

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

- (i) * Corporate Identification Number (CIN) of the company
- Global Location Number (GLN) of the company
- * Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- 18-20,
KASTURBA GANDHI MARG,
NEW DELHI
Delhi
110001
- (c) *e-mail ID of the company
- (d) *Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (iv)
- | Type of the Company | Category of the Company | Sub-category of the Company |
|---------------------|---------------------------|-------------------------------|
| Public Company | Company limited by shares | Indian Non-Government company |
- (v) Whether company is having share capital Yes No
- (vi) *Whether shares listed on recognized Stock Exchange(s) Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM 29/12/2020

(b) Due date of AGM 30/09/2020

(c) Whether any extension for AGM granted Yes No

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension Z99999999

Pre-fill

(e) Extended due date of AGM after grant of extension 31/12/2020

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 3

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J1	Publishing of Newspapers, Books, periodicals, etc. activities	84
2	J	Information and communication	J4	Broadcasting and programming activities	12
3	J	Information and communication	J7	Data processing, hosting and related activities; web portal	4

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

18

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	The Hindustan Times Limited	U74899DL1927PLC000155	Holding	69.5
2	Hindustan Media Ventures Lim	L21090BR1918PLC000013	Subsidiary	74.4
3	Next Mediaworks Limited	L22100MH1981PLC024052	Subsidiary	51
4	HT Music and Entertainment C	U92131MH2005PLC313653	Subsidiary	100
5	Next Radio Limited	U32201MH1999PLC122233	Subsidiary	48.6
6	HT Digital Media Holdings Lim	U74900DL2007PLC168717	Subsidiary	99.99
7	HT Education Limited	U80902DL2008PLC177056	Subsidiary	100
8	HT Learning Centers Limited	U80900DL2010PLC198772	Subsidiary	67.22
9	Firefly e-Ventures Limited	U74140DL2007PLC164566	Subsidiary	0
10	HT Mobile Solutions Limited	U74900DL2009PLC187795	Subsidiary	8.43
11	HT Noida (Company) Limited	U70200DL2020PLC361660	Subsidiary	0
12	HT Content Studio LLP		Associate	0
13	Shine HR Tech Limited	U74900DL2019PLC358043	Subsidiary	100
14	HT Overseas Pte. Ltd		Subsidiary	100
15	India Education Services Privat	U80301DL2011PTC226705	Subsidiary	99
16	Syngience Broadcast Ahmedal	U93090MH2017PLC293674	Subsidiary	0
17	Topmovies Entertainment Lim	U92120DL2013PLC252652	Subsidiary	100
18	HT Global Education Private Li	U80904DL2011PTC219159	Subsidiary	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL**(a) Equity share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	362,500,000	232,748,314	232,748,314	232,748,314
Total amount of equity shares (in Rupees)	725,000,000	465,496,628	465,496,628	465,496,628

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	362,500,000	232,748,314	232,748,314	232,748,314
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	725,000,000	465,496,628	465,496,628	465,496,628

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				
At the beginning of the year	232,748,314	465,496,628	465,496,628	

Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	232,748,314	465,496,628	465,496,628	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0

ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text"/>		
Date of registration of transfer (Date Month Year)	<input type="text"/>		
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor	<input type="text"/>		

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee	<input type="text"/>		
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
----------------------------	----------------------

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			3,599,145,291
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			3,152,257,305
Deposit			0
Total			6,751,402,596

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)**(i) Turnover**

12,255,095,911

(ii) Net worth of the Company

11,689,567,896

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	3	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	161,777,090	69.51	0	
10.	Others	0	0	0	
	Total	161,777,093	69.51	0	0

Total number of shareholders (promoters)

10

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	38,799,135	16.67	0	
	(ii) Non-resident Indian (NRI)	3,367,813	1.45	0	
	(iii) Foreign national (other than NRI)	536	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	105,479	0.05	0	
4.	Banks	30	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	9,394,629	4.04	0	
7.	Mutual funds	11,046,869	4.75	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	5,759,789	2.47	0	
10.	Others Clearing members, Trusts, F	2,496,941	1.07	0	
	Total	70,971,221	30.5	0	0

