



HT MEDIA LIMITED
Regd. Office : Hindustan Times House
18-20, Kasturba Gandhi Marg
New Delhi - 110001
Tel.: 66561234 Fax : 66561270
www.hindustantimes.com
E-mail : corporatedept@hindustantimes.com
CIN : L22121DL2002PLC117874

07th March, 2024

BSE Limited

Phiroze Jeejeebhoy, Towers,
Dalal Street

Mumbai - 400 001

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C-1, Block G,
Bandra-Kurla Complex, Bandra (E),

Mumbai - 400 051

Scrip Code: 532662

Trading Symbol: HTMEDIA

Sub: Intimation under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') - Results of Postal Ballot (by way of e-voting only)

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI Listing Regulations, please find enclosed herewith summary of voting results of Postal Ballot (by way of e-voting only) in respect of resolution set out in the Postal Ballot Notice dated 19th January, 2024, along with Scrutinizer's Report.

You are requested to take the same on record.

Thanking you,

Yours faithfully,
For **HT Media Limited**

(Manhar Kapoor)
Group General Counsel and Company Secretary

Encl: As above

SUMMARY OF VOTING RESULTS OF POSTAL BALLOT (BY WAY OF E-VOTING ONLY)

Date of declaration of result- 07th March 2024

Name of the Company	HT MEDIA LIMITED	
Date of AGM/EGM Last date of receiving Postal Ballot Form/E-voting	06 th March 2024	
Total number of shareholders as on the cut-off date (i.e. 02 nd February, 2024)	60,894	
No. of Shareholders present in the meeting either in person or through proxy	Promoters and Promoter Group	Public
	Not Applicable	
No. of Shareholders attended the meeting through Video Conferencing	Promoters and Promoter Group	Public
	Not Applicable	

ITEM NO.	1
Details of Agenda	Appointment of Shri Ashwani Windlass (DIN: 00042686) as an Independent Director, not liable to retire by rotation.
Resolution required	Special Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of Voting	No. of shares held (1)	No. of 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 against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	16,17,77,093	16,17,77,085	100.0000	16,17,77,085	0	100.0000	0.0000
	Poll		Not applicable					
	Postal Ballot		Not applicable					
	Total		16,17,77,093	16,17,77,085	100.0000	16,17,77,085	0	100.0000
Public Institutions	E-Voting	3,44,020	0	0.0000	0	0	0.0000	0.0000
	Poll		Not applicable					
	Postal Ballot		Not applicable					
	Total		3,44,020	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	7,06,27,201	72,98,701	10.3341	71,92,583	1,06,118	98.5461	1.4539
	Poll		Not applicable					
	Postal Ballot		Not applicable					
	Total		7,06,27,201	72,98,701	10.3341	71,92,583	1,06,118	98.5461
Total		23,27,48,314	16,90,75,786	72.6432	16,89,69,668	1,06,118	99.9372	0.0628

The aforesaid resolution has been passed with the requisite majority.

Yours faithfully,

For HT Media Limited

(Manhar Kapoor)
Group General Counsel and Company Secretary
Membership No. 5564
HT House, 2nd Floor, 18-20
K.G. Marg, New Delhi-110001

Date: 7th March, 2024



SCRUTINIZER'S REPORT
[POSTAL BALLOT (BY WAY OF E-VOTING)]

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]

The Chairperson
HT Media Limited
[CIN: L22121DL2002PLC117874]
Hindustan Times House, 18-20, Kasturba Gandhi Marg,
New Delhi - 110001

Madam,

Sub: Scrutinizer's Report on Postal Ballot Process conducted by way of e-voting only for passing of resolution set out in Postal Ballot Notice dated January 19, 2024 ('Notice'), in terms of Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014, as amended

Pursuant to the resolution passed by the Board of Directors of HT Media Limited (hereinafter referred to as the 'Company') on January 19, 2024, I have been appointed as Scrutinizer to scrutinize the postal ballot process conducted by way of e-voting only, in respect of resolution proposed to be passed by the shareholders, contained in the Notice.

