HT Media Limited
CIN: L22121DL2002PLC117874
Registered Office: Hindustan Times House, 18-20, Kasturba Gandhi Marg, New Delhi- 110 001
Ph.: +91-11-66561355 **E-mail:** investor@hindustantimes.com; **website:** www.htmedia.in
Corporate Office: 5th Floor, Lotus Tower, A Block, Community Centre, New Friends Colony, New Delhi-110025; **Ph.:** +91-11-6656 1234

NOTICE OF 24th (TWENTY-FOURTH) ANNUAL GENERAL MEETING

NOTICE is hereby given that the Twenty-fourth Annual General Meeting of Members of **HT Media Limited** will be held on **Friday, September 25, 2026** at **11:00 A.M. (IST)** through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), to transact the following businesses:

ORDINARY BUSINESS

Item No. 1:

To consider and adopt:

a) the audited standalone financial statements of the Company for the financial year ended March 31, 2026 and the report of the Board of Directors and Auditors thereon; and

b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2026 and the report of the Auditors thereon.

Item No. 2:

To appoint Shri Priyavrat Bhartia (DIN: 00020603), as a Director, who retires by rotation, and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

Item No. 3:

Ratification of the remuneration to be paid to M/s. Ramanath Iyer & Co, Cost Accountants, the Cost Auditor of FM Radio Business of the Company for Financial Year - 2027

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

*“**RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company do hereby ratifies the remuneration of Rs. 90,000/- (excluding statutory levies and reimbursement of out-of-pocket expenses, if any), as approved by the Board of Directors, payable to M/s. Ramanath Iyer & Co, Cost Accountants, who have been appointed by the Board of Directors on the recommendation of the Audit Committee, as the Cost Auditors, to conduct audit of the cost records of FM Radio business of the Company, as applicable, for the financial year ending on March 31, 2027.*

***RESOLVED FURTHER THAT** for the purpose of giving effect to the foregoing resolution, the Board of Directors be and are hereby authorised to do all such acts, matters, deeds and things, including approving any amendments or alterations thereto, as it may in its absolute discretion deem necessary, expedient, proper or desirable, and to settle any question, difficulty or doubt that may arise in respect of aforesaid resolution, without being required to seek any further consent or approval of Members of the Company.”*

Item No. 4:

Approval of remuneration payable to Smt. Shobhana Bhartia, Chairperson & Editorial Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

*“**RESOLVED THAT** pursuant to the provisions of Sections 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and on the due recommendation of the Nomination & Remuneration Committee and the Board of Directors, approval of the Members of the Company be and is hereby accorded for the remuneration payable to Smt. Shobhana Bhartia (DIN: 00020648), Chairperson & Editorial Director of the Company (who was re-appointed at the Annual General Meeting of the Company held on September 27, 2023 for a period of 5 years w.e.f. July 1, 2023) for the remaining period of her present tenure i.e. for the period from July 01, 2026 to June 30, 2028 as per below details:*

1.	*Basic Salary*	*Rs. 32,00,000/- per month with authority to the Board of Directors (which expression shall include a Committee thereof) to revise the basic salary from time to time taking into account the performance of the Company, however, subject to a ceiling of Rs.60,00,000/- per month*

2.	*Housing*	*Fully furnished residential accommodation, the cost of which shall not exceed 60% of the basic salary per annum or House Rent Allowance in lieu thereof*
3.	*Gas/Water/ Electricity*	*Actual expenditure upto a maximum of Rs. 28,80,000/- per annum*
4.	*Medical Expenses*	*Reimbursement of medical expenses incurred in India and abroad (including insurance premium for medical and hospitalization policy, if any) on actual basis for self and family, subject to a ceiling of one month's basic salary in a year or three month's basic salary over a period of three years*
5.	*Leave Travel Allowance*	*For self and family, once a year in accordance with rules of the Company*
6.	*Club Fees*	*Membership of one Club in India (including admission and membership fee)*
7.	*Entertainment expenses and other business expenses*	*Entertainment, travelling and all other expenses incurred for the business of the Company shall be reimbursed as per rules of the Company. Reimbursement of travelling expenses of spouse accompanying the Chairperson & Editorial Director on any official trip as per rules of the Company*
8.	*Car & Telephone*	*The Company shall provide car with driver and telephone at the residence of the Chairperson & Editorial Director, for the Company's business*
9.	*Personal Insurance*	*For an amount, premium of which shall not exceed one month's basic salary*
10.	*PF Contribution*	*Contribution to Provident Fund shall be as per rules of the Company*
11.	*Gratuity*	*Gratuity payable shall be as per prevailing law*
12.	*Other allowances, benefits and perquisites*	*Any other allowances, benefits and perquisites admissible to the senior Officers of the Company as per Rules of the Company, from time to time*

