**	**13,493.84**	4,190.41
Sundry deposits	**2,037.59**	**-**	**2,037.59**	1,651.37
Interest accrued but not due on loans	**255.90**	**-**	**255.90**	
Other Liabilities	**510.56**	**-**	**510.56**	571.54
	52,051.17	**218.50**	**52,269.67**	25,596.55
Included in Sundry creditors are:				
I) Total outstanding dues of Micro and Small Enterprises.	**2.43**	**-**	**2.43**	19.36
II) Total outstanding dues of creditors other than Micro and Small Enterprises.	**21,367.86**	**218.50**	**21,586.36**	16,794.36
(Due to Holding Company inclued in (ii) above)	**67.86**	**-**	**67.86**	0.60
* Amount payable to Investor Education & Protection Fund Rs. Nil				
Schedule 15 : Provisions				
For staff benefit schemes	**873.81**	**7.14**	**880.95**	1,273.48
For other expenses	**0.02**	**-**	**0.02**	70.77
For taxation (net of advance tax)	**8.62**	**-**	**8.62**	-
Fringe benefit tax	**5.68**	**-**	**5.68**	-
For proposed dividend - on equity shares	**705.26**	**-**	**705.26**	936.92
For tax on proposed dividend	**119.81**	**-**	**119.81**	159.23
	1,713.20	**7.14**	**1,720.34**	2,440.40
Schedule 16 : Miscellaneous Expenditure (To the extent not written-off)				
Preliminary Expenses				
As per last balance sheet	**1.03**	**-**	**1.03**	7.54
Add: Incurred during the year	**-**	**-**	**-**	1.28
	1.03	**-**	**1.03**	8.82
Less: Preliminary Expenses written off during the year	**0.26**	**-**	**0.26**	1.90
	0.77	**-**	**0.77**	6.92

(Rs. in lacs)

	Company and its Subsidiaries For the year ended March 31, 2009	Joint Venture For the year ended March 31, 2009	Total For the year ended March 31, 2009	Total For the year ended March 31, 2008
Schedule 17 : Turnover				
Advertisement Revenue	**112,821.32**	**527.40**	**113,348.72**	101,293.33
Sale of News and Publications	**15,368.70**	**30.57**	**15,399.27**	14,987.35
Job Work Revenue	**1,934.38**	**-**	**1,934.38**	1,112.19
Sale of scrap and waste papers	**1,074.41**	**3.01**	**1,077.42**	1,051.98
Gross Airtime Sales 3,258.74 (Previous Year 2,315.89) Less: Service Tax (358.44) (Previous Year 254.61)	**2,900.30**	**-**	**2,900.30**	1,880.19
	134,099.11	**560.98**	**134,660.09**	120,325.04

(Rs. in lacs)

	Company and its Subsidiaries For the year ended March 31, 2009	Joint Venture For the year ended March 31, 2009	Total For the year ended March 31, 2009	Total For the year ended March 31, 2008
Schedule 18 : Other income				
Interest (Gross) on:				
- Bank deposits (Gross, tax deducted at source Rs.8.75 lacs, Previous year Rs.49.64 lacs)	**39.17**	**-**	**39.17**	222.90
- Others (Gross, tax deducted at source Rs.34.40 lacs, Previous year Rs.23.98 lacs)	**151.72**	**-**	**151.72**	147.76
Dividend income (From current investments - other than trade)	**122.99**	**-**	**122.99**	294.38
Income from Investments (Current- other than trade)	**1,405.85**	**-**	**1,405.85**	-
Income from Investments (Long Term- other than trade)	**337.43**	**-**	**337.43**	2,173.91
Foreign exchange difference (net)	**-**	**-**	**-**	373.40
Profit on sale of current investments - other than trade (net)	**0.43**	**-**	**0.43**	52.52
Profit on sale of long term investments - (net)	**-**	**-**	**-**	91.36
Unclaimed balances/unspent liabilities written back (net)	**542.14**	**0.93**	**543.07**	565.07
Miscellaneous income	**702.33**	**1.75**	**704.08**	465.34
	3,302.06	**2.68**	**3,304.74**	4,386.64
Schedule 19 : Raw Materials Consumed				
Inventories as at the beginning of the year	**9,857.27**	**10.40**	**9,867.67**	9,181.70
Purchases during the year	**60,730.07**	**1,588.68**	**62,318.75**	47,482.55
Less: Sale of damaged newsprint	**303.59**	**0.59**	**304.18**	399.12
	70,283.75	**1,598.49**	**71,882.24**	56,265.13
Less: Inventories as at the end of the year	**15,990.09**	**5.13**	**15,995.22**	9,867.67
	54,293.66	**1,593.36**	**55,887.02**	46,397.46
Schedule 20 : Personnel Expenses *				
Salaries, wages and bonus	**21,794.08**	**200.77**	**21,994.85**	17,855.05
Provision for gratuity	**285.32**	**-**	**285.32**	119.72
Contribution to provident and other funds	**1,132.28**	**13.15**	**1,145.43**	1,031.94
Workmen and staff welfare expenses	**754.96**	**11.44**	**766.40**	821.17
	23,966.64	**225.36**	**24,192.00**	19,827.88
* (Refer Note 22 of Schedule 25)				
Schedule 21 : Operating and Other Expenses *				
Consumption of stores and spares	**3,604.62**	**-**	**3,604.62**	3,290.60
Printing and service charges	**2,399.31**	**23.99**	**2,423.30**	2,223.90
Programming expenses	**128.92**	**-**	**128.92**	483.74
News services and despatches	**2,986.44**	**28.79**	**3,015.23**	2,140.18
Power and fuel	**2,113.14**	**2.17**	**2,115.31**	1,906.48
Advertising and sales promotion	**15,266.85**	**142.06**	**15,408.91**	11,504.14
Freight and forwarding charges (net)	**1,838.58**	**22.55**	**1,861.13**	1,713.00
Service charges on advertisement revenue	**686.90**	**-**	**686.90**	671.87
Rent	**2,849.94**	**16.86**	**2,866.80**	1,854.83
Rates and taxes	**154.31**	**1.64**	**155.95**	82.38
Insurance	**204.47**	**0.12**	**204.59**	249.62
Repairs and maintenance:				
- Plant and Machinery	**1,071.46**	**1.69**	**1,073.15**	963.83
- Buildings	**290.86**	**-**	**290.86**	408.87
- Others	**67.59**	**-**	**67.59**	37.71
Traveling and conveyance	**2,118.65**	**29.53**	**2,148.18**	1,924.18
Communication costs	**1,236.98**	**7.17**	**1,244.15**	1,054.93
Legal and professional fees	**3,045.60**	**3.26**	**3,048.86**	2,756.15
Directors' sitting fees	**4.83**	**-**	**4.83**	4.37
Auditor's remuneration	**68.12**	**0.28**	**68.40**	80.31
Foreign exchange difference (net)	**1,017.07**	**1.51**	**1,018.58**	-
Provision for doubtful debts and advances	**273.69**	**-**	**273.69**	17.68
Loss on disposal of fixed assets (net)	**11.14**	**-**	**11.14**	40.44
Radio License fee (Radio Broadcast and renewal fee)	**59.69**	**-**	**59.69**	228.00
Preliminary Expenses written Off	**0.26**	**-**	**0.26**	1.90
Bad debts written off	**6.77**	**-**	**6.77**	
Donations	**14.23**	**-**	**14.23**	-
Miscellaneous expenses	**3,981.41**	**20.17**	**4,001.58**	3,436.06
	45,501.83	**301.79**	**45,803.62**	37,075.17
* (Refer Note 22 of Schedule 25)				
Schedule 22 : (Increase)/Decrease in Inventories				
Inventories as at the end of the year				
- Work-in-progress	**4.84**	**-**	**4.84**	7.02
- Scrap and waste papers	**22.95**	**-**	**22.95**	10.91
	27.79	**-**	**27.79**	17.93
Inventories as at the beginning of the year				
- Work-in-progress	**7.02**	**-**	**7.02**	48.57
- Scrap and waste papers	**10.91**	**-**	**10.91**	4.20
	17.93	**-**	**17.93**	52.77
	(9.86)	**-**	**(9.86)**	34.84
Schedule 23 : Exceptional Items *				
Provision for diminution in long term investments	**852.50**	**-**	**852.50**	-
Provision for diminution on advances given against property	**276.50**		**276.50**	-
Payment to ESI & Bonus pertaining to Prior Periods	**13.00**		**13.00**	-
Business consultancy charges	**752.51**	**-**	**752.51**	-
	1,894.51	**-**	**1,894.51**	-
* (Refer Note 18 of Schedule 25)				
Schedule 24 : Financial Expenses				
Interest				
- on term loans	**1,712.99**	**-**	**1,712.99**	1,601.79
- on loan from holding company	**-**	**-**	**-**	-
- to banks and others	**1,283.75**	**-**	**1,283.75**	121.64
Bank charges	**231.19**	**0.22**	**231.41**	55.34
	3,227.93	**0.22**	**3,228.15**	1,778.77