Total number of shareholders (other than promoters)

45,599

**Total number of shareholders (Promoters+Public/
Other than promoters)**

45,609

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

12

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
GOVERNMENT PENSIC	Bankplassen 2 P O Box 1179 Sentru			6,960,000	2.99
DANSKE INVEST SICAV	13 RUE EDWARD STEICHECN L-25-			694,011	0.3
DANSKE INVEST SICAV	13 RUE EDWARD STEICHECN L-25-			519,813	0.22
NOMURA SINGAPORE	HSBC SECURITIES SERVICES 11TH F			441,031	0.19
WULAR INDIA FUND	4th Floor 19 Bank Street Cybercity			435,517	0.19
DODONA HOLDINGS I	STANDARD CHARTERED BANK Sec			146,996	0.06
CLSA GLOBAL MARKE	80 RAFFLES 18-01 UOB PLAZA 1 04			58,000	0.03
THE EMERGING MARK	6300 Bee Cave Road Building One			35,267	0.02

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EMERGING MARKETS (20 Triton Street Regents Place Lon			33,226	0.01
DIMENSIONAL EMERG	6300 Bee Cave Road Building One			23,900	0.01
EMERGING MARKETS (6300 Bee Cave Road Building One			23,689	0.01
CITY OF NEW YORK GF	ONE CENTRE STREET NEW YORK N			23,179	0.01

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	10	10
Members (other than promoters)	46,778	45,599
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	2	1	2	0	0
B. Non-Promoter	1	4	1	4	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	6	2	6	0	0

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Smt. Shobhana Bhartia	00020648	Managing Director	1	
Shri Priyavrat Bhartia	00020603	Director	1	
Shri Shamit Bhartia	00020623	Additional director	1	
Shri Ajay Relan	00002632	Director	0	
Shri Vikram Singh Meht	00041197	Director	0	
Shri Vivek Mehra	00101328	Director	0	
Smt. Aruna Sundararaja	03523267	Additional director	0	15/06/2020
Shri Praveen Someshw	01802656	Managing Director	0	
Shri Dinesh Mittal	AAAPM1656Q	Company Secretar	1	
Shri Piyush Gupta	AAJPG8665N	CFO	0	
Shri Praveen Someshw	ABEPS2641C	CEO	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

7

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Shri K.N. Memani	00020696	Director	01/04/2019	Cessation
Sindhushree Khullar	01493839	Additional director	10/05/2019	Appointment
Sindhushree Khullar	01493839	Director	26/09/2019	Regularized as Director
Sindhushree Khullar	01493839	Director	30/09/2019	Cessation
Shamit Bhartia	00020623	Director	30/12/2019	Cessation
Aruna Sundararajan	03523267	Additional director	31/03/2020	Appointment
Shamit Bhartia	00020623	Additional director	31/03/2020	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	26/09/2019	45,949	13,618	69.59

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	15/04/2019	7	7	100
2	10/05/2019	8	8	100
3	23/07/2019	8	6	75
4	23/07/2019	8	7	87.5
5	04/11/2019	7	6	85.71
6	23/01/2020	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

35

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	15/04/2019	3	3	100
2	Audit Committee	10/05/2019	3	3	100
3	Audit Committee	22/07/2019	4	4	100
4	Audit Committee	04/11/2019	4	4	100
5	Audit Committee	23/01/2020	4	4	100
6	Stakeholder's	10/05/2019	3	3	100
7	Stakeholder's	06/06/2019	3	2	66.67

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
8	Stakeholder's	12/06/2019	3	2	66.67
9	Stakeholder's	18/07/2019	3	2	66.67
10	Stakeholder's	03/09/2019	3	2	66.67