***RESOLVED FURTHER THAT** so long as Smt. Shobhana Bhartia functions as the Chairperson & Editorial Director (Managing Director under the Act) of the Company, and draws the remuneration as mentioned above, she will not be entitled to any fee for attending meetings of the Board of Directors or any Committee thereof.*

***RESOLVED FURTHER THAT** for the purpose of giving effect to the foregoing resolutions, the Board of Directors (which term shall be deemed to include any Committee of the Board authorized in the said* *behalf) be and is hereby authorised to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable, and to settle any question, difficulty or doubt that may arise in respect of aforesaid without being required to seek any further consent or approval of the Members of Company, or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution."*

Place: New Delhi
Date: August 5, 2026

By Order of the Board
For **HT Media Limited**
Sd/-
(Manhar Kapoor)
Group General Counsel & Company Secretary
Membership No. F5564

NOTES:

1. **The Ministry of Corporate Affairs ('MCA'), inter alia, vide its General Circular No(s). 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2022 dated 5th May, 2022 and subsequent circulars issued in this regard, the latest being General Circular No.03/2025 dated 22nd September, 2025 (collectively referred to as 'MCA Circulars'), and in compliance with the provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Annual General Meeting ("AGM") of the Company is being conducted through VC/OAVM facility, which does not require physical presence of Members at the venue of the AGM. Registered Office of the Company shall be deemed to be the venue of this AGM.**

2. **Since the ensuing AGM is being held pursuant to the MCA Circulars through VC/OAVM which does not require physical attendance of Members at the AGM, the facility to appoint proxy by the Members will not be available for this AGM and therefore, Proxy Form and Attendance Slip are not annexed to this Notice.**

3. Since AGM will be held through VC/OAVM, the Route Map is not required and hence, not annexed to this Notice.

4. The Explanatory Statement as required under Section 102 of the Act and additional information as required under SEBI Listing Regulations, is annexed hereto.

5. Members are requested to carefully read **"The instructions for Members for remote e-Voting and joining Annual General Meeting"** given below in this Notice.

6. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

7. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/ OAVM facility. Institutional/Corporate Members (i.e. other than individuals/HUF, NRI, etc.) are required to send a certified scanned copy (PDF/JPG Format) of its Board or governing body Resolution/authorization etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote via. remote e-Voting. The said resolution/authorization together with attested specimen signature(s) of the duly authorized representative(s), shall be sent by e-mail to the Scrutinizer at e-mail ID: **info@dsassociate.com** with a copy marked to **amanG@nsdl.com**.

Institutional members/Corporate Members can also upload their Board Resolution / Power of Attorney/ Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

8. Pursuant to the provisions of Regulation 36 of SEBI LODR Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, details of Director(s) seeking approval for re-appointment / remuneration at this AGM, are given as **Annexure - A** to this notice.