Schedule 25: Notes to the Consolidated Accounts

Notes annexed to and forming part of the Consolidated Balance Sheet as at March 31, 2009, Consolidated Profit & Loss Account and Consolidated Cash Flow Statement for the year ended on that date.

1. Principles of Consolidation

The Consolidated Financial Statements relate to HT Media Limited (Parent Company), its Subsidiary Companies and its Joint Venture Company (hereinafter referred as the "HT Media Group"). The Consolidated Financial Statements have been prepared on the following basis:

(i) The financial statements of the Parent Company and its Subsidiary Companies have been combined on a line by line basis by adding together the book values of like items of assets, liabilities, income and expenses after fully eliminating intra group balances and intra group transactions resulting in unrealized profits or losses, if any, as per Accounting Standard – 21, as notified by the Companies (Accounting Standards) Rules, 2006.

(ii) The Subsidiary Companies which are included in the consolidation and the Parent Company's holding therein are as under:

Name of Subsidiary Companies	Country of Incorporation	Percentage of Ownership as at March 31, 2009
Hindustan Media Ventures Limited (formerly known as Searchlight Publishing House Limited)	India	99.27
HT Music and Entertainment Company Limited (HTMECL)	India	75.00
HT Digital Media Holdings Limited (HTDMHL) (formerly known as Hindustan Media Limited)	India	100.00
Firefly e-Ventures Limited*	India	100.00
HT Burda Media Limited (w.e.f. 22.07.2008)	India	51.00
HT Mobile Solutions Limited (w.e.f. 19.02.2009)*	India	100.00

* The Companies are subsidiary of HT Media Limited through its wholly owned subsidiary HT Digital Media Holdings Limited.

(iii) Joint Venture Company – In accordance with "Accounting Standard 27-Financial Reporting of Interests in Joint Ventures", as notified under the Companies (Accounting Standards) Rules, 2006, the Parent Company has prepared the accompanying Consolidated Financial Statements by including the Parent Company's proportionate interest in the Joint Venture's assets, liabilities, income, expenses and other relevant information. Details of Joint Venture Company are as follows:

Name of Joint Venture	Country of Incorporation	Percentage of Ownership as at March 31, 2009
Metropolitan Media Company Private Limited (MMCPL) (Incorporated on September 12, 2006)	India	50.00

Schedules to the Consolidated Accounts

(iv) The financial statements of the Subsidiary Companies and Joint Venture used in the consolidation are drawn for the same period as that of the Parent Company i.e. year ended March 31, 2009. Except that the financial statements of HT Burda Media Limited which was incorporated on July 22, 2008 are for the period starting July 22, 2008 and ending March 31, 2009 and HT Mobile Solutions Limited which was incorporated on February 19, 2009 are for period starting February 19, 2009 and ending March 31, 2009.

(v) Goodwill represents the difference between the Parent Company's share in the net worth of the Subsidiary Companies/Joint Venture Company and the cost of acquisition at the time of making the investment in the Subsidiary Companies/Joint Venture. For this purpose, the Parent Company's share of net worth of the Subsidiary Companies/Joint Venture is determined on the basis of the latest financial statements of the Subsidiary Companies/Joint Venture prior to acquisition, after making the necessary adjustments for material events between the date of such financial statements and the date of respective acquisition. Goodwill is amortised pro-rata over a period of 5 years from the date of acquisition.

(vi) Minorities' interest in net profit/(loss) of consolidated Subsidiary Companies for the year has been identified and adjusted against the income in order to arrive at the net income attributable to the shareholders of the Parent Company. Minorities' share of net assets has been identified and presented in the Consolidated Balance Sheet separately. The excess of the losses applicable to the minority are adjusted against the majority interest.

(vii) As far as possible, the Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the Parent Company's separate financial statements. Differences in the accounting policies have been disclosed separately.

2. Goodwill

a) The Goodwill in the Consolidated Financial Statements represents the excess of the purchase consideration of investment over the HT Media Limited's share in the net assets of its subsidiary-Hindustan Media Ventures Limited HMVL (formerly known as Searchlight Publishing House Limited.)

(Rs. in lacs)

Particulars	As at March 31, 2004
Investment - HMVL taken over from Holding Company – on July 1, 2003	527.10
HT Media Limited's share in the net assets of its subsidiary	278.07
Goodwill (A)	249.03
Investment – Additional shares allotted by HMVL on November 18, 2003	340.00
HT Media Limited's share in the net assets of its subsidiary	333.33
Goodwill (B)	6.67
Total Goodwill (A+B)	255.70

HT Media Limited has taken over the above investment of 3,124,771 shares of HMVL from the holding company on July 1, 2003. Goodwill amounting to Rs.249.03 lacs has been worked out based on the net assets value of the subsidiary as on June 30, 2003. Financial statements as at June 30, 2003 drawn by the management for this purpose have been audited by their statutory auditors.

b) The Goodwill in the Consolidated Financial Statements represents the excess of the purchase consideration of investment over the HT Media Limited's share in the net assets of its subsidiary – HT Music and Entertainment Company Limited. (HTMECL)

(Rs. in lacs)

Particulars	As at March 31, 2006
Investment – HTMECL on October 28, 2005 and November 4, 2005	825.00
HT Media Limited's share in the net assets of its subsidiary	825.00
Goodwill (A)	-
Investment – Additional shares allotted by HTMECL on March 14, 2006	675.00
HT Media Limited's share in the net assets of its subsidiary	597.45
Goodwill (B)	77.55

c) The Goodwill in the Consolidated Financial Statements represents the excess of the purchase consideration of investment over the HT Media Limited's share in the net assets of its joint venture – Metropolitan Media Company Private Limited.

(Rs. in lacs)

Particulars	As at March 31, 2007
Investment – Metropolitan Media Company Private Limited on November 20, 2006	5.00
HT Media Limited's share in the net assets of its joint venture	(0.71)
Goodwill (A)	5.71
Investment – Additional shares allotted by Metropolitan Media Company Private Limited on January 17,2007	250.00
HT Media Limited's share in the net assets of its joint venture	229.67
Goodwill (B)	20.33
Total Goodwill (A+B)	26.04

3 Basis of preparation

The financial statements are prepared to comply in all material aspects with Indian Accounting Standards as notified by the Companies (Accounting Standards) Rules, 2006 and the relevant provisions of the Companies Act, 1956. The financial statements have been prepared under the historical cost convention on accrual basis. The accounting policies have been consistently applied by the HT Media Group and except for the changes in accounting policies as discussed more fully below, are consistent with those used in the previous year.

4 Use of estimate

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

5 Changes in Accounting Policies

(i) The parent company has changed its policy with respect to the exchange difference on foreign currency transactions relating to acquisition of fixed assets. These differences have been adjusted to the carrying amount of fixed assets pursuant to retrospective amendments (with effect from 7th December 2006) to Accounting Standard (AS-11) on " Effects of Changes in Foreign Exchange Rates" vide GSR notification 225(E) dated 31st March 2009. The above accounting treatment followed by the Company is consistent with the revised AS-11.

