

12th September, 2014

Ref: HTML/CS/02/2014

The Listing Department
Bombay Stock Exchange Limited
P.J. Tower, Dalal Street
Mumbai – 400 001

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, GH Block
Bandra-Kurla Complex
Bandra (East)
Mumbai – 400 001

Scrip Code: 532662

Company Code: HTMEDIA

Dear Sirs,

Sub: Result of Postal Ballot pursuant to Clause 35A of Listing Agreement

This is in continuation to our letter no. HTML/CS/75/2014 dated 9th August, 2014 forwarding the Postal Ballot Notice dated 28th July, 2014, alongwith the Statement u/s 102 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014, seeking consent of Members of the Company by way of Special Resolution, on following matters:

- a) *Approval of borrowing(s) in excess of aggregate of paid-up share capital and free reserves in terms of Section 180(1)(c) of the Companies Act, 2013; and*
- b) *To authorize mortgage, hypothecation and/or otherwise charge, alienate, pledge, create lien or other encumbrance or dispose of in any manner, any or all immovable / movable and/or tangible / intangible properties of the Company in terms of Section 180(1)(a) of the Companies Act, 2013.*

The voting on above Special Resolutions in physical mode, closed on Tuesday, the 9th September, 2014 (1730 Hours). For the members who were eligible for voting in electronic mode, e-voting had commenced on and from 0930 hours (Server Time) on Monday, the 11th August, 2014 and closed on 1730 hours (Server Time) on Tuesday, the 9th September, 2014.


In terms of the report submitted by the Scrutiniser, the Company Secretary has today announced that the above Special Resolutions have been passed by the members with requisite majority.



Please find enclosed a copy each of the Result of Postal Ballot and particulars of voting as required under Clause 35A of the Listing Agreement, for your reference and records.

Thanking you,

Yours faithfully,
For **HT Media Limited**


(Dinesh Mittal)
**Group General Counsel &
Company Secretary**

Encl: As above

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HT MEDIA LIMITED

Details of the Agenda

Resolution required: Special Resolution

Mode of Voting: Show of hands/Pol/Postal ballot & E-voting

Details for Reporting as per Clause 35A of the Listing Agreement based on the result of Postal Ballot and e-voting

Special Resolution No. 1

Category of shareholders	No. of Shares held (1)	No. of valid votes polled (2)		% of Votes polled on outstanding shares (3) = [2/1*100]	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6) = [4/2]*100	% of votes in against on votes polled (7) = [5/2]*100
		E-voting (2a)	Physical (2b)					
Promoter and Promoter Group	16,17,77,093	16,17,54,487	NIL	99.99	16,17,54,487	0	100	0
Public – Institutional holders	4,88,49,077	3,39,39,887	60,000	69.60	3,39,39,887	60,000	99.82	0.18
Public – others	2,21,22,144	2,918	6,577	0.04	7,720	1,775	81.31	18.69
TOTAL	23,27,48,314	19,56,97,292	66,577	84.10	19,57,02,094	61,775	99.97	0.03



Special Resolution No. 2

Category of shareholders	No. of Shares held (1)	No. of valid votes polled (2)		% of Votes polled on outstanding shares (3) = $[2/1 * 100]$	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6) = $[4/2] * 100$	% of votes in against on votes polled (7) = $[5/2] * 100$
		E-voting (2a)	Physical (2b)					
<i>Promoter and Promoter Group</i>	16,17,77,093	16,17,54,487	NIL	99.99	16,17,54,487	0	100	0
<i>Public – Institutional holders</i>	4,88,49,077	3,39,39,887	60,000	69.60	3,39,39,887	60,000	99.82	0.18
<i>Public – others</i>	2,21,22,144	2,918	6,577	0.04	7,524	1,971	79.24	20.76
TOTAL	23,27,48,314	19,56,97,292	66,577	84.11	19,57,01,898	61,971	99.97	0.03

