

Form No. MGT-7

Annual Return (other than OPCs and Small Companies)

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

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

English Hindi

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L22121DL2002PLC117874

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

Original

Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	HT MEDIA LIMITED	HT MEDIA LIMITED
Registered office address	18-20, KASTURBA GANDHI MARG,,NA,NEW DELHI,Delhi,India,110001	18-20, KASTURBA GANDHI MARG,,NA,NEW DELHI,Delhi,India,110001
Latitude details	28.568799	28.568799
Longitude details	77.268659	77.268659

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Html reg office board.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****5P

(c) *e-mail ID of the company

*****tor@hindustantimes.com

(d) *Telephone number with STD code

01*****34

(e) Website

www.htmedia.in

iv *Date of Incorporation (DD/MM/YYYY)

03/12/2002

v (a) *Class of Company (as on the financial year end date)
(*Private company/Public Company/One Person Company*)

Public company

(b) *Category of the Company (as on the financial year end date)
(*Company limited by shares/Company limited by guarantee/Unlimited company*)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)
(*Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company*)

Indian Non-Government company

vi *Whether company is having share capital (as on the financial year end date)

Yes

No

vii (a) Whether shares listed on recognized Stock Exchange(s)

Yes

No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, Mumbai, Maharashtra, India, 400070	INR000000221

ix * (a) Whether Annual General Meeting (AGM) held

Yes

No

(b) If yes, date of AGM (DD/MM/YYYY)

26/09/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

Yes

No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *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	58	Publishing activities	72.27
2	J	Information and communication	60	Broadcasting and programming activities	15.64
3	J	Information and communication	63	Information service activities	12.09

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

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

9

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1	U74899DL1927PLC000155		THE HINDUSTAN TIMES LTD	Holding	69.51
2	L21090BR1918PLC000013		HINDUSTAN MEDIA VENTURES LIMITED	Subsidiary	74.4
3	L22100MH1981PLC024052		NEXT MEDIAWORKS LIMITED	Subsidiary	51
4	U92131MH2005PLC313653		HT MUSIC AND ENTERTAINMENT COMPANY LIMITED	Subsidiary	100
5	U74300DL2007PTC158884		MOSAIC MEDIA VENTURES PRIVATE LIMITED	Subsidiary	100

6	U70200BR2020PLC067614		HT NOIDA (COMPANY) LIMITED	Subsidiary	0
7	U32201MH1999PLC122233		NEXT RADIO LIMITED	Subsidiary	86.47
8	U9999999999999999999998		HT CONTENT STUDIO LLP	Associate	0
9	U9999999999999999999999		HT OVERSEAS PTE. LTD.	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	3129500000.00	232773149.00	232773149.00	232773149.00
Total amount of equity shares (in rupees)	6259000000.00	465546298.00	465546298.00	465546298.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	3129500000	232773149	232773149	232773149
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	6259000000.00	465546298.00	465546298	465546298

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference	0.00	0.00	0.00	0.00

shares (in rupees)				
--------------------	--	--	--	--

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	12139	232736175	232748314.00	465496628	465496628	
Increase during the year	24835.00	960.00	25795.00	51590.00	51590.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify						
Share Allotment Due to Merger and Dematerialization	24835	960	25795.00	51590	51590	
Decrease during the year	960.00	0.00	960.00	1920.00	1920.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify						
Shares dematerialised	960		960.00	1920	1920	
At the end of the year	36014.00	232737135.00	232773149.00	465546298.00	465546298.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify			0			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify			0			
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE501G01024

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

0

Class of shares		
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

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)**(a) Non-convertible debentures**

*Number of classes

1

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
0	0	0	0.00
Total	0.00	0.00	0.00

Classes of non-convertible 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 Debenture	320000640	0	320000640	0.00
Total	320000640.00	0.00	320000640.00	0.00

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible 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
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible 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
Total				

(d) Summary of Indebtedness

Particulars	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	320000640.00	0.00	320000640.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	320000640.00	0.00	320000640.00	0.00

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

10356249878

ii * Net worth of the Company

4502177740

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	3	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	161777090	69.50	0	0.00
10	Others [redacted]	0	0.00	0	0.00
	Total	161777093.00	69.5	0.00	0