(ii) Had the Company continued to use the earlier basis of accounting for foreign exchange fluctuation, the Profit after taxation for the current year would have been lower by Rs.313.57 lacs (Net of tax Rs.161.47 lacs) and net block of fixed assets (including CWIP) would correspondingly have been lower by Rs.475.04 lacs.

6 Statement of Significant Accounting Policies

(a) Fixed Assets

Value for individual Fixed Assets acquired by the Parent Company from its holding company in earlier years had been allocated based on the valuation carried out by independent experts.

Other Fixed Assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition of Fixed Assets which takes substantial period of time to get ready are also included to the extent they relate to the period till such assets are ready for their intended use.

Leasehold improvements represent expenses incurred towards civil works, interior furnishings, etc. on the leased premises at various locations.

(b) Goodwill represents the difference between the Parent Company's share in the net worth of the Subsidiary Companies/Joint Venture and the cost of acquisition at the time of making the investment in the Subsidiary Companies/Joint Venture. For this purpose, the Parent Company's share in net worth of the Subsidiary Companies/Joint Venture is determined on the basis of the latest financial statements of the Subsidiary Companies/Joint Venture prior to acquisition/investment, after making the necessary adjustments for material events between the date of such financial statements and the date of respective acquisition.

(c) Depreciation

Leasehold Land and Leasehold Improvements are amortized over the useful life or unexpired period of lease (whichever is lower) on a straight line basis.

Goodwill arising out of acquisition of shares in the Subsidiary Companies/Joint Venture is amortized pro-rata over a period of 5 years from the date of acquisition.

In respect of Fixed Assets acquired in an earlier year by the Parent Company from its holding company, which are estimated to have lower residual lives than envisaged as per the rates provided in Schedule XIV to the Companies Act, 1956, depreciation is provided based on such estimated lower residual life.

In respect of fixed assets (Plant & Machinery- printing press) acquired during the year 2004-05 from the holding company, depreciation is provided on straight line method over estimated useful life of 5 years as technically assessed by an independent expert.

Depreciation on other assets (except those acquired by the Parent Company from its holding company) of the parent company, HTMECL (Subsidiary Company), HTDMHL (Subsidiary Company), HT Burda Media Limited (Subsidiary Company) and MMCPL (Joint Venture) is provided on Straight Line Method at the rates computed based on estimated useful life of the assets, which are equal to the corresponding rates prescribed in Schedule XIV to the Companies Act, 1956. However, depreciation on fixed assets of HMVL (Subsidiary Company) is provided on Written Down Value Method at the rates computed based on estimated useful life of the assets, which are equal to the corresponding rates prescribed in Schedule XIV to the Companies Act, 1956. (Aggregate WDV of the assets of HMVL as at the year end is 1.32% of total fixed assets of the HT Media Group).

Assets costing below Rs. 5,000 each are fully depreciated in the year of acquisition.

(d) Intangibles

Software Licenses

Value for individual software license acquired by Parent Company from its holding company in an earlier year had been allocated based on the valuation carried out by an independent expert.

Software licenses acquired by parent company from the holding company, which are estimated to have lower residual lives than that envisaged above, are amortised over such estimated lower residual lives.

Software is stated at cost, less accumulated amortization. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Cost relating to other software licenses which are purchased is capitalized and amortized on a straight line basis over their estimated useful lives of five years or six years as the case may be. Value for individual software license acquired is allocated based on valuation carried out by an independent expert. Acquired software is amortized over the remaining estimated useful life from the date of acquisition.

Software licenses costing below Rs 5,000 each are fully depreciated in the year of acquisition.

Website Development

Cost relating to website development is capitalized and amortized over their estimated useful lives of six years on a straight line basis.

Costs incurred by one of the subsidiary in planning or conceptual development of the website are expensed as incurred. Once the planning or conceptual development of a website has been achieved, and the project has reached the application development stage, the Company capitalizes all costs related to website application and infrastructure development including costs relating to the graphics and content development stages. Training and routine maintenance costs are expensed as incurred.

Copyrights

Purchased copyrights by a subsidiary are accounted for at costs. In case of slump purchases by a subsidiary, value for copyright acquired is allocated based on the valuation carried out by an independent expert at the time of acquisition. Copyrights are amortized over the estimated useful life of six years from the date of acquisition on a straight line basis.

License Fees

One Time Entry Fees paid by the parent company for acquiring licenses having useful life of 10 years for its Radio Business including consultancy cost for Bidding Phase II is capitalized and is amortized on a straight line basis.

Music Contents

Cost relating to music contents which are purchased by a subsidiary company, is capitalized and amortized on a straight line basis over their estimated useful lives of four years.

(e) Expenditure on new projects and substantial expansion

Expenditure directly relating to construction activity is capitalized. Indirect expenditure incurred during construction period is capitalized as part of the indirect construction cost to the extent to which the expenditure is indirectly related to construction or is incidental thereto. Other indirect expenditure (including borrowing costs) incurred during the construction period, which is not related to the construction activity nor is incidental thereto is charged to the Profit & Loss Account. Income earned during construction period is adjusted against the total of the indirect expenditure.

All direct capital expenditure incurred on expansion is capitalized. As regards indirect expenditure on expansion, only that portion is capitalized which represents the marginal increase in such expenditure involved as a result of capital expansion. Both direct and indirect expenditure are capitalized only if they increase the value of the asset beyond its originally assessed standard of performance.

(f) Preliminary Expenses

Costs incurred towards preliminary expenses by one of the subsidiary company are amortized equally over a period of five years after the commencement of commercial operations. Costs incurred by the joint venture are charged off to revenue in the year of incurrence.

(g) Broadcast License Fees

License fees are charged to revenue at the rate of 4% of gross revenue for the period or 10% of Reserve One Time Entry Fee (ROTEF) for the concerned city, whichever is higher by a subsidiary company. Gross Revenue for this purpose is revenue derived on the basis of billing rates inclusive of any taxes and without deduction of any discount given to the advertiser and any commission paid to advertising agencies. ROTEF means 25% of highest valid bid in the city.

(h) Leases (Where HT Media Group is the lessee)

Finance leases, which effectively transfer to the Company substantially all the risks and benefits incidental to ownership over the leased item, are capitalized at the lower of the fair value and present value of the minimum lease payments at the inception of the lease term and disclosed as leased assets. Lease payments are apportioned between the finance charges and reduction of the lease liability based on the implicit rate of return. Finance charges are charged directly against income. Lease management fees, legal charges and initial direct cost are capitalized.

If there is no reasonable certainty that the Company will obtain the ownership by the end of the lease term, capitalized leased assets are depreciated over the shorter of the estimated useful life of the asset or the lease term.

Leases where the lessor effectively retains substantially all the risks and benefits of ownership over the leased term, are classified as operating leases. Operating lease payments/receipts are recognized as an expense/income in the Profit and Loss Account on a straight-line basis over the lease term.

(i) Investments

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of Cost and Fair Value determined on an individual investment basis. Long-term investments are carried at cost, however, provision for diminution in value is made to recognize a decline other than a temporary in the value of the investments.

(j) Inventories

Inventories are valued as follows:

Raw materials, stores and spares-Lower of cost and net realizable value. However, material and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost is determined on a weighted average basis.

Work-in-progress-Lower of cost and net realizable value. Cost represents direct materials cost.

Scrap and Waste papers-At net realizable value.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated cost necessary to make the sale.

(k) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the HT Media Group and the revenue can be reliably measured. Specifically, the following basis is adopted:

Advertisements

Revenue is recognized as and when advertisement is published /displayed and is disclosed net of discounts.

Airtime Revenue

Revenue from radio broadcasting is recognized on an accrual basis on the airing of client's commercials.

Income from Services

Revenues from service contracts are recognised pro-rata over the period of the contract as and when services are rendered.

Sale of News & Publications, Waste Paper and Scrap

Revenue is recognized when the significant risks and rewards of ownership have passed on to the buyer and is disclosed net of sales return and discounts.

Printing Job Work

Revenue from printing job work is recognized on the completion of job work as per terms of agreement.