I hereby submit my report on the e-voting on the resolution proposed in the Notice, as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 (the 'Act') and rules made thereunder including circular nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022, 11/2022 and 09/2023 dated April 08, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 08, 2021, May 05, 2022, December 28, 2022 and September 25, 2023, respectively (hereinafter referred to as 'MCA Circulars') relating to passing of resolution by postal ballot process through voting by electronic means & other related matter. My responsibility as Scrutinizer is restricted to scrutinizing the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report on the votes casted by the members on the resolution set out in the Notice, based on the reports accessed from the system provided by the authorized agency engaged by the Company viz. National Securities Depository Limited ('NSDL'). The e-voting facility for postal ballot process was made available during the period from 9:00 A.M. (IST) on February 06, 2024 (Tuesday) upto 5:00 P.M. (IST) on March 06, 2024 (Wednesday) ('e-voting period').
2. Pursuant to MCA Circulars, Company completed dispatch of Notice on February 05, 2024 (Monday), by way of electronic means to its members (eligible members) whose names appeared in the Register of Members/ List of Beneficial Owners received from

'SATYARAJ', BEHIND HOTEL CHANDA, CIVIL LINES, JHANSI (U.P.) – 284002
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NSDL & CDSL as on the cut-off date i.e., February 02, 2024 (Friday) and whose e-mail IDs were registered with the Company/RTA/Depositories.

3. In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR') and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot.
4. In terms of the requirement of Rule 22 of Companies (Management and Administration) Rules, 2014, an advertisement was published by the Company in 'Mint' (English) and 'Hindustan' (Hindi) on February 06, 2024 (Tuesday), informing about the completion of dispatch of Notices electronically to the eligible members, along with other related matters mentioned therein.
5. I had monitored the process of electronic voting through the scrutinizer's secured link provided by NSDL through its designated website. The particulars of e-voting done by the members of the Company during the e-voting period by logging into online e-voting websites of NSDL & CDSL (as applicable) as provided in the Notice, have been considered for my scrutiny.
6. After completion of e-voting, votes cast by the Members were unblocked in the presence of two witnesses not in the employment of the Company, who have signed herein below.

Name: Ashish Gupta

Name: Pratham Gupta

7. The votes casted through e-voting were matched with the Register of Members/ List of beneficial owners of the Company as on Friday, February 02, 2024 (Cut-off Date).
8. The particulars of report downloaded from the designated website of NSDL, have been entered in a separate register maintained by me for the purpose of Postal Ballot.
9. The summary result of the e-voting process in respect of the resolution set out in the Notice is given below:





SANKET JAIN & CO.

Company Secretaries

Item No.	Particulars of the Resolution	Type of Resolution	Votes casted in favour (in numbers)	Votes casted in favour (in percentage)	Votes casted against (in numbers)	Votes casted against (in percentage)	Abstained (in numbers)
1.	Appointment of Shri Ashwani Windlass (DIN: 00042686) as an Independent Director, not liable to retire by rotation	Special	16,89,69,668	99.9372%	1,06,118	0.0628%	NIL

10. The result of the e-voting/ postal ballot is as follows:

Resolution No. 1: Appointment of Shri Ashwani Windlass (DIN: 00042686) as an Independent Director, not liable to retire by rotation

Category	Mode of Voting	No. of shares held (1)	No. of 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 against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	16,17,77,093	16,17,77,085	100.0000	16,17,77,085	0	100.0000	0.0000
	Poll		NOT APPLICABLE					
Public-Institutions	Postal Ballot (if applicable)	3,44,020	NOT APPLICABLE					
	E-Voting		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Poll	7,06,27,201	NOT APPLICABLE					
	Postal Ballot (if applicable)		72,98,701	10.3341	71,92,583	1,06,118	98.5461	1.4539
Total		23,27,48,314	16,90,75,786	72.6432	16,89,69,668	1,06,118	99.9372	0.0628

11. **Result:** From the voting pattern mentioned in para nos. 9 and 10 above, it is observed that for the Special Resolution as mentioned in the Notice, the valid votes casted in

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SANKET JAIN & CO.
Company Secretaries

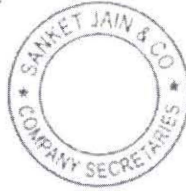
favour exceeds three times the valid votes casted against. Hence, the resolution is said to be passed with requisite majority on the date of end of e-voting period i.e. March 06, 2024 (Wednesday).

The above position may kindly be considered for the purpose of declaring the result of postal ballot through e-voting on the resolution mentioned in the Notice.

Yours Faithfully,

For M/s Sanket Jain & Co.
Company Secretaries
Firm Registration No. S2013UP231400
Peer Review No. 2262/2022

Sanket Jain
(Proprietor)
M. No.: A26531
C.P. No.: 12583
UDIN: A026531E003552581



Date: 07.03.2024
Place: New Delhi

COUNTERSIGNED BY:
For HT Media Limited

Manhar Kapoor
(Group General Counsel & Company
Secretary)
(Authorised by the Chairperson)
M. No. F5564

Date: 07.03.2024
Place: New Delhi

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