9. All investor related communication may be addressed to Kfin Technologies Limited (Kfin/ RTA) at the following address:

Kfin Technologies Limited
Unit: HT Media Limited
Ramky Selenium Building, Tower B,
Plot No. 31 & 32, Financial District,
Nanakramguda, Serilingampally
Hyderabad, Rangareddy, Telangana, India -500032
Tel: +91 - 40 - 67162222
Toll free No.: 1800 309 4001
WhatsApp Number: +91 910 009 4099
KPRISM (Web Application): https://kprism.kfintech.com/
E-mail id: einward.ris@kfintech.com
Corporate Website: https://www.kfintech.com
Website: https://ris.kfintech.com

10. In compliance with above mentioned MCA circulars, the Notice calling this AGM along with the Annual Report for FY-26 is being sent only by electronic mode to those Members whose e-mail addresses are registered with the Depository Participants or the Company's RTA as on August 25, 2026. Additionally, hard copies of Notice of AGM and Annual Report for FY-26 are also being sent to only those Members who have requested for the same. Members may kindly note that the Notice of AGM and Annual Report for FY-26 including therein the Audited Financial Statements for FY-26 will also be available on the Company's website viz. **https://www.htmedia.in/** and website of the stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited (**www.bseindia.com and www.nseindia.com**) respectively and the website of National Securities Depository Limited **("NSDL")** (agency for providing the Remote e-Voting facility) at **www.evoting.nsdl.com**.

11. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

12. Pursuant to the provisions of Section 125 of the Act read with the relevant rules made thereunder, during the financial year ended on March 31, 2026, the Company has transferred unpaid/unclaimed dividend amounting to Rs. 83,665/- for the financial year 2017-18 to Investor Education and Protection Fund ("IEPF") and also transferred 20,327 equity shares of the Company to the demat account of IEPF

Authority in respect of which dividend was unpaid/ unclaimed for last seven years.

13. Kindly note that unpaid / unclaimed dividend for financial years upto 2017-18 and shares in respect thereof can be claimed back from IEPF Authority, following the procedure laid down under the IEPF Rules. Members/investors are advised to visit the weblink: **http://iepf.gov.in/IEPF/refund.html** or contact Kfin to lodge claim for refund of shares and/or dividend from the IEPF Authority.

Concerned Members are also requested / advised to claim their unpaid/unclaimed dividend for FY 2018-19 on or before October 29, 2026 failing which the Company shall proceed to transfer the liable dividend and Equity shares to IEPF Authority.

14. Members holding shares in physical form can avail the facility of nomination on their shareholding pursuant to the provisions of Section 72 of the Act and for the same, they are advised to send their nomination in the prescribed Form No. SH-13 to Kfin at the above mentioned address. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility. The Members may also visit Company's website viz. https://www.htmedia.in/investor-relations and website of RTA viz. https://ris.kfintech.com/clientservices/isc/isrforms.aspx for downloading Form SH-13 and other Nomination and KYC related documents.

15. SEBI has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic mode are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. However, Members holding shares in physical mode can submit their PAN to the Company/Kfin.

16. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in demat form only, while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; Endorsement; Sub-division/Splitting of securities certificate; Consolidation of securities certificates/folios; Transmission and Transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website under the weblink at https://www.htmedia.in/investor-relations and on the website of the Company's RTA at https://ris.kfintech.com/clientservices/isc/isrforms.aspx. It may be noted that any service request can be processed only after the folio is KYC compliant.

17. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or the RTA, details of such folios together with the share certificates and KYC proof(s) viz. PAN, Aadhar etc. for consolidating their holding in one folio. Requests for

consolidation of share certificates shall be processed in dematerialized form.

18. Members are requested to send their queries, if any, on the financial statements/operations of the Company, via e-mail to the Company Secretary at **investor@hindustantimes.com** at least 7 days before the AGM, so that the information can be compiled in advance.

19. The documents referred to in this Notice are available for inspection electronically without any fee by the Members on all business days (except Saturday, Sunday and Public Holidays) upto the date of AGM. The Register of Directors, Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements, in which Directors are interested, maintained under Section 189 of the Act and the Certificate issued by Secretarial Auditor in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, will be available for inspection electronically by the Members during the AGM. Members seeking to inspect such documents may send request from their e-mail ID registered with the Company/RTA to the Company at **investor@hindustantimes.com.**

20. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 & the MCA Circulars and Regulation 44 of SEBI Listing Regulations, the Company is providing facility of remote e-Voting to its Members in respect of the businesses to be transacted at the AGM. For this purpose, the Company has entered into an agreement with **NSDL** for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using **remote e-Voting** system as well as **e-Voting during the meeting (venue voting)** on the date of the AGM will be provided by NSDL.