Interest

Revenue is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable. Income on investment made in the units of fixed maturity plans of mutual funds is recognized based on the yield earned and to the extent of reasonable certainty.

Dividend

Revenue is recognised if the right to receive payment is established by the balance sheet date.

(l) Foreign currency transactions

Initial Recognition

Foreign currency transactions are recorded in the reporting currency by applying to the foreign currency amount, the exchange rate between the reporting currency and the foreign currency prevailing at the date of the transaction.

Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction and non- monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when the values were determined.

Exchange Differences

Exchange differences, in respect of accounting periods commencing on or after 7th December, 2006, arising on reporting of long-term foreign currency monetary items at rates different from those at which they were initially recorded during the period, or reported in previous financial statements, in so far as they relate to the acquisition of a depreciable capital asset, are added to or deducted from the cost of the asset and are depreciated over the balance life of the asset, and in other cases, are accumulated in a "Foreign Currency Monetary Item Translation Difference Account" in the enterprise's financial statements and amortized over the balance period of such long-term asset/liability but not beyond accounting period ending on or before 31st March, 2011.

Exchange differences arising on the settlement of monetary items not covered above, or on reporting such monetary items of company at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognized as income or as expenses in the year in which they arise.

Forward Exchange Contracts not intended for trading or speculation purposes

The premium or discount arising at the inception of forward exchange contracts is amortized as expense or income over the life of the contract. Exchange differences on such contracts are recognized in the statement of profit and loss in the year in which the exchange rates change. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognized as income or as expense for the year.

(m) Retirement and other employee benefits

i. Retirement benefits in the form of Provident Fund is a defined contribution scheme and the contribution are charged to the Profit and Loss Account of the year when the contribution to the fund is due.

ii. Gratuity of employees of Parent Company is a defined benefit plan and provision in respect of it is made as per actuarial valuation carried out as per projected unit credit method by an independent actuary as at year end and is contributed to Gratuity Fund created by the holding company of the Parent Company. The liability towards gratuity of employees of a Subsidiary Company is ascertained based on demand received from Life Insurance Corporation of India (LIC) with whom a Group Gratuity Policy has been taken and is paid to them. LIC has ascertained the gratuity liability on actuarial valuation basis at the year-end. The liability in respect of gratuity of employees of other Subsidiary Companies and Joint Venture Company is provided as per actuarial valuation as per projected unit credit method carried out by an independent actuary(ies) at the year end.

iii. Provision for leave encashment arising on long term benefits is accrued and made on the basis of an actuarial valuation carried out as per projected unit credit method by an independent actuary at the year end. Short term compensated absences are provided for based on estimates.

iv. Actuarial gains/losses are immediately taken to profit and loss account and are not deferred.

v. Retirement benefits in the form of Provident Fund and Pension Schemes are defined contribution schemes and the contributions are charged to the Profit and Loss Account of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the respective funds.

(n) Impairment

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amounts of an asset exceed its recoverable amount. The recoverable amount is the greater of the assets net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.

(o) Provisions

A provision is recognised when the HT Media Group has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on best estimate required to settle the obligation at each Balance Sheet date. These are reviewed at each Balance Sheet date and are adjusted to reflect the current best estimates. Provision for expenditure relating to voluntary retirement is made when the employee accepts the offer of early retirement and such provision amount is charged to Consolidated Profit and Loss Account in the year of provision.

(p) Income Taxes

Tax expense comprises fringe benefit, current and deferred taxes. Fringe benefit and current income tax are measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India. Deferred income tax reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to the taxes on income levied by same governing taxation laws. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits.

At each balance sheet date the Company re-assesses unrecognised deferred tax assets. It recognises unrecognised deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each balance sheet date. The Parent Company writes-down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the Minimum Alternative tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in Guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the profit and loss account and shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income- tax during the specified period.

(q) Earnings Per Share

Basic Earnings Per Share is calculated by dividing the net profit or loss for the year attributable to Equity Shareholders (after deducting preference dividend and attributable taxes) by the weighted average number of equity shares outstanding during the year. The weighted average numbers of equity shares outstanding during the year are adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split, and reverse share split (consolidation of shares).

For the purpose of calculating Diluted Earnings Per Share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

(r) Cash Flow Statement

Cash flows are reported using indirect method, whereby profit before tax is adjusted for the effects transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, financing and investing activities of the Company are segregated.

Cash and Cash equivalents in the cash flow statement comprise cash at bank and in hand and short term investments with an original maturity of three months or less.

(s) Employee Stock Compensation Cost

Measurement and disclosure of the employee share-based payment plans in case of Parent Company is done in accordance with SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the Guidance Note on Accounting for Employee Share-based Payments, issued by The Institute of Chartered Accountants of India. The Company measures compensation cost relating to employee stock options using the intrinsic value method. Compensation expense is amortized over the vesting period of the option on a straight line basis.

(t) Segment Reporting Policies

Identification of segments :

The Company's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The analysis of geographical segments is based on the areas in which major operating divisions of the Company operate

Inter segment Transfers :

The Company generally accounts for intersegment sales and transfers as if the sales or transfers were to third parties at current market prices

Allocation of Common Costs:

Common allocable costs are allocated to each segment on a rational basis based on nature of each such common cost.

Unallocated Items:

Corporate income and expenses are considered as a part of unallocable income & expense, which are not identifiable to any business segment.

Segment Policies :

The company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the company as a whole.

7. During the year ended March 31, 2005, the Parent Company acquired the printing undertaking at New Delhi from its holding company namely The Hindustan Times Limited (HTL).The writ petition filed by the ex –workmen of HTL challenging the transfer of business was quashed by the Hon'ble Delhi High Court on May 9, 2006.Thereafter, the ex-workmen of HTL raised the industrial dispute before Delhi Government, who referred the dispute to Industrial Tribunal-I, Karkardooma Courts, New Delhi (Tribunal). During the course of the proceedings before Tribunal, the ex-workmen moved application for interim relief. The Tribunal vide its order dated March 8, 2007, granted interim relief to the ex-workmen of HTL to the extent of 50% of last drawn wages from the date of such order till the disposal of the matter.

However, HTL challenged the said order before Hon'ble Delhi High Court in a Writ Petition, wherein the Hon'ble Court modified the order of the Tribunal to the extent that the amount equivalent to 50% so received by ex-workmen will be set off against their retrenchment compensation (not encashed by the above ex-workmen till date), in the event of HTL

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succeeding in the writ petition. The Hon'ble Court further clarified that payment will be made only from date of the High Court order (i.e. March 23, 2007) till the disposal of writ petition and it further stayed the order and proceedings pending before the Tribunal.

The said writ stands disposed of by Delhi High Court vide order dated 16.01.2009 by holding that it was agreed between the parties to make the payment to ex-workmen till the amount of their Retrenchment Compensation is exhausted. The stay on the proceedings before the Industrial Tribunal was also vacated by High Court and accordingly proceedings before the Industrial Tribunal has re-started.

8. Segment Information

(a) Identification of Segments:

Primary Segment

Business Segment

The Parent Company, its joint venture and one of its subsidiary company are presently engaged in the business of Printing and Publication of Newspapers and Periodicals. One of the subsidiary company of the Parent Company is engaged in the business of providing entertainment, radio broadcast and all other related activities through its Radio Channels operating under brand name 'Fever 104' in India. Other subsidiary company is engaged in the business of providing various internet related business like, social networking, jobs etc. Accordingly HT Media Group has organised its operations into three major businesses: "Printing and Publishing of Newspapers and Periodicals", "Radio Broadcast" and "Dot com."

Secondary Segment

Geographical Segments

The Company's operations are mostly within India and do not have operations in economic environments with different risks and returns. Hence, it is considered operating in single geographical segment.