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	29/12/2020
								(Y/N/NA)
1	Smt. Shobhan	6	6	100	19	17	89.47	Yes
2	Shri Priyavrat	6	5	83.33	26	17	65.38	Yes
3	Shri Shamit B	5	5	100	9	7	77.78	No
4	Shri Ajay Rela	6	4	66.67	34	32	94.12	Yes
5	Shri Vikram Si	6	5	83.33	3	3	100	No
6	Shri Vivek Mel	6	6	100	10	9	90	Yes
7	Smt. Aruna Su	0	0	0	0	0	0	No
8	Shri Praveen S	6	6	100	7	5	71.43	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Smt. Shobhana Bha	Chairperson and	62,099,895	0	0	4,608,000	66,707,895
2	Shri Praveen Some	Managing Direct	35,766,664	0	0	2,052,000	37,818,664
	Total		97,866,559	0	0	6,660,000	104,526,559

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri Piyush Gupta	Group CFO	31,126,251	0	0	1,015,416	32,141,667
2	Shri Dinesh Mittal	Group General C	26,814,512	0	0	900,036	27,714,548
	Total		57,940,763	0	0	1,915,452	59,856,215

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Smt. Sindhushree K	Non-executive Ir	300,000	0	0	0	300,000
2	Shri Ajay Relan	Non-executive Ir	1,830,000	0	0	0	1,830,000
3	Shri Vikram Singh M	Non-executive Ir	580,000	0	0	0	580,000
4	Shri Vivek Mehra	Non-executive Ir	940,000	0	0	0	940,000
	Total		3,650,000	0	0	0	3,650,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Shri. N. C. Khanna

Whether associate or fellow

Associate Fellow

Certificate of practice number

5143

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

SHAMIT BHARTIA
Digitally signed by SHAMIT BHARTIA
Date: 2021.02.26 18:18:17 +05'30'

DIN of the director

00020623

To be digitally signed by

DINESH MITTAL
Digitally signed by DINESH MITTAL
Date: 2021.02.26 18:18:17 +05'30'

Company Secretary

Company secretary in practice

Membership number

5209

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

HT Media MGT 8.pdf
MGT-7_C COMMITTEE MEETINGS.pdf
HTM List of FII's 31 03 2020.pdf
HTM Transaction Data 31 03 2020.pdf
extensionofagm_delhi_10092020.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

भारत सरकार
कार्पोरेट कार्य मंत्रालय
कार्यालय कंपनीज रजिस्ट्रार, दिल्ली एवं हरियाणा
चतुर्थ तल, आई.एफ.सी.आई. टॉवर, 61 नेहरू प्लेस,
नई दिल्ली - 110019



GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS,
OFFICE OF REGISTRAR OF COMPANIES,
NCT OF DELHI & HARYANA
4TH FLOOR, IFCI TOWER, 61,
NEHRU PLACE, NEW DELHI - 110019

No. ROC/Delhi/AGM Ext./2020/11538

Dated: 08.09.2020

ORDER

Sub: Extension of time for holding of Annual General Meeting (AGM) for the financial year ended on 31.03.2020

1. Whereas sub-section (1) of section 96 of the companies Act, 2013 (the Act) provides, inter-alia, that every company, other than a One Person Company, shall in each year hold in addition to any other meetings, a general meeting as its annual general meeting (AGM) and shall specify the meeting as such in the notices calling it, and not more than fifteen months shall elapse between the date of one AGM of a company and that of the next;
2. And whereas, the first proviso to sub-section (1) of section 96 of the Act provides that in case of the first AGM, it shall be held within a period of nine months from the date of closing of the first financial year of the company and in any other case, within a period of six months, from the date of closing of the financial year;
3. And whereas, the third proviso to Section 96(1) of the Act provides that the Registrar may, for any special reason, extend the time within which any annual general meeting, other than the first annual general meeting, shall be held, by a period not exceeding three months;
4. And whereas, various representations have been received from the companies, Industry bodies and Professional Institutes pointing out that several companies are finding it difficult to hold their AGM for the financial year ended on 31.03.2020 due to the difficulties faced in view of the Covid-19 Pandemic;
5. And whereas, the representations have been considered and the undersigned is of the considered opinion that due to such unprecedented special reasons, the time within which the AGM for the financial year ended on 31.03.2020 is required to be held as per provisions of sub-section (1) of Section 96 ought to be extended in terms of the third proviso to section 96(1);