21. **The remote e-Voting facility will be available during the following period:**

Commencement of remote e-Voting	**From 9.00 A.M. (Server time) on September 21, 2026 (Monday)**
End of remote e-Voting	**Up to 5.00 P.M. (Server time) on September 24, 2026 (Thursday)**

Remote e-Voting will not be allowed beyond the aforesaid date and time and the remote e-Voting module shall be forthwith disabled by NSDL upon expiry of aforesaid period.

22. Persons whose name appears in the Register of Member/list of Beneficial Owners as on **Friday, September 18, 2026 (Cut-off date)** shall be entitled to cast their vote by remote e-Voting on the resolutions set forth in this Notice or participating at the AGM and venue voting. Any person who is not a Member as on the Cut-off date should treat this Notice for information purpose only.

23. The Board of Directors has appointed Shri Dhawal Kant Singh, Partner (C.P. No. 7347) or failing him Shri Kabindra Jha, Partner (C.P. No. 22748) of M/s D.S. Associates, Practicing Company Secretaries as Scrutinizer to scrutinize the remote e-Voting and venue voting process in a fair and transparent manner and they have communicated their willingness to get appointed and will be available for the said purpose.

24. After conclusion of e-Voting at the AGM, Scrutinizer will scrutinize the votes cast during the meeting and venue voting, and make a consolidated Scrutinizer's Report for submission to the Chairperson or any other person authorized by her.

25. The result of e-Voting (remote e-Voting and venue voting) will be declared within two working days of the conclusion of AGM and the same, along with the consolidated Scrutinizer's Report, will be placed on Company's website *viz*. https://www.htmedia.in/ and on the website of NSDL viz. **www.evoting.nsdl.com**. The result will be simultaneously communicated to the stock exchanges viz. BSE Limited, National Stock Exchange of India Limited and will also be made available on the website of NSDL. The Company will also display the result at its Registered Office and Corporate Office.

26. The resolutions as set out in the notice of the AGM shall be deemed to be passed on the date of AGM, subject to receipt of requisite number of votes in favour of the resolution(s).

27. Any person holding shares in physical form, and non-individual Members who acquire shares of the Company and become Members of the Company after the Notice is sent and holding shares as of the cut-off date, i.e. **Friday, September 18, 2026**, may obtain the login ID and password by sending a request at **evoting@nsdl.com**. However, if he / she is already registered for remote e-Voting, then he / she can use his / her existing user ID and password for casting the vote.

In case of individual Members holding securities in demat mode, who acquire shares of the Company and become Members of the Company after the Notice is sent and holding shares as of the **cut-off date i.e. Friday, September 18, 2026**, may follow steps as below.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING AGM ARE AS UNDER:

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual members holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

Login method for Individual members holding securities in demat mode is given below:

Type of members	Login Method
Individual Members holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

	4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Member/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Members/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Members holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and able to directly access the system of all e-Voting Service Providers.
Individual Members (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL

Login type	Helpdesk details
Individual Members holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at **evoting@nsdl.com** or call at 022 - 4886 7000
Individual Members holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at **helpdesk.evoting@cdslindia.com** or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for members other than Individual members holding securities in demat mode and members holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Member/Member’ section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for members other than Individual members are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’, and the system will force you to change your password.
c) How to retrieve your ‘initial password’?
   i. If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or

folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

ii. If your email ID is not registered, please follow steps mentioned below in process for those members whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution(s), you will not be allowed to modify your vote.

General Guidelines for members

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

2. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-Voting user manual for Members available at the download section of www.evoting.nsdl.com or call at 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Deputy Vice President, National Securities Depository Ltd., 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051 at the designated email address: evoting@nsdl.com or at telephone no. 022- 48867000.