Segment Information for the year ended March 31, 2009 - Information about Primary Business Segments

(Rs. in lacs)

Particulars	For the Year Ended March 09					For the Year Ended March 08				
	Printing & Publishing	Radio Broadcast	Internet	Inter-segment Elimination	Total	Printing & Publishing	Radio Broadcast	Internet	Inter-segment Elimination	Total
Revenue										
External	131,659.12	2,900.30	100.67	-	134,660.09	118,445.62	1,879.41	-	-	120,325.03
Inter-Segment	777.92	67.67	(1.24)	(844.35)	-	611.53	181.86	-	(793.39)	-
Other Income	1,247.15	-	-	-	1,247.15	1,081.25	318.18	4.38	-	1,403.81
Inter-Segment	-	-	-	-	-		200.00	-	(200.00)	-
Total Revenue	**133,684.19**	**2,967.97**	**99.43**	**(844.35)**	**135,907.24**	**120,138.40**	**2,579.45**	**4.38**	**(993.39)**	**121,728.84**
Results										
Segment Results	10,700.19	(2,972.32)	(4,573.99)	-	3,153.88	17,741.99	(3,982.33)	(1,064.88)	-	12,694.78
Interest (Including Finance Charges)					3,228.15					1,778.77
Interest on Deposit, Income from Investments					2,057.59					2,982.83
Operating Profit					**1,983.32**					**13,898.84**
Exceptional Item (Net)					1,894.51					-
Profit Before Taxation					**88.81**					**13,898.84**
Provision for Taxation										
(Including taxes for earlier years)					(5.99)					(4,804.03)
Provision for Fringe Benefit Tax					(393.54)					(392.59)
Credit towards Deferred Tax					(848.72)					1,430.66
Profit after Taxation					**(1,159.44)**					**10,132.89**
Other Information										
Segment Assets	129,247.74	10,167.76	1,378.26	-	140,793.76	92,922.77	12,057.54	996.70	-	106,047.0
Unallocated Assets					36,484.77					30,805.62
Total					**177,278.53**					**136,852.63**
Segment Liabilities	50,524.53	1,709.24	910.01	-	53,143.78	25,208.52	1,284.00	448.28		26,940.8
Unallocated Liabilities					39,973.74					24,618.96
Total					**93,117.52**					**51,559.76**
Capital Expenditure	30,896.42	62.35	939.29	-	31,898.06	13,384.47	858.67	895.23	-	15,138.37
Depreciation / Amortisation	5,624.68	930.33	325.57	-	6,880.58	4,596.85	1,074.74	27.13	-	5,698.72
Non-Cash Expenses other than Depreciation/Amortisation	-	-	-	-	-	28.98				28.98

9. As approved by the shareholders at their Extra-ordinary General Meeting held on October 21, 2005, during an earlier year, the Parent Company has given interest-free loan of Rs. 2,174.28 lacs to HT Media Employee Welfare Trust which in turn purchased 4,68,044 Equity Shares of Rs. 10/- each of HT Media Limited (as on date equivalent to 23,40,220 Equity Shares of Rs. 2/- each) from the open market [average cost per share – Rs. 92.91 based on Equity Share of Rs. 2/- each], for the purpose of granting Options under the 'HTML Employee Stock Option Scheme' (the Scheme), to eligible employees.

During the previous year, the Scheme was modified to the effect – (a) Options granted w.e.f. September 15, 2007 shall vest as per revised schedule of vesting period; and (b) to extend the coverage of the Scheme to the eligible full-time employees of the subsidiary company. The Options granted under the Scheme shall vest as per two Schedules of vesting period which are hereinafter referred to as 'Plan A' and 'Plan B' (applicable to Options granted w.e.f. September 15, 2007). Options granted under both the plans are exercisable for a period of 10 years after the scheduled vesting date of the last tranche of the Options as per the Scheme.

The relevant details of the Scheme are as under.

	Plan A	Plan B
Dates of Grant	09.01.2006 05.12.2006 23.01.2007	25.09.2007
Date of Board approval	20.09.2005	12.10.2007
Date of Shareholder's approval	21.10.2005	30.11.2007
Number of options granted	889,760* 99,980* 228,490	773,765
Method of Settlement	Equity	Equity
Vesting Period (see table below)	24 to 48 months	12 to 48 months
Exercise Period	10 years after the scheduled vesting date of the last tranche of the Options, as per the Scheme	
Vesting Conditions	Employee remaining in the Employment of the Company during the vesting period	

Note:

Approvals obtained from the Board of Directors and Shareholder's of the Company for the'Plan B' were with retrospective effect from 15.09.2007

Details of the vesting period are:

Vesting Period from the Grant date	Vesting Schedule	
	Plan A	Plan B
On completion of 12 months	Nil	25%
On completion of 24 months	10%	25%
On completion of 36 months	40%	25%
On completion of 48 months	50%	25%

The details of activity under Plan A and Plan B (effective from 15th September, 2007) of the Scheme have been summarized below:

	Plan A 2008-2009		Plan A 2007-2008	
	Number of options	Weighted Average Exercise Price (Rs.)	Number of options	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning Of the year	846,075	107.52	991,880	116.59
Granted during the year	-	-	-	-
Forfeited during the year	204,785	141.45	145,805	169.23
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	641,290	96.69	846,075	107.52
Exercisable at the end of the year	185,219	93.82	66,047	92.30
Weighted average remaining contractual life (in years)	10.84		12.00	
Weighted average fair value of options granted	-		-	

	Plan B 2008-2009		Plan B 2007-2008	
	Number of options	Weighted Average Exercise Price (Rs.)	Number of options	Weighted Average Exercise Price (Rs.)
Outstanding at the beginning of the year	773,765	208.15	-	-
Granted during the year	-	-	773,765	208.15
Forfeited during the year	114,858	208.15	-	-
Exercised during the year	-	-	-	-
Expired during the year	-	-	-	-
Outstanding at the end of the year	658,907	208.15	773,765	208.15
Exercisable at the end of the year	164,727	208.15	-	-
Weighted average remaining contractual life (in years)	12.50		13.50	
Weighted average fair value of options granted	-		123.17	

None of the Options granted in the above mentioned plans of the Scheme have been exercised till date.

The details of exercise price for stock options outstanding at the end of the current year ended March 31, 2009 are:-

Range of exercise prices	Number of options outstanding	Weighted average remaining contractual life of options (in years)	Weighted average exercise price (Rs.)
Plan A			
Rs. 92.30 to Rs.170.80	641,290	10.84	96.69
Plan B			
Rs. 208.15	658,907	12.50	208.15

The details of exercise price for stock options outstanding at the end of the previous year ended March 31, 2008 are:-

Range of exercise prices	Number of Options outstanding	Weighted average remaining contractual life of options (in years)	Weighted average exercise price (Rs.)
Plan A			
Rs. 92.30 to Rs.170.80	846,075	12.00	107.52
Plan B			
Rs. 208.15	773,765	13.50	208.15

There is no effect of the employee share based payment plans on the profit and loss account for the current year and on the financial position of the Company.

The weighted average fair value of stock options granted during the year was Rs. Nil (Previous year Rs. 123.17). The Black Scholes valuation model has been used for computing the weighted average fair value considering the following inputs

	2008-09*	2007-08
Grant Date	NA	25.09.2007
Expected Volatility	NA	32.63%
Life of the options granted (Vesting and exercise period) in years	NA	8 years to 11 years
Average risk-free interest rate	NA	7.88% - 8.03%
Expected dividend yield	NA	0.25%

*Company has not granted any options during the financial year 2008-09

Difference between employee compensation cost (calculated using the intrinsic value of stock options) and the employee compensation cost (calculated on the fair value of the options) is Rs. 332.89 lacs (Previous year Rs. 380.48 lacs). Had the fair value method been used the profit would have been lower by Rs. 332.89 lacs (Previous year Rs. 380.48 lacs) & adjusted basic & diluted EPS would have been Rs. 3.56 (Previous year Rs. 6.01) (Nominal value of share Rs. 2/-).

10 Merger of Radio business

The Board of Directors of the Company at its meeting held on November 28, 2008 approved a Scheme of Arrangement and Restructuring u/s 391-394 read with Sections 100-104 of the Companies Act, 1956 between the HT Music and Entertainment Company Limited ("Demerged Company") and the Company ("Resulting Company") (hereinafter referred to as "the Scheme").