J. K.

Page no.2 contd.,

6. Now, therefore, in terms of power vested with the undersigned under the third proviso to sub-section (1) of section 96 of the Act, I hereby extend the time to hold the AGM, other than the first AGM, for the financial year ended on 31.03.2020 for companies within the jurisdiction of this office (i.e, Registrar of Companies, NCT of Delhi & Haryana), which are unable to hold their AGM for such period within the due date of holding the AGM by a period of three months from the due date by which the AGM ought to have been held in accordance with the provisions of sub-section (1) to section 96 of the Act, without requiring the companies to file applications for seeking such extension by filing the prescribed Form No. GNL-1.

Explanation: It is hereby clarified that the extension granted under this Order shall also cover the:

- (i) pending applications filed in Form No. GNL-1 for the extension of AGM for the financial year ended on 31.03.2020, which are yet to be approved;
- (ii) applications filed in Form No. GNL-1 for the extension of AGM for the financial year ended on 31.03.2020, which were rejected,

where the approval for extension of AGM upto 3 months from the due date of the AGM shall be deemed to have been granted by the undersigned without any further action on the part of the company.

(Santosh Kumar)
Registrar of companies,
NCT of Delhi & Haryana

संतोष कुमार/SANTOSH KUMAR
कम्पनी पंजीयक/Registrar of Companies
कार्यालय कम्पनी रजिस्ट्रार, रा. रा. क्षेत्र, दिल्ली एवं हरियाणा
Office of Registrar of Companies, NCT of Delhi & Haryana
कारपोरेट कार्य मंत्रालय/Ministry of Corporate Affairs
भारत सरकार/Government of India

HT MEDIA LIMITED								
Regd.Office:HINDUSTAN TIMES HOUSE 18-20 KASTURBA GANDHI MARG NEW DELHI 110001								
CIN NO:L22121DL2002PLC117874								
Date of closure of previous financial year :31/03/2019								
S. No.	Date of Registration of Transfer of Shares	Type of Security	No of Shares	Nominal value (each in Rs.)	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name
1	10/04/2019	1	1	2	HTM9500238	PREETI GOYAL	HTM0124973	P D GOYAL
2	10/04/2019	1	1	2	HTM0120846	GULSHAN RAI	HTM0137205	GULSHAN RAI
3	10/04/2019	1	1	2	HTM0120847	GULSHAN RAI	HTM0137205	GULSHAN RAI
4	10/04/2019	1	1	2	HTM0120859	GULSHAN RAI	HTM0137205	GULSHAN RAI
5	10/04/2019	1	1	2	HTM0120857	GULSHAN RAI	HTM0137205	GULSHAN RAI
6	03/06/2019	1	1	2	HTM0121122	MURLI DHAR TALREJA	HTM0137234	ASHIKA TALREJA
7	03/06/2019	1	1	2	HTM0121123	MURLIDHAR TALREJA	HTM0137235	ASHIKA TALREJA
8	03/06/2019	1	1	2	HTM0121124	MURLIDHAR TALREJA	HTM0137236	ASHIKA TALREJA
9	03/06/2019	1	1	2	HTM0121125	MURLI DHAR TALREJA	HTM0137237	ASHIKA TALREJA
10	03/06/2019	1	1	2	HTM0121126	MURLIDHAR TALREJA	HTM0137238	ASHIKA TALREJA
11	10/06/2019	1	1	2	HTM0128887	VINEET KUMAR GOEL	HTM0137239	VINEETKUMAR GOEL