Process for those members whose email IDs are not registered with the depositories for procuring user id and password and registration of email IDs for e-Voting for the resolutions set out in this notice:

1. Members holding shares in physical form and who have not registered/ updated their KYC details including e-mail id with the Company or RTA, may register/update such details by downloading the relevant forms from the said link: https://ris.kfintech.com/clientservices/isc/isrforms.aspx and sending the same physically along with the request letter duly filled with the details therein and attaching such documents as required in the forms to KFin Technologies Limited, Unit: **HT Media Limited**, Ramky Selenium Building, Tower B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India-500032

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to **investor@hindustantimes.com**. If you are an Individual member holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e. **Login method for e-Voting and joining virtual meeting for Individual members holding securities in demat mode**.

3. Alternatively, member/members may send a request to **evoting@nsdl.com** for procuring user id and password for e-Voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are required to update their mobile number and email ID correctly in their demat account to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-Voting.

2. Only those Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM are given below:
Ms. Pallavi Mhatre, Deputy Vice President (NSDL)
Address: National Securities Depository Limited
301, 3rd Floor, Naman Chambers,
G Block, Plot No. C-32,
Bandra Kurla Complex, Bandra East,
Mumbai- 400051
E-mail id: evoting@nsdl.com
Contact No.: 022 - 4886 7000

THE INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may follow the Step 1 as mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under **“Join meeting”** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Member login where the EVEN of Company will be displayed. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten

the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Members who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, e-mail id, mobile number at **investor@hindustantimes.com.** The same will be replied by the company suitably.

6. Members who would like to express their views or ask questions during the AGM may pre-register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at **investor@hindustantimes.com** between September 19, 2026 (9:00 a.m. IST) to September 22, 2026 (5:00 p.m. IST). Only those Members who have registered themselves as speaker will be allowed to express their views or ask questions at the AGM. The Company reserves the right to restrict the number of questions and speakers, depending upon availability of time as appropriate for smooth conduct of the AGM. Members are requested to wait for their turn to be called during the Question-and-Answer Session. Due to inherent limitation of transmission and coordination during the AGM, the Company may have to dispense with or curtail the Question-and-Answer Session. Hence, Members are encouraged to get themselves registered in advance to ask questions/queries etc. at the AGM.

STATEMENT IN RESPECT OF THE SPECIAL BUSINESS(ES) PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Item No 3:

The Board of Directors, on recommendation of Audit Committee, approved the appointment of M/s. Ramanath Iyer & Co, Cost Accountants (Firm Registration No. 000019) as Cost Auditor to conduct audit of the cost records of FM Radio business of the Company for the financial year ending on March 31, 2027 at remuneration of Rs. 90,000/- (excluding applicable statutory levies and reimbursement of out-of-pocket expenses). In terms of the provisions of Section 148 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor shall be ratified by the Members of the Company. Accordingly, consent of the Members is sought for ratification of the above remuneration payable to the Cost Auditor.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Ordinary Resolution set forth at Item No. 3 of the Notice for approval of Members.

Item No. 4:

Members may kindly recall, at their 21st Annual General Meeting held on September 27, 2023, Smt. Shobhana Bhartia was re-appointed as Chairperson and Editorial Director of the Company for a period of 5 (five) years w.e.f. July 01, 2023 and her remuneration was approved for a period of 3 (three) years. The said approval of remuneration was sought only for three (3) years in view of anticipated inadequacy of profits *[computed in the manner prescribed u/s 198 r/w Section 197 of the Companies Act, 2013("Act") ('Net Profit'*)].

The members are apprised that while the pandemic-led decline in ad spends and subsequent input cost inflation weighed on financial performance in prior years, the concluded fiscal marked an operational turnaround; led by performance of the core Print segment with revenue growth as well as margin expansion, basis costs discipline and operational efficiencies. However, the Company's reported net profit was impacted by exceptional charges on account of impairments and the statutory impact of new Labour Code.