The Scheme, *inter-alia*, provides for the following:

[A] Upon the Scheme coming into effect and with effect from Appointed Date-1 i.e. 30th September, 2008 (closing business hours):

I. Reduction of equity share capital of the Demerged Company, by reducing face value of equity shares from Rs.10 to Re.1 by cancelling Rs.9 per equity share.

II. Reduction of preference share capital of the Demerged Company, by reducing face value of preference shares from Rs.100 to Rs.62 by cancelling Rs.38 per preference share.

III. The loss of Rs.70,50,00,000 on reduction of paid-up value of Equity and Preference Share Capital in Demerged Company held by Resulting Company as contemplated in A I & A II above shall be adjusted against Securities Premium Account.

[B] Upon the Scheme coming into effect and with effect from Appointed Date-2 i.e. 1st January, 2009 (opening business hours):

I. Demerger of Radio Business of the Demerged Company and transfer and vesting thereof, as a going concern into the Company.

II. Reduction of issued, subscribed and paid up equity share capital of HT Music by Rs. 1,00,00,000 proportionately amongst the equity shareholders from Rs.2,00,00,000 divided into 2,00,00,000 equity shares of Re.1 each to Rs.1,00,00,000 divided into 1,00,00,000 equity shares of Re.1 each.

III. Cancellation of the entire issued, subscribed and paid-up Preference Share Capital of Rs.93,00,00,000.

IV. The loss of Rs.94,00,00,000 on reduction of paid-up value of Equity and Preference Share Capital in Demerged Company held by HT Media as contemplated in B II & B III above shall be adjusted against Securities Premium Account.

The Equity Shareholders, Secured and Unsecured Creditors of the Company, at their respective meetings held on 28th January, 2009 in terms of the Order made on 19th December, 2008 by the Hon'ble Delhi High Court, approved the Scheme. Thereafter, the Scheme was sanctioned by the Hon'ble Delhi High Court in terms of the Order passed on 19th March, 2009. Consequent upon approval of the Ministry of Information and Broadcasting for demerger of Radio Business of the Demerged Company and transfer and vesting thereof into the Company (as provided in the Scheme) vide order no.212/30(11)/2006-FM dated 15th May,2009, the Scheme came into effect from 1st January, 2009.

In accordance with the provision of the Scheme outlined in Para A above, the loss of Rs.70,50,00,000 on reduction of paid-up value of Equity and Preference Share Capital in Demerged Company held by the Company, has been adjusted against Securities Premium Account.

The loss on reduction of paid-up value of Equity Share Capital and Preference Share Capital of the Demerged Company held by the Company mentioned in Para B above, has also been adjusted against Securities Premium Account.

The application and reduction of the Securities Premium Account in two tranches as mentioned above, has been effected in terms of the Scheme and in accordance with the provisions of Sections 100 to 104 of the Companies Act, 1956, and as the same does not involve either diminution of liability in respect of unpaid share capital or payment to any shareholder of any paid-up share capital, the provisions of Section 101 of the Companies Act, 1956 are not applicable, However, the Order of the Hon'ble Court sanctioning the Scheme is deemed to be an Order under Section 102 of the Companies Act, 1956 confirming reduction of capital.

In terms of the Scheme of Arrangement and Demerger, 7,69,230 Equity Shares of Rs.2 each of the Company shall be allotted to the external shareholders of the Demerged Company against consideration of Radio business of the Demerged Company.

The assets and liabilities, rights and obligation of Radio business of the Demerged Company have been vested with the Company w.e.f. Jan 1, 2009. The Scheme has, accordingly, been given effect to in these accounts. The amalgamation has been accounted for under the "Pooling of Interests Method" as per Scheme of Amalgamation. Accordingly, the assets and liabilities of the Radio business as at Jan 1, 2009 have been taken over at cost.

The Scheme inter-alia also provides that the difference in the recorded value of assets in the books of account of the Resulting Company over recorded value of liabilities in the books of account of the Resulting Company and the face value of the New Equity Shares allotted by the Resulting Company shall be recorded by the Resulting Company as capital reserve, which may be treated as free reserves. Particulars of Assets and Liabilities acquired:

(Rs. in Lacs)

Particulars	Amount
Assets	
Fixed Assets	8,926.19
Capital work in Progress	412.08
Cash & Bank Balances	209.77
Loans & Advances	835.25
Sundry Debtors (net of provision)	1,334.71
Deffered Tax Assets	1,948.87
Total (A)	**13,666.87**
Secured Loan	666.42
Unsecured Loan	2,500.00
Current Liabilities and Provisions	2,996.48
Total (B)	**6,162.90**
Net Assets acquired (A - B)	**7,503.97**
Less: Face Value of new shares issued	**15.38**
Balance adjusted against Capital Reserve	**7488.59**

The provision for tax for the current year has been computed after adjusting the carried forward business loss of Rs.12,378.88 lacs of the demerged undertaking.

One Time Entry Fees paid for acquiring licences for Radio business paid by the Demerged Company in earlier years is capitalized and amortized on straight line basis against. The same shall be amortized against the credit balance of securities premium account over the useful life of the said licences or their unexpired period (whichever is lower) from date of Merger of Radio business as per the approved Scheme. Consequently amount of Rs.188.73 lacs has been debited to the Securities Premium Account in the current year.

11. In terms of the Scheme of Arrangement and Demerger under Sections 391-394 of the Companies Act, 1956 between the Company and Go4i.com (India) Private Limited (Go4i.com) and their respective shareholders and creditors effective July 1, 2006 (Appointed Date). The Company has during the year allotted 22,600 Equity Shares of Rs. 2/- each to the shareholders of Go4i.com on July 21, 2008

12. A Subsidiary company Firefly e-Ventures Limited (through its wholly owned subsidiary HT Digital Media Holdings Limited) has accounted for deferred tax assets (net) amounting to Rs. 2096.82 lacs till March 31, 2009 (Previous Year Rs. 362.19 lacs). The company is confident that subsequent realization of the deferred tax assets created is virtually certain in the near future based on future projection and existing business model. The initial investment and expense in the internet industry is quite substantial resulting in operating losses in the initial years. As the business grows, the operating margins improve enabling faster absorption of losses.

Similarly Joint Venture Metropolitan Media Company Private Limited, have accounted for deferred tax assets (net) amounting to Rs. 392.35 lacs till March 31, 2009 (Previous Year Rs. 392.35 lacs), wherein based on future projection the management is confident of subsequent realisation of such assets

13. During the year, Company has acquired 23% stake in SchoolOnWeb Private Limited through the investment of Rs.250 lacs, but the Company doesn't have any significant influence on SchoolOnWeb Private Limited. Hence, the same has not been considered for the Consolidation of Accounts as per Accounting Standard (23) on "Accounting of Investment in Associates in Consolidated Financial Statements".

14. Gratuity (Post Employment Benefit plan)

HT Media Group has a defined benefit gratuity plan. Every employee who has completed five years or more of services gets a gratuity on separation at 15 days salary (last drawn salary) for each completed year of service. The Group Companies has formed separate Gratuity Trust to which contribution is made based on actuarial valuation done by independent valuer.

The following table summarize the components of net benefit expenses recognized in the Consolidated Profit & Loss Account and the Funded status and amount recognized in the Consolidated Balance Sheet for respective plans:

Amount recognized in Profit and Loss Account

(Rs. in lacs)

	Gratuity For the year ended 31st March, 2009	Gratuity For the year ended 31st March, 2008
Current service cost	224.76	184.73
Interest cost on benefit obligation	87.84	72.36
Expected return on plan assets	(48.11)	(79.88)
Net actuarial (gain) / loss recognized in the year	(69.93)	(58.00)
Net Benefit Expense	194.57	119.72
Actual return on planned assets	2.38	102.55

Amount recognized in Balance Sheet

(Rs. in lacs)

	Gratuity As at 31st March, 2009	Gratuity As at 31st March, 2008
Present value of funded obligations	1,182.92	1,052.11
Fair value of plan assets	832.92	962.13
Surplus/ (Deficit) in the Plan	(350.00)	(89.98)
Present value of unfunded obligations	-	(24.57)
Less: Unrecognised past service cost	-	-
Net (liability)/Asset	(350.00)	(114.55)

Changes in the present value of obligation are as follows:

(Rs. in lacs)

	Gratuity 2008-09	Gratuity 2007-08
Present value of obligation as at 01/04/2008*	1,119.20	910.78
Current Service cost	228.28	173.32
Interest cost	87.32	72.86
Actuarial loss /(gains) on obligation	(111.20)	(35.34)
Benefits paid	(140.68)	(44.96)
Present value of obligation as at 31/03/2009	1,182.92	1,076.68

*Opening Present value of obligation contains the present value of obligation of Radio Business acquired during the year.