Total number of shareholders (promoters)

4

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	60575147	26.02	0	0.00
	(ii) Non-resident Indian (NRI)	1753104	0.75	0	0.00

	(iii) Foreign national (other than NRI)	536	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	105479	0.05	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	1131664	0.49	0	0.00
6	Foreign institutional investors	53300	0.02	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	5879454	2.53	0	0.00
10	Others				
	IEPF, Trust,EMPTrust	1497372	0.64	0	0.00
	Total	70996056.00	30.5	0.00	0

Total number of shareholders (other than promoters)

45749

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

45753.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	0
2	Individual - Male	0
3	Individual - Transgender	0
4	Other than individuals	45753
	Total	45753.00

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

3

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
QUADRATURE CAPITAL VECTOR SP LIMITED	Suite #7 Grand Pavilion Commercial Centre 802 West Bay Road P.O. Box 10250 Grand Cayman Islands	22/07/2020	Cayman Islands	28003	0.01
CITADEL SECURITIES SINGAPORE PTE. LIMITED	#22-01 and #22-02 Asia Square Tower 2 12 Marina View Singapore Singapore	15/10/2020	Singapore	25284	0.01
COPTHALL MAURITIUS INVESTMENT LIMITED - ODI ACCOUNT	C/O CIM CORPORATE SERVICES LTD LES CASCADES BUILDING EDITH CAVELL STREET PORT LOUIS	01/04/1995	Mauritius	13	0.00001

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	4	4
Members (other than promoters)	49222	45749
Debenture holders	1	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	5	0	5	0.00	0.00
i Non-Independent	1	0	0	0	0	0
ii Independent	0	5	0	5	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and 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	7	1	7	0.00	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

11

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

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
SANDEEP SINGHAL	00422796	Director	0	
PRIYAVRAT BHARTIA	00020603	Director	1	
SHAMIT BHARTIA	00020623	Director	1	
SAMEER SINGH	ABBPS7611M	CEO	0	
PIYUSH GUPTA	AAJPG8665N	CFO	0	
MANHAR KAPOOR	AKSPK7005K	Company Secretary	0	
VIVEK MEHRA	00101328	Director	0	

RASHMI VERMA	01993918	Director	0	
ASHWANI WINDLASS	00042686	Director	0	
SHOBHANA BHARTIA	00020648	Managing Director	1	
PALAMADAI SUNDARARAJAN JAYAKUMAR	01173236	Director	0	

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

2

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
SAMEER SINGH	ABBPS7611M	CEO	01/03/2025	Appointment
PRAVEEN SOMESHWAR	01802656	Managing Director	28/02/2025	Cessation

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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	27/09/2024	58247	243	69.69

B BOARD MEETINGS

*Number of meetings held

5

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance

1	08/05/2024	9	8	88.89
2	26/07/2024	9	9	100
3	29/10/2024	9	7	77.78
4	11/01/2025	9	8	88.89
5	04/02/2025	9	8	88.89

C COMMITTEE MEETINGS

Number of meetings held

10

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	08/05/2024	5	5	100
2	Audit Committee	10/06/2024	5	4	80
3	Audit Committee	26/07/2024	5	5	100
4	Audit Committee	29/10/2024	5	4	80
5	Audit Committee	04/02/2025	5	5	100
6	Stakeholders' Relationship Committee	04/02/2025	3	3	100
7	Nomination and Remuneration Committee	08/05/2024	3	2	66.67
8	Nomination and Remuneration Committee	11/01/2025	3	3	100
9	Risk Management Committee	26/07/2024	3	2	66.67
10	Risk Management Committee	04/02/2025	3	2	66.67

D ATTENDANCE OF DIRECTORS

S. N o	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	26/09/2025 (Y/N/NA)
1	ASHWANI WINDLASS	5	5	100	5	5	100	Yes
2	SHOBHANA BHARTIA	5	5	100	0	0	0	Yes
3	PALAMADAI SUNDARARAJAN JAYAKUMAR	5	3	60	5	3	60	Yes
4	SANDEEP SINGHAL	5	4	80	0	0	0	No
5	PRIYAVRAT BHARTIA	5	4	80	5	2	40	No
6	SHAMIT BHARTIA	5	4	80	0	0	0	Yes
7	VIVEK MEHRA	5	5	100	9	9	100	Yes
8	RASHMI VERMA	5	5	100	8	8	100	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

