

HT MEDIA LIMITED
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New Delhi - 110001
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E-mail : corporatedept@hindustantimes.com
CIN : L22121DL2002PLC117874

Ref: HTML/CS/02/2019

6-June-2019

The Listing Department
BSE 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
Trading Symbol: HTMEDIA

Dear Sirs,

**Sub: Compliance under Regulation 23(9) of the Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

In terms of Regulation 23(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose disclosure of Related Party Transactions on a consolidated basis, in the format specified in the accounting standards for the half year ended March 31, 2019.

This is for your information and records.

Thanking you,

Yours faithfully,

For HT Media Limited

(Pervez Bajan)

Vice President - Finance

Encl.: As above



HT Media Limited

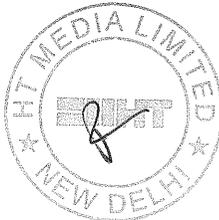
Disclosure of Related Party Transactions on a consolidated basis, in the format specified in the accounting standards for the half year ended on March 31, 2019.

i) List of Related Parties and Relationships:-	
Name of related parties where control exists whether transactions have occurred or not	Earthstone Holding (Two) Private Limited * The Hindustan Times Limited
Fellow subsidiaries (with whom transactions have occurred during the year)	Digicontent Limited HT Digital Streams Limited
Entities which are post employment benefit plans (with whom transactions have occurred during the year)	HT Media Limited Working Journalist Gratuity Fund HT Media Limited Non Journalist & Other Employees Gratuity Fund HMVL Non Editorial & Other Employees Gratuity Fund
Key Management Personnel (with whom the Group had transactions during the year)	Mrs. Shobhana Bhartia (Chairperson & Editorial Director) Mr. Praveen Someshwar (Managing Director & CEO) Mr. Shamit Bhartia (Non- Executive Director) Mr. K. N. Memani (Non-Executive Independent Director) Mr. Ajay Relan (Non-Executive Independent Director) Mr. Vivek Mehra (Non-Executive Independent Director) Mr. Vikram Singh Mehta (Non-Executive Independent Director)

*Earthstone Holding (Two) Private Limited is the holding Company of The Hindustan Times Limited.

Terms and conditions of transactions with related parties

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivable or payables.



ii) Transactions for the half year ended March 31, 2019 and balances as at March 31, 2019:

(INR Lacs)

Particulars	Holding company	Fellow subsidiaries #	Key Management Personnel (KMP's) / Directors	Entities which are post employment benefit plans	Total
Revenue Transactions:					
Income from Advertisement & Digital Services	1	-	-	-	1
Interest received on finance lease arrangement	69	-	-	-	69
Advertisement Expenses	517	-	-	-	517
Rent and maintenance charges	879	-	-	-	879
Remuneration paid to Key Management Personnel (KMP's) / Directors	-	-	780	-	780
Others:					
Reimbursement of expenses incurred on behalf of the companies in the Group by parties	2,401	-	-	-	2,401
Non Executive Director's Sitting Fee and Commission	-	-	14	-	14
Contribution to Gratuity Trust	-	-	-	234	234
Balance Outstanding as on March 31, 2019:					
Trade & Other Receivables (including advances given)	2,409	21	-	-	2,430
Trade Payables including Other Payables	865	5,347	-	-	6,212
Inter- Corporate Deposit & Interest accrued on it	-	9,010	-	-	9,010
Security Deposit Given	4,991	-	-	-	4,991

Note A - The transactions above does not include VAT, GST etc.

Note B - Key Management Personnel and Relatives of Promoters who are under the employment of the Company are entitled to post employment benefits and other long term employee benefits recognised as per Ind-AS 19 - 'Employee Benefits' in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above.

Pursuant to scheme of Arrangement ('the scheme') between the Company and Digicent Limited and their respective creditors and shareholders, the "Entertainment & Digital Innovation Business" of HT Media Limited along with its related assets and liabilities, and the related strategic investment in HT Digital Streams Limited (HTDS) has been transferred to Digicent Limited upon the sanction of the Scheme by the Hon'ble National Company Law Tribunal (NCLT), New Delhi Bench vide order dated March 07, 2019 (certified copy received by the Company on March 27, 2019) (order). The certified copy of order sanctioning the scheme has been filed with the Registrar of the Companies, NCT of Delhi & Haryana on April 05, 2019. Accordingly, the scheme has been given effect from March 31, 2018 i.e. Appointed Date.

In terms of the Scheme, following transactions have taken place between the appointed date (closing hours of 31.03.2018) and 31 March 2019:

- Assets and liabilities relating to "Entertainment and Digital Innovation Business" on appointed date (closing hours of 31.03.2018) have become the assets and liabilities of Digicent Limited.
- Transfer of revenue and expenses relating to "Entertainment and Digital Innovation Business" from the appointed date (closing hours of 31.03.2018) and 31.03.2019 for transfer and vesting of "Entertainment and Digital Innovation Business" from HTML to Digicent Limited.

Pursuant to the Scheme of Arrangement:

- Digicent Limited and HT Digital Streams Limited have ceased to be Subsidiaries of the Company with effect from close of the business hours of 31.03.2018 and became fellow subsidiaries of the Company. Accordingly, the transactions between the Company and Digicent Limited / HT Digital Streams Limited have been excluded from the related party disclosures. However, balances have been represented under the head "Fellow subsidiaries" of the Company.
- The transactions between "Entertainment and Digital Innovation Business" and other Subsidiaries of the Company between the appointed date (closing hours of 31.03.2018) and 31 March 2019 have been excluded from the related party transactions reported above.
- The transactions pertaining to "Entertainment and Digital Innovation Business" from the appointed date (closing hours of 31.03.2018) to 31.03.2019 between the Company and Digicent Limited are not treated as related party transaction by virtue of clause 5.28 of the scheme of arrangement and accordingly have not been disclosed above.