Changes in the fair value of plan assets are as follows:

(Rs. in lacs)

	Gratuity As at 31st March 2009	Gratuity As at 31st March 2008
Fair value of plan assets as at 01/04/2008	962.13	643.67
Expected return plan assets	48.11	81.81
Contributions by employer	-	260.87
Benefits paid	(131.59)	(44.96)
Actuarial gain/(losses) on plan assets	(45.73)	20.73
Fair value of plan assets as at 31/03/2009	832.92	962.13

The major categories of plan assets as a percentage of the fair value of total plan assets are as follows:

	Gratuity 2008-09	Gratuity 2007-08
Investments in Unit Linked Plan	70.41%	91.45%

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled. There has been significant change in expected rate of return on assets due to the improved stock market scenario

Schedules to the Consolidated Accounts

The principal assumptions used in determining gratuity obligations for the HT Media Group's plans are shown below:

	Gratuity 2008-09	Gratuity 2007-08
Discount rate	6.5% - 8%	8%
Expected rate of return on plan assets	5% & 4%	12.71%
Employee turnover		
Upto 30 years	3% & 8%	3% & 8%
From 31 to 44 years	2% & 7%	2% & 7%
Above 44 years	1% & 0%	1% & 0%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors on long term basis. The Company expects to contribute Rs 350 lacs to gratuity fund in the year 2009-10.

Disclosure of the amount required by paragraph 120(n) of AS-15 need not be given as the Company has adopted the standard from FY 2007-08. Prior years Gratuity benefit plan have been taken only for One year

(Rs. in lacs)

	2008-09	2007-08
Defined benefit obligation	1,182.92	1,052.11
Plan Assets	832.92	962.13
Deficit	350.00	89.98
Experience Adjustment on Plan Liabilities- (Gain)/Loss	759.87	-
Experience Adjustment on Plan Assets- (Gain)/Loss	(1,199.06)	-

(Rs. in lacs)

Defined Contribution Plan:	2008-09	2007-08
Contribution to Provident Fund		
Charged to Profit and Loss Account	1,115.92	979.11

15. Names of Related Parties

Holding Company of Parent Company	The Hindustan Times Limited
Group companies where common control exists (Fellow Subsidiaries) and with whom transactions have taken place during the year	Go4i.com (India) Private Limited Paxton Trexim Private Limited.
Key Management Personnel	Smt. Shobhana Bhartia (Chairperson & Editorial Director of Parent Company) Mr. Shamit Bhartia (Whole time Director of the Parent Company and Subsidiary Company) Mr. Priyavrat Bhartia (Whole time Director) Mr. S. M. Agarwal (Whole time Director of a Subsidiary Company)
Relatives of Key Management Personnel	Late Dr. K.K.Birla (upto 30th August, 2008)
Enterprises owned or significantly Influenced by Key Management Personnel or their relatives and with whom transactions have taken place during the year	The Hindustan Times Limited

Related Party Transactions

(Rs.in lacs)

Transactions during the year ended	Holding Company		Fellow Subsidiaries		Joint Venture		Key Management Personnel		Relatives of Key Management Personnel		Enterprises owned or significantly influenced by Key Management Personnel or their relatives		Total	
	March 31, 2009	March 31, 2008	March 31, 2009	March 31, 2008	March 31, 2009	March 31, 2008	March 31, 2009	March 31, 2008	March 31, 2009	March 31, 2008	March 31, 2009	March 31, 2008	March 31, 2009	March 31, 2008
REVENUE TRANSACTIONS														
Sale of goods														
Job Revenue														
Metropolitan Media Company Pvt Ltd					336.96	259.23							336.96	259.23
Process Management Fees / Mgmt Consultancy Fees Received														
Metropolitan Media Company Pvt Ltd					6.68	11.45							6.68	11.45
Share of Advertisement Revenue Paid														
Metropolitan Media Company Pvt Ltd					375.19	208.01							375.19	208.01
Printing & Service Charges paid														
Paxton Trexim Pvt Ltd											412.42	164.58	412.42	164.58
Sitting fee														
Late Dr. K. K. Birla							-			0.60			-	0.60
Dividend paid on Equity Shares														
The Hindustan Times Ltd	485.26	643.94											485.26	643.94
Advertisement Revenue														
Metropolitan Media Company Pvt Ltd					14.48	24.84							14.48	24.84
Maintenance Expenses														
Go4i.com (India) Pvt Ltd			-	6.00									-	6.00
Receipt for Employees on Deputation														
Metropolitan Media Company Pvt Ltd					2.06	3.54							2.06	3.54
Remuneration paid to Key managerial personnel														
Smt. Shobhana Bhartia							170.48	131.95					170.48	131.95
Shri Priyavrat Bhartia							75.60	51.63					75.60	51.63
Shri Shamit Bhartia							73.23	47.46					73.23	47.46
Shri S. M. Agarwal							6.40	6.67					6.40	6.67
Rent Paid														
The Hindustan Times Ltd	619.75	548.15											619.75	548.15
Security deposits given by the Company														
The Hindustan Times Ltd	-	371.00											-	371.00
Advertising and Sales Promotion														
The Hindustan Times Ltd	46.37	44.94											46.37	44.94
Reimbursement of expenses incurred on behalf of the company by parties														
The Hindustan Times Ltd	191.75	268.25											191.75	268.25
Reimbursement of expenses incurred on behalf of the parties by company														
The Hindustan Times Ltd	0.04	-											0.04	-
Metropolitan Media Company Pvt Ltd					2.96	2.11							2.96	2.11
CAPITAL TRANSACTIONS														
Reimbursement of Capital expenditure incurred on behalf of the company by parties														
The Hindustan Times Ltd	-	858.98											-	858.98
Purchase/ (Sale) of Fixed Assets by Company														
The Hindustan Times Ltd	281.56												281.56	-
Business Acquired														
Go4i.com (India) Pvt Ltd			-	8.42									-	8.42
Newsprint on Loan														
Metropolitan Media Company Pvt Ltd					-	429.06							-	429.06
Repayment of Newsprint Loan Given														
Metropolitan Media Company Pvt Ltd					394.75	-							394.75	-
Share Capital pending allotment														
The Hindustan Times Ltd	15.38	-										15.38	-	
Loans Given														
Metropolitan Media Company Pvt Ltd					34.31	429.06							34.31	429.06
Equity Share Capital (Including pending allotment)														
The Hindustan Times Ltd	3,260.09	3,719.71											3,260.09	3,719.71
Receivable as Advances / Debtors														
Metropolitan Media Company Pvt Ltd					172.94	66.98							172.94	66.98
Payable as Creditors														
The Hindustan Times Ltd	67.86	0.60											67.86	0.60
Go4i.com (India) Pvt Ltd			0.83	3.88									0.83	3.88
Metropolitan Media Company Pvt Ltd					21.17	47.48							21.17	47.48
Paxton Trexim Pvt Ltd											15.07	36.60	15.07	36.60
Security deposits given by the Company														
The Hindustan Times Ltd	1,091.00	1,091.00											1,091.00	1,091.00

16. Derivative Instruments and Hedged Foreign Currency Exposure

(a) Particulars of hedged import vendors at applicable exchange rates in respect of Forward Contracts outstanding as at Balance Sheet date

(Figures in lacs)

Currency	Exchange rates	Amount in Foreign Currency	Amount in Indian Rupees	Amount in Foreign Currency	Amount in Indian Rupees	Purpose
		As at March 31, 2009		As at March 31, 2008		
USD	49.20	5.00	246.00	-	-	To hedge import Vendors
USD	51.72	4.00	206.86	-	-	
USD	51.82	5.00	259.10	-	-	
USD	52.02	2.00	104.03	-	-	
USD	52.06	7.50	390.41	-	-	
USD	52.03	2.00	104.06	-	-	
USD	52.21	4.00	208.84	-	-	
USD	52.28	5.00	261.38	-	-	
USD	52.17	4.00	208.66	-	-	
USD	52.25	5.00	261.23	-	-	
USD	52.18	4.00	208.70	-	-	
USD	52.10	2.00	104.20	-	-	
USD	51.24	5.00	256.18	-	-	
USD	51.39	2.00	102.78	-	-	
USD	51.54	4.00	206.14	-	-	
		60.50	**3128.56**	-	-	-

(b) Particulars of Unhedged Foreign Currency exposure as at the Balance Sheet date.