While there has been improvement in business fundamentals and the Company has also optimized its business portfolio to focus on profitability, given the uncertainties in external environment, it is possible that, the proposed managerial remuneration payable to Smt. Bhartia in her remaining present tenure of 2 years could exceed the limits prescribed under section 197 of the Act.

The members are further apprised that in terms of the provisions of Section 197 (as amended), read with Schedule V of the Act, the Company is required to obtain approval of the members by way of special resolution for payment of remuneration to Managerial Personnel in case of no profit/ inadequacy of profit. Pursuant to SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the fees or compensation payable to Executive Directors who are promoters or members of the promoter group, is subject to the approval of the shareholders by special resolution in a general meeting, if the annual remuneration payable to such Executive Director exceeds Rs. 5 Crore or 2.5% of the net profits of the Company, whichever is higher or where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5% of the net profits of the Company.

Further, it is clarified that no increase in remuneration of Smt. Bhartia is proposed in terms of the resolution set out at Item no. 4 of this Notice vis-à-vis the remuneration already approved by the Members in the year 2023. The details of the remuneration drawn in last few years are provided in the Annexure.

In view of the above, approval of the Members is sought for remuneration payable to the Managerial Personnel as set out at Item no 4 of the Notice.

The Written Memorandum under Section 190 of the Act setting out the terms of remuneration payable to Smt. Shobhana Bhartia as Chairperson and Editorial Director, is available for inspection at the Registered Office of the Company by the Members without any fee on all business days (except Saturday, Sunday, and Public Holidays) during 10:00 AM to 4:00 PM upto the date of this Annual General Meeting and any Member interested in inspection may write to investor@hindustantimes.com.

The Company, as on date, is not in default in payment of dues to any bank or public financial institution or to non-convertible debenture holders or to any other secured financial creditor, and accordingly their prior approval is not required for approving the proposed special resolution.

The Nomination & Remuneration Committee and the Board of Directors at their meetings held on May 29, 2026 have considered this proposal and recommended/ approved the remuneration proposed to be paid to the managerial personnel, subject to approval of the Members by way of Special Resolution.

Smt. Shobhana Bhartia, Shri Priyavrat Bhartia & Shri Shamit Bhartia (being relatives of Smt. Shobhana Bhartia) are interested in the resolution.

Save and except the above, none of the Directors or Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Special Resolution set out at Item no. 4 for approval by the Members

Annexure to Item No. 4

(A) <u>Disclosure(s) in terms of Section 197 read with Schedule V to the Companies Act, 2013 & applicable Rules thereunder-</u>

I. General Information:

1) **Nature of industry:** Media Industry

2) Date or expected date of commencement of commercial production: The Company was incorporated on December 3, 2002 and its operating activities commenced thereafter.

3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable.

4) Financial performance based on given indicators: The Financial and operating performance of the Company during the last three financial years is as under:

(Rs. In Lakhs)

Particulars (Standalone)	Financial Year 2023-24 (Audited)	Financial Year 2024-25 (Audited)	Financial Year 2025-26 (Audited)
Revenue from continuing operations	90,706	1,03,562	1,03,167
Total Income of continuing operations	1,01,017	1,16,347	1,10,445
Earnings/(loss) before interest, tax, depreciation and amortization (EBITDA) before exceptional items (from continuing operations)	9,194	12,845	10,921
Profit/(loss) before tax	(14,094)	(6,620)	(14,369)
Profit/(loss) for the year after tax (before other comprehensive income)	(11,868)	(6,468)	(12,157)

5) Foreign investments or collaborations, if any:

(a) Foreign Investment

No foreign direct capital investment has been made in the Company during the last financial year. Further, foreign investments in the Company include shareholding of FPIs, FIIs, NRIs and foreign nationals, which were acquired through the secondary market.

(b) Foreign Collaboration

There is no foreign collaboration in the Company as on date.