K. Kale

Raj Kumar Kale
Senior Manager



HT Media Limited FY-20

IX. MEETINGS OF MEMBERS/ CLASS OF MEMBERS/ BOARD/ COMMITTEES OF THE BOARD OF DIRECTORS

C. Details of Committee Meetings

S.No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	15-04-2019	3	3	100.00
2	Audit Committee	10-05-2019	3	3	100.00
3	Audit Committee	22-07-2019	4	4	100.00
4	Audit Committee	04-11-2019	4	4	100.00
5	Audit Committee	23-01-2020	4	4	100.00
6	Stakeholder's Relationship Committee	10-05-2019	3	3	100.00
7	Stakeholder's Relationship Committee	06-06-2019	3	2	66.67
8	Stakeholder's Relationship Committee	12-06-2019	3	2	66.67
9	Stakeholder's Relationship Committee	18-07-2019	3	2	66.67
10	Stakeholder's Relationship Committee	03-09-2019	3	2	66.67
11	Stakeholder's Relationship Committee	23-10-2019	3	3	100.00
12	Nomination and Remuneration Committee	06-05-2019	3	2	66.67
13	Nomination and Remuneration Committee	22-07-2019	3	3	100.00
14	Nomination and Remuneration Committee	24-10-2019	3	2	66.67
15	Nomination and Remuneration Committee	23-01-2020	3	3	100.00
16	Corporate Social Responsibility Committee	10-05-2019	3	3	100.00
17	Corporate Social Responsibility Committee	23-01-2020	3	3	100.00
18	Risk Management Committee	17-03-2020	3	2	66.67
19	Banking and Finance Committee	27-05-2019	3	2	66.67
20	Banking and Finance Committee	14-08-2019	3	2	66.67

21	Banking and Finance Committee	11-10-2019	3	2	66.67
22	Banking and Finance Committee	31-10-2019	3	3	100.00
23	Banking and Finance Committee	16-12-2019	3	2	66.67
24	Banking and Finance Committee	13-02-2020	3	2	66.67
25	Banking and Finance Committee	27-02-2020	3	2	66.67
26	Investment Committee	03-04-2019	3	2	66.67
27	Investment Committee	10-05-2019	3	3	100.00
28	Investment Committee	26-06-2019	3	2	66.67
29	Investment Committee	30-07-2019	3	2	66.67
30	Investment Committee	26-08-2019	3	3	100.00
31	Investment Committee	01-10-2019	3	3	100.00
32	Investment Committee	01-11-2019	3	3	100.00
33	Investment Committee	17-12-2019	3	2	66.67
34	Investment Committee	07-01-2020	3	2	66.67
35	Investment Committee	27-01-2020	3	3	100.00

HT MEDIA LIMITED
List of FII Shareholders as on 31/03/2020 ((FII,FPC))