A *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 Bhartia	Managing Director	62375374			8981894	71357268.00
2	Shri Praveen Someshwar	Managing Director	59257868			4780406	64038274.00
	Total		121633242.00	0.00	0.00	13762300.00	135395542.00

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

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Shri Sameer Singh	CEO	2700000				2700000.00

2	Shri Piyush Gupta	CFO	54697653			1137331	55834984.00
3	Shri Manhar Kapoor	Company Secretary	24170518			912000	25082518.00
	Total		81568171.00	0.00	0.00	2049331.00	83617502.00

C *Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Shri Palamadai Sundararajan Jayakumar	Director	0			500000	500000.00
2	Smt. Rashmi Verma	Director	0			950000	950000.00
3	Shri Sandeep Singhal	Director	0			450000	450000.00
4	Shri Vivek Mehra	Director	0			1000000	1000000.00
5	Shri Ashwani Windlass	Director	0			800000	800000.00
	Total		0.00	0.00	0.00	3700000.00	3700000.00

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 (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

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

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

45753

XIV Attachments

(a) List of share holders, debenture holders

HTM - MGT7 Validation File
31.03.2025.xls

(b) Optional Attachment(s), if any

Html mgt-8 (1) 2024-25 (1).pdf
HT Media_MGT 7
Clarification_Gender Wise FII.pdf
HT Media - List of Shareholders Confirmation Letter.pdf**XV 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.

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 applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of HT MEDIA LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we 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 & 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 therefor;

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/beyond 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 proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;

5 closure of Register of Members / Security holders, as the case may be.

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 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion 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 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ 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;

14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities 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;

To be digitally signed by

Name

Date (DD/MM/YYYY)

Place

Whether associate or fellow:

Associate

Fellow

Certificate of practice number

NARESH
CHANDER
KHANNA
Date: 08/12/2025
Time: 12:24
Signature: 5233110010

NC Khanna

08/12/2025

New Delhi

5*4*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

***(a) DIN/PAN/Membership number of Designated Person**

06553730

***(b) Name of the Designated Person**

MANHAR KAPOOR

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 16 dated*

(DD/MM/YYYY) 26/07/2024 to sign this form and declare that all the requirements of 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.

***To be digitally signed by**

Digitally signed by
MANHAR KAPOOR
Date: 26/07/2024 12:23
21 13 43 105 30

***Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

***DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

0*5*3*3*

***To be digitally signed by**

Digitally signed by
MANHAR KAPOOR
Date: 26/07/2024 12:23
21 13 43 105 30

Company Secretary Company secretary in practice

***Whether associate or fellow:**

Associate Fellow

Membership number

5*6*

Certificate of practice number

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

For office use only:

eForm Service request number (SRN)

AC0680091

eForm filing date (DD/MM/YYYY)

28/12/2025

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



PEDESTRIAN
GATE

HT MOBILES SOLUTIONS LIMITED

Corporate Off.: 5th Floor, Lotus Tower, A-Block,
Community Centre,
New Friends Colony, New Delhi-110025

Regd. Office : Hindustan Times House, 2nd Floor,
18-20, Kasturba Gandhi Marg,
Central Delhi, New Delhi-110001

CIN : U74900DL2009PLC187795
GST No. 07AACCH1844G1ZT

HT MEDIA LIMITED

Corporate Off.: 5th Floor, Lotus Tower, A-Block,
Community Centre,
New Friends Colony, New Delhi-110025

Regd. Office : Hindustan Times House, 2nd Floor,
18-20, Kasturba Gandhi Marg,
Central Delhi, New Delhi-110001

CIN: L22121DL2002PLC117874
GST No. 07AABCH3165P2Z8

MOSAIC MEDIA VENTURES PVT. LTD.