II. Information about the Chairperson & Editorial Director:

1) Details of background, recognition or awards, job profile of the Director ("Managerial Personnel") and suitability thereof

The brief profile of Smt. Shobhana Bhartia, Chairperson & Editorial Director (Managing Director under the Companies Act, 2013):

Smt. Shobhana Bhartia has been on the Board of the Company since its incorporation i.e. December 3, 2002, and has been instrumental in formulation of long-term vision and strategy of the Company. Over the last 20 years, she has provided stewardship in diversifying the Company from a standalone print-media company to an entertainment & media conglomerate. She is also the Managing Director of The Hindustan Times Limited (holding company).

Smt. Shobhana Bhartia is one of the first and youngest women to become the Chief Executive of a national newspaper, and a prominent statesperson.

In a career spanning four decades, she led the process of cultural transformation at HT Media Group, converting it into a high-quality, forward-looking, professional media organization. Her efforts have contributed to the company winning global recognition, including being named the Best Media Company to Work for in India in 2012.

She has been awarded the Padma Shri for Excellence in Journalism and was the President's nominee as a Member of the Rajya Sabha from 2006 to 2012.

She has received numerous awards and recognitions, including Dartmouth University's honorary degree, "Doctor of Humane Letters" (2022), for her outstanding achievements in business and service to the country and communities. She is also the recipient of the Asian Business Leadership Forum (ABLF) Dubai's highest honour—the ABLF Sustainable Leadership Icon Award (2019), the Officier de l'Ordre National de la Légion d'Honneur (2016)—the French Republic's highest civilian award—in recognition of her outstanding contributions to journalism, and the Global Leadership Award (2015) by the US-India Business Council.

Her other accolades include AIMA's Lifetime Contribution to Media Award (2025), TIOL's Exemplary Business Woman Award (2025), Fortune India's Media Person of the Year (2012) at the IAA Leadership Awards, Businesswoman of the Year (2007) by The Economic Times, Entrepreneur of the Year (2005) by Ernst & Young, and Global Leader of Tomorrow (1996) by the World Economic Forum, Davos.

She serves as a Member of the India Advisory Board at the London School of Economics (LSE), a member of the International Advisory Board at the Blavatnik School of Government, Oxford University, and is the Pro-Chancellor of the Birla Institute of Technology and Science, Pilani (founded by her grandfather).

In 2005, she was appointed as a member of the UN High-Level Group for the Alliance of Civilizations (UNAOC), headed by then UN Secretary-General, Kofi Annan. She has also served on Parliamentary Committees on Energy, Women Empowerment, and Human Resource Development.

Her other leadership roles include chairing the Audit Bureau of Circulation and the Press Trust of India. She has held board-level positions at the Northern Regional Board of the Reserve Bank of India, Indian Airlines, and other prestigious Indian educational institutions. Until April 2024, she was also a member of the Board of Visitors at the Columbia Journalism School, New York.

2) Past remuneration:

Rs. in Lakhs

Name of the Director	**FY 2025-26**	**FY 2024-25**	**FY 2023-24**
Smt. Shobhana Bhartia	713.20	713.57	713.35

3) Remuneration proposed: As set out in the Item No. 4 of this Notice.

4) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:

The proposed remuneration of Smt. Shobhana Bhartia is commensurate with the size and scale of the Company having operations across multiple business segments, her profile & responsibilities and the managerial remuneration paid in the broader industry.

5) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:

Smt. Shobhana Bhartia does not have pecuniary relationship with the Company except remuneration paid/payable to her in her capacity as the Chairperson & Editorial Director (Managing Director) (Key Managerial Personnel u/s 203 of the Act) of the Company.

III Other information:

1) Reasons of loss or inadequate profits:

The concluded fiscal marked an operational turnaround; led by performance of the core Print segment with revenue growth as well as margin expansion, basis costs discipline and operational efficiencies. However, the Company's reported net profit was impacted by exceptional charges on account of impairments and the statutory impact of new Labour Code. Thereby, leaving profits inadequate for the purpose of managerial remuneration.