SLNO	DPID	FOLIO/CL-ID	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	REGN. NO WITH SEBI	HOLDING	% TO EQT	MINOR CODE	PAN NO
1	IN300054	10076881	GOVERNMENT PENSION FUND GLOBAL	Bankplassen 2 P O Box 1179 Sentrum Oslo 0107	NORWAY	INN0FP130516	6960000	2.99	FPC	AACCN1454E
2	IN301524	30048312	DANSKE INVEST SICAV-SIF- EMERGING AND FRONTIER MARKETS SMID	13 RUE EDWARD STEICHECN L-2540	LUXEMBOURG	INLUF086315	694011	0.30	FPC	AABAD4532G
3	IN301524	30048423	DANSKE INVEST SICAV - EMERGING AND FRONTIER MARKET S	13 RUE EDWARD STEICHECN L-2540	LUXEMBOURG	INLUF100415	519813	0.22	FPC	AACAD1197J
4	IN300142	10771432	NOMURA SINGAPORE LIMITED ODI	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI	SINGAPORE	INSGFP004220	441031	0.19	FPC	AADCN2750N
5	IN303173	20112938	WULAR INDIA FUND	4th Floor 19 Bank Street Cybercity Ebene	MAURITIUS	INMUFP242117	435517	0.19	FPC	AACCW0848F
6	IN301524	30029616	DODONA HOLDINGS LIMITED	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23-25, MAHATMA GANDHI ROAD FORT, MUMBAI	MAURITIUS	INMUFD204808	146996	0.06	FII	AACDC7766J
7	IN300142	10735764	CLSA GLOBAL MARKETS PTE. LTD.	80 RAFFLES 18-01 UOB PLAZA 1 048624 SINGAPORE	SINGAPORE	INSGFP032815	58000	0.02	FPC	AAFCC6617F
8	IN300054	10013268	THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY	6300 Bee Cave Road Building One Austin Texas 78746 USA	UNITED STATES OF AMERICA	INUSFP033916	35267	0.02	FPC	AAATD7768G
9	IN300167	10156689	EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	20 Triton Street Regents Place London NW1 3BF U K	UNITED KINGDOM	INUKFP032216	33226	0.01	FPC	AACCD1506B
10	IN300054	10040054	DIMENSIONAL EMERGING MARKETS VALUE FUND	6300 Bee Cave Road Building One Austin Texas 78746 USA	UNITED STATES OF AMERICA	INUSFP033716	23900	0.01	FPC	AACCD1578M
11	IN300054	10013410	EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSIONS GROUP INC. (DFAIDG)	6300 Bee Cave Road Building One Austin Texas 78746 USA	UNITED STATES OF AMERICA	INUSFP031416	23689	0.01	FPC	AACCD1644G
12	IN300167	10030167	CITY OF NEW YORK GROUP TRUST	ONE CENTRE STREET NEW YORK NY 10007 2341	UNITED STATES OF AMERICA	INUSFP213516	23179	0.01	FPC	AAATC8419K
TOTAL:							9394629	4.04		

K. Raj
Raj Kumar Kale
Senior Manager



Form No.MGT-8

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **HT MEDIA LIMITED** (hereinafter referred to as the 'Company') having (CIN L22121DL2002PLC117874) as required to be maintained under the Companies Act, 2013 (the 'Act') and the rules made there under for the financial year ended on 31st March, 2020. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. During the aforesaid financial year the Company has complied with provisions of the Act and Rules made there under in respect of:

1. Its status under the Act;
2. Maintenance of registers/records & making entries therein within the time prescribed therefore.
3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time.
4. Calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the same have been properly recorded in the Minute Book/ registers maintained for the purpose and also the same have been duly signed;
5. Closure of Register of Members / Security holders, as the case maybe.
6. Advances/ loans to its directors and/ or persons or firms or companies referred in Section 185 of the Act.*
7. Contracts/arrangements with related parties as specified in Section 188 of the Act.
8. Transfer or transmission of shares/ securities and issue of security certificates in all instances.
9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.*



10. Declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act.
11. Signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof.
12. Appointment/ re-appointments/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them.
13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of Section 139 of the Act. **M/s Price Waterhouse & Co. LLP, Chartered Accountants** (FRN304026E/E300009) (PWC) were the Statutory Auditors of the Company for the financial year 2018-19. PWC vide their letter dated July 5, 2019 have tendered resignation as the Statutory Auditor of the Company. The Board of Directors on recommendation of Audit Committee approved the appointment of M/s BSR and Associates, Chartered Accountants [Firm Registration No.12890W] (BSR) as Statutory Auditor of the Company w.e.f. July 11, 2019 to fill the casual vacancy due to resignation of PWC. Further, members of the Company, at their AGM held on September 26, 2019, have approved the appointment of BSR as Statutory Auditor of the Company to hold office from the conclusion of the said AGM till the conclusion of AGM to be held in the calendar year 2024.
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities, if any under the various provisions of the Act.
15. Acceptance/ renewal/ repayment of deposits.*
16. Borrowings from its directors, members, public financial institutions, banks and others and creation / modification/ satisfaction of charges in that respect, wherever applicable.
17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act.
18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company.*

Place: New Delhi
Date: 30 /01/2021



N.C. Khanna

N.C.KHANNA
Company Secretary in Practice
C.P. No. : 5143
UDIN: F004268B002358719

*Transaction not held during the financial year 2019-20.