Corporate Off.: 5th Floor, Lotus Tower, A-Block,
Community Centre,
New Friends Colony, New Delhi-110025

Regd. Office : Hindustan Times House, 2nd Floor,
18-20, Kasturba Gandhi Marg,
Central Delhi, New Delhi-110001

CIN : U74300DL2007PTC158884
GST No. 07AAECM9813A1ZP

DIGICONNECT LIMITED

Corporate Off.: 5th Floor, Lotus Tower, A-Block,
Community Centre,
New Friends Colony, New Delhi-110025

Regd. Office : Hindustan Times House, 2nd Floor,
18-20, Kasturba Gandhi Marg,
Central Delhi, New Delhi-110001

CIN: L74999DL2017PLC322147
GST No. 07AAECH2819R1Z3

N. C. KHANNA

Company Secretaries

21 C/GH-10, Paschim Vihar,
New Delhi-110087
Tel.: 45636486
Mobile : 8368437118
E-mail : nckhanna12@gmail.com

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** (herein referred to as "the Company") as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March, 2025. 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 hereby certify that:

- a) The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- b) As per the information furnished to me, the status of compliance(s) of the provisions of the Act & Rules made thereunder, during the aforesaid financial year, is provided hereunder:
 1. As per the information available on the official website of Ministry of Corporate Affairs ("MCA"), the status of the Company is Active Compliant. Further, the Company continues to be a Listed Public Company, Limited by shares and having its Registered Office at 18-20, Kasturba Gandhi Marg, New Delhi-110001
 2. As per the information provided to us, the company has maintained the registers/ records and has made necessary entries therein, in accordance with the applicable provisions of the Act.
 3. The Company has filed necessary forms and returns with the Registrar of Companies, Delhi & Haryana within the prescribed time during the period under review.
 4. The Company has called, convened and held the meetings of Board of Directors and its Committees and the Annual General Meeting of Members of the Company on such dates as stated in the Annual Return, as per the Act , in respect of which meetings, proper notices were given and the proceedings including the Circular Resolutions(s) and resolutions passed by postal ballot have been recorded in the Minutes Book/ Registers maintained for the purpose and the same have been signed.
 5. As per the information provided to us, the Company was not required to close its Register of Members/Security holders, during the period under review.
 6. As per the information provided to us and based on the audited financial statements, the Company has not advanced any loan to its Directors and/ or persons or firms or Companies referred in Section 185 the Act, during the period under review.

7. As per the minutes of the Audit Committee and other information furnished to us and in accordance with audited financial statements, all the contracts/ arrangements/ transactions entered or modified by the Company, during the period under review, with related parties, were in compliance with the provisions of the Section 188 of the Act, to the extent applicable.
8. The Company has not issued and bought back any securities and there were no instances of redemption of preference shares or debentures, alteration or reduction of share capital, conversion of shares/ securities during the period under review. However, the Company has made the allotment of 24,831 equity shares pursuant to the Amalgamation of HT Mobile Solutions Limited with HT Media Limited during the year under review.
9. There were no transactions necessitating the Company to keep 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 during the period under review.
10. The Company has not issued and bought back any securities and there were no instances of redemption of preference shares or debentures, alteration or reduction of share capital, conversion of shares/ securities during the period under review. However, the Company has made the allotment of 24,831 equity shares pursuant to the Amalgamation of HT Mobile Solutions Limited with HT Media Limited during the year under review.
11. The audited financial statement of the Company, for the period under review, were signed as per the provisions of Section 134 of the Act and report of Directors, for the aforesaid period, is in accordance with sub-sections (3), (4) and (5) of Section 134 of the Act.
12. During the financial year under review, the Board of Directors of the Company has been duly constituted and the appointment/ re-appointment Directors was made in compliance with the provisions of the Act. Further, during the period under review, the following changes in the composition of Board of Directors took place: The Board at its meeting held on February 4, 2025:
 - (a) Took note of resignation of Shri Praveen Someshwar as MD & CEO effective February 28, 2025.
 - (b) Appointed Shri Sameer Singh as Group CEO (KMP) effective March 01, 2025.

All directors have disclosed their nature of interest/ concern in Form MBP-1 and the same have been recorded at the Board meeting and minutes of the meeting and the remuneration was paid accordance to regulations of the company.