Particulars	Currency	As at March 31, 2009		As at March 31, 2008	
		Amount in respective currency	Exchange Rate in Rs	Amount in respective currency	Exchange Rate in Rs
Sundry Creditors	USD	2,931,748	50.74	12,093,679	40.07
	EURO	1,397,870	67.01	-	
	CHF	9,704	45.50	11,808	40.11
Sundry Debtors	USD	416,944	50.72	296,230	39.64
	EURO	90,967	66.97	217,052	62.58
	GBP	10,813	72.42	-	-
Provision for Liability	USD	170,168	50.74	-	-
Acceptances	USD	19,062,685	50.74	-	-
	EURO	2,76,940	67.01	-	-
Secured Loan	USD	15,467,010	50.74	-	-

17. Leases

Rental expenses in respect of operating leases are recognised as an expense in the Profit and Loss Account, on a straight-line basis over the lease term.

Operating Lease (for assets taken on Leases):

a) The HT Media Group has taken various residential, office and godown premises under operating lease agreements. These are generally cancellable leases and are renewable by mutual consent on mutually agreed terms with or without rental escalations.

b) Lease payments recognized for the year are Rs 2,866.80 lacs (Previous year Rs. 1,854.83 lacs) and are disclosed as Rent under Schedule 21.

c) The future minimum lease payments under non-cancellable operating leases;
- not later than one year is Rs. 1,350.08 lacs (Previous year Rs. 793.00 lacs);
- later than one year but not later than five years is Rs. 3,622.08 lacs (Previous year Rs.1,781.30 lacs);
- later than five years is Rs. 3,064.24 lacs (Previous year Rs. 227.14 lacs)

18. Exceptional Items:

a) Provision of Rs 852.50 lacs towards diminution in Long Terms Investments, as estimated by management based on valuation done by independent valuer.

b) Provision of Rs 276.50 lacs towards diminution in value of advances paid for purchase of properties, as estimated by management based on quotations from independent property consultants.

c) One time and non-recurring expenditure of Rs 752.51 lacs towards consultancy charges paid for drawing up strategic plan(s) for new areas of business.

d) Payment of ESI and Bonus pertaining to Prior Period amounting to Rs. 13.00 lacs.

19. Contingent Liabilities not provided for

(Rs. in lacs)

	As at March 31, 2009	As at March 31, 2008
Claim against Hindustan Media Ventures Limited (Formerly known as Searchlight Publishing House Limited) a subsidiary company not acknowledged as debts.		
a) The Company has filed a petition before the Hon'ble Patna High Court against an initial claim for additional contribution of Rs. 73.37 lacs made by Employees State Insurance Corporation (ESIC) relating to the years 1989-90 to 1999-00. The Company has furnished a bank guarantee amounting to Rs. 12.50 lacs to ESIC and the Hon'ble High Court has stayed the matter.	73.37	73.37
b) An appeal by the Company is pending before the Commissioner of Income Tax (Appeal), Patna against certain additions made to the total income for assessment year 2005-06 during the course of scrutiny assessment u/s 143(3) of the Income Tax Act, 1961. The appeal also lies against the resultant claim of Income Tax and interest.	Nil	61.31
c) An appeal by the Company is pending before the Income Tax Appellate Tribunal, Patna against certain additions made to the total income for assessment year 2003-04 during the course of scrutiny assessment u/s.143(3) of the Income Tax Act, 1961 and confirmed by the Commissioner of Income Tax (Appeal), Patna. The appeal also lies against the resultant claim of Income Tax and interest.	2.14	Nil

20 Supplementary Statutory Information

(Rs. in lacs)

	For the year ended March 31, 2009	For the year ended March 31, 2008
Directors' Remuneration*		
Salaries	291.00	179.97
Contribution to provident fund	23.40	19.15
Perquisites	4.91	38.59
	319.31	237.71

* As the future liability for gratuity and leave encashment is provided on an actuarial basis for the Company as a whole, the amount pertaining to the directors is not ascertainable and, therefore, not included above.

21 Calculation of Earning Per Share (EPS)

(Rs. in lacs)

	For the year ended March 31, 2009	For the year ended March 31, 2008
Net profit/ (Loss) for the year after tax for calculation of basic & diluted EPS	90.57	10,132.82
Number of Equity Shares at the beginning of the year (outstanding for 365 days)	234,229,205	234,229,205
Number of Equity Shares issued on July 21, 2008 (outstanding for 254 days)	22,600	-
Number of Equity Shares at the end of the year	234,251,805	234,229,205
Weighted average number of equity shares in calculating basic EPS	234,244,932	234,229,205
Number of Equity Shares pending allotment from January 1, 2009 (outstanding for 90 days)	769,230	-
Weighted average number of equity shares in calculating diluted EPS	234,434,605	-
Basic EPS in Rs.	0.04	4.33
Diluted EPS in Rs.	0.04	4.33
[Nominal Value of share of Rs. 2/- (Previous year Rs. 2/-)] (Refer Note 10 of Schedule 25)		

22. Expenditure during construction period

(Rs. in lacs)

Particulars	As At March 31, 2009 Tangible	As At March 31, 2009 Intangible	As At March 31, 2008 Tangible	As At March 31, 2008 Intangible
Balance brought forward	266.58	17.36	20.24	-
Add: Incurred during the year				
-Trial Run Expenses	42.39	-	-	-
-Personnel Expenses	947.19	213.23	453.93	53.37
-Rent	56.94	-	30.08	-
-Rates and taxes	-	-	2.53	-
-Travelling and Conveyance	81.52	6.03	36.14	-
-Electricity Charges	-	-	12.20	-
-Legal and professional fees	89.34	-	11.20	-
-Repair and maintenance	-	-	5.67	-
-Finance Charges	763.10	-	29.98	-
-Miscellaneous Expenses	14.99	-	8.25	-
-Fringe benefit tax	-	-	0.53	-
	1,995.47	**219.26**	**610.75**	**53.37**
Less: Allocated to fixed assets during the year	890.89	146.83	344.18	36.01
Balance Carried Forward*	**1,371.16**	**89.79**	**266.58**	**17.36**

* included under capital work in progress in Schedule 7.

23. Capital Commitment

(Rs. in lacs)

	As at March 31, 2009	As at March 31, 2008
Estimated amount of contracts remaining to be executed on capital account and not provided for	2,274.41	12,270.11

24. Previous Year comparatives

a) Previous year's figures have been regrouped/recasted where necessary to conform to this year's classification

b) HT Burda Media Limited was incorporated on July 22, 2008 and HT Mobile Solutions Limited was incorporated on Feb 19, 2009, hence previous years comparatives are not available.

As per our report of even date attached

For and on behalf of the Board of Directors

For S.R.Batliboi & Co.
Chartered Accountants

Shobhana Bhartia
(Chairperson & Editorial Director)

per Manoj Gupta
Partner
Membership No. 83906

Dinesh Mittal
(VP -Legal, Tax & Company Secretary)

Piyush Gupta
(Chief Financial Officer)

Rajiv Verma
(Chief Executive Officer)

Priyavrat Bhartia
(Whole-time Director)

Place: New Delhi
Date: 18.05.2009