

Ref: HTML/CS/02/2013

29-08-2013

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

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

Scrip Code: 532662
Company Code: HTMEDIA

Dear Sirs,

Sub: Details of voting at the 11th Annual General Meeting of the Company as per Clause 35A of the Listing Agreement

We wish to inform that the 11th Annual General Meeting of the Company was held on Tuesday, the 27th August, 2013 at 11.00 A.M. at Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi – 110 003. In compliance with Clause 35A of the Listing Agreement, please find below the voting details at the said Annual General Meeting:

Name	HT Media Limited
Date of the AGM	27 th August, 2013
Total number of shareholders on record date	22,807
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	5 (4 through proxy and 1 in Person)
Public	6,982 (114 through proxy and 6868 in person)
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	Nil
Public	Nil

Details of Agenda:

Sl.No.	Agenda	Type of Resolution	Remarks
1	To receive, consider and adopt the audited Balance Sheet of the Company as at 31 st March, 2013, Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.	Ordinary	The resolution was passed with requisite majority by show of hands
2	To declare dividend on Equity Shares for the year ended on 31 st March, 2013	Ordinary	The resolution was passed with requisite majority by show of hands
3	To appoint a Director in place of Shri Ajay Relan, who retires from office by rotation, and being eligible, offers himself for re - appointment.	Ordinary	The resolution was passed with requisite majority by show of hands

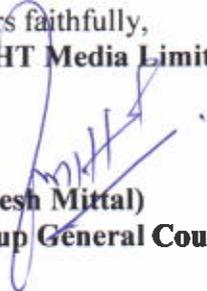


4	To appoint a Director in place of Shri Rajiv Verma, who retires from office by rotation, and being eligible, offers himself for re-appointment	Ordinary	The resolution was passed with requisite majority by show of hands
5	To re-appoint S.R. Batliboi & Co., LLP, Chartered Accountants, [Registration No. 301003E] as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration	Ordinary	The resolution was passed with requisite majority by show of hands
6	To consider revision in remuneration payable to Smt. Shobhana Bhartia w.e.f. 1 st July, 2013 for the unexpired period of her present tenure as Chairperson and Editorial Director of the Company	Special	The resolution was passed with requisite majority by show of hands
7	To consider revision in remuneration payable to Shri Shamit Bhartia w.e.f. 1 st September, 2013 for the unexpired period of his present tenure as Whole-time Director of the Company	Special	The resolution was passed with requisite majority by show of hands
8	To consider revision in remuneration payable to Shri Rajiv Verma w.e.f. 1 st April, 2013 for the unexpired period of his present tenure as Whole-time Director of the Company	Special	The resolution was passed with requisite majority by show of hands
9	To seek post-facto approval of the shareholders to the Media-space Sales Agreement dated 20 th February, 2013 entered into with IESPL	Special	The resolution was passed with requisite majority by show of hands
10	To modify the 'HTML Employee Stock Option Scheme' to comply with the newly inserted Clause 35C in the Listing Agreement of stock exchanges	Special	The resolution was passed with requisite majority by show of hands
11	To modify the 'HTML Employee Stock Option Scheme -2009' to comply with the newly inserted Clause 35C in the Listing Agreement of stock exchanges	Special	The resolution was passed with requisite majority by show of hands
12	To consider revision in annual commission payable to one or more Non-executive Directors of the Company (other than the Managing/Whole-time Director) w.e.f. 1 st April, 2013, a sum not exceeding 1% of the Net Profits of the Company, for each of the said financial years, calculated in	Special	The resolution was passed with requisite majority by show of hands

	accordance with the provisions of Section 198, 349 and 350 of the Companies Act, 1956, subject to a limit of Rs.10 Lacs per director per annum		
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Thanking You

Yours faithfully,
For **HT Media Limited**


(Dinesh Mittal)
Group General Counsel & Company Secretary