13. M/s S.R. Batliboi & Co. LLP was appointed as Statutory Auditors of the Company for a term of five (5) consecutive years to hold office from the conclusion of 22nd AGM till the conclusion of 27th AGM of the Company to be held in the calendar year 2029.
14. During the period under review, the Company has not obtained any approvals from the Central Government, National Company Law Tribunal (NCLT), Regional Director, Registrar of Companies, Court or such other authorities prescribed under the various provisions of the Act except receipt of merger order from NCLT w.r.t scheme of amalgamation between HT Mobile Solutions Limited (HTMS) and HT Media Limited (HTML), effective April 01, 2020. The scheme was approved by the Hon'ble NCLT vide order dated December 03, 2024.
15. As per the information furnished to us and in accordance with the Auditor's Report, the Company has not invited/ accepted, renewed or repaid any Deposits falling within the purview of relevant Sections of the Act, during the period under review.

16. Borrowing from Banks and Public financial institutions are in accordance with the provision of the Companies Act, 2013. There were no borrowings from Directors or members.
17. As per the information given to us and in accordance with Auditors Report of the Company for the period under review, the loans and investments made by the Company, if any, to other bodies corporate or persons, are in accordance with the provisions of Section 186 of the Act. Further, during the period under review, the Company has not given any guarantee/ provided security to other bodies corporate or persons falling under the provisions of Section 186 of the Act.
18. The Company has not altered any provision of the Memorandum of Association and/ or Articles of Association of the Company during the period under review except amendment in the Capital Clause in the Memorandum of Association pursuant to amalgamation of HT Mobile Solutions Limited with HT Media Limited.

For N C Khanna, Company Secretaries

NARESH
CHANDER
KHANNA

Digitally signed by
NARESH CHANDER
KHANNA
Date: 2025.12.08
19:51:04 +05'30'

Naresh Chander Khanna
Company Secretary in Practice
Membership No.: 4268
C.P. No.: 5143
UDIN: F004268G002267925
Date: 08-12-2025
Place: New Delhi

Date: 23 December, 2025

HT Media Limited
Hindustan Times House, 18-20
Kasturba Gandhi Marg, New Delhi – 110001

Kind Atten: Mr. Manhar Kapoor

Sub: **Confirmation of number of shareholders as on March 31, 2025 of HT Media Limited**

This is to confirm that the total number of shareholders as per Register of Members of HT Media Limited, as on March 31, 2025 are 56,756. However, the total number of Shareholders for the purpose of field no. VI of MGT – 7, are. 45,753.

The difference arises because, in the Register of Members, certain shareholders are counted as a single shareholder since their holdings are consolidated on the basis of a common PAN. In contrast, the MGT-7 system counts such folios separately, resulting in a higher number of shareholders.

This is for your information and record.

Yours faithfully,
For KFin Technologies Limited



D Suresh Babu
Sr. Manager

Operations Centre:

KFin Technologies Limited, Selenium, Tower B, Plot No-31 & 32,
Financial District, Nanakramguda, Serilingampally,
Hyderabad – 500032, Telangana, India.

KFin Technologies Limited 

Registered Office:

KFin Technologies Limited, 301, The Centrium,
3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada,
Kurla (West), Mumbai - 400 070, Maharashtra

Date: 24th December, 2025

HT Media Limited
Hindustan Times House, 18-20
Kasturba Gandhi Marg, New Delhi – 110001

Kind Atten: Mr. Manhar Kapoor

Sub: **Confirmation regarding non-availability of certain data required to be filed for MGT – 7**

With reference to the captioned subject, we hereby confirm that the following details required to be filed for MGT – 7 are not available in our system records.

1. Gender – wise classification of shareholders; and
2. Date of Incorporation of Foreign Portfolio Investors (FPI)/ Foreign Institutional Investors (FII).

This confirmation is being issued at your specific request and is based on the data available in our system as the Share Transfer Agent.

Thanking You,

Yours faithfully,
For KFin Technologies Limited


D Suresh Babu
Sr. Manager

Operations Centre:

KFin Technologies Limited, Selenium, Tower B, Plot No-31 & 32,
Financial District, Nanakramguda, Serilingampally,
Hyderabad – 500032, Telangana, India.

KFin Technologies Limited 

Registered Office:

KFin Technologies Limited, 301, The Centrium,
3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada,
Kurla (West), Mumbai – 400 070, Maharashtra

CIN: L72400MH2017PLC444072