2) Steps taken or proposed to be taken for improvement:

Your Company believes that it is well positioned to capture opportunities for growth and profitability, basis its competitive strengths. Following factors/steps are contributing to further improvements in this regard:

- Continued improvement in advertising & circulation revenue via better value proposition to clients & readers;
- Optimized procurement and productivity initiatives through streamlined operations; and maintained tight control on indirect and discretionary spends;
- Streamlined its business portfolio including surrender of non-viable FM radio frequencies
- Evolving with a changing media & entertainment industry by investing into new age digital business in a measured manner.

3) Expected increase in productivity and profits in measurable terms:

Our Print business is positioned for steady growth, driven by a recovery in corporate advertising and steady government spending. We are actively capturing incremental revenue through better customer propositions, partnerships with new-age sectors and flagship events. Supported by disciplined cost management, this revenue momentum is expected to translate into continued margin expansion and enhanced profitability for the segment.

In Radio, an optimized station footprint focusing on viable networks and appropriate mix non–FCT operations should yield better business results.

In Digital, the Company is pursuing a sharper and more disciplined portfolio strategy, prioritizing businesses with clearer pathways to scale, differentiation, and profitability.

The Company expects in the coming years to build on its prior fiscal performance on the operational front with improvement in both revenue and profitability.

(B) Other parameters under Section 200 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

1) Financial and operating performance of the Company during the three preceding financial years – Details provided in Para A (I) (4) above.

2) Remuneration or commission drawn by individual concerned in any other capacity from the Company – None

3) Remuneration or Commission drawn by Managerial Personnel from any other Company:

Name of Managerial Personnel	Company	Designation	Remuneration for FY 26 (Rs. in Lakhs)
Smt. Shobhana Bhartia	The Hindustan Times Limited	Managing Director	504.76

4) Professional qualification and experience – Please refer details given above.

5) Relationship between remuneration and performance – There is linkage of remuneration with the financial performance of the Company as the same is duly factored in while determining relevant components of remuneration.

6) The principle of proportionality of remuneration within the Company, ideally by a rating methodology which compares the remuneration of Directors to that of other Directors on the Board who receive remuneration and employees or executives of the Company

Your Company has a strong performance management culture. Personnel undergoes evaluation of their performance against the goals and objectives for the year, and increase in compensation and reward by way of variable bonuses (as applicable) is linked to the evaluation of individual's performance. All employees of the Company, including Managerial Personnel, are governed by the Company's Performance Management System, in addition to the Board approved Remuneration Policy. Additionally, industry benchmarks are used to determine the appropriate level of remuneration, from time to time.

7) Whether remuneration policy for Directors differs from remuneration Policy for other employees and if so, an explanation for the difference

Your Company has a clearly laid out Board approved Remuneration Policy. This Policy outlines, inter alia, separate remuneration parameters for –

- Managing Director & Whole-time Director;
- KMP and Senior Management; and
- Other Employees.

The principles of remuneration including 'reward for performance' are broadly uniform for all three categories mentioned above.

8) Securities held by the Director, including options and details of the shares pledged as at the end of the preceding financial year

Please refer the details outlined in the table appearing at the end of this Notice as Annexure-A giving details of Directors pursuant to the provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 & Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

9) Reasons and justification for payment of remuneration –

The initial years post pandemic saw a downturn and a sharp broad-based decline in advertising spends, impacting the revenue of your Company. Post pandemic, the industry saw a significant inflation in input costs, arising from global conflicts and supply line bottlenecks and consequently impacting profitability of the Company these past few years. However, the concluded fiscal year marked a turnaround, led by structural Print driven revenue and margin expansion as a result of sustained operational efforts by the Company.

In this regard, your Company has managed to take pertinent actions to soften the overall impact of external factors on business and grow both operational top-line and profitability through various client led/market led initiatives, along with reduction in various variable and fixed costs and also has taken multiple steps to conserve cash including actions to optimize its business portfolio thereby targeting better profitability. The Company holds more than adequate liquidity to carry on its operations, while delivering quality products and services to its customers and consumers.

Keeping in view of the above, it is put forth to pay the remuneration to Smt. Shobhana Bhartia for her term on the terms as mentioned in the resolution.

By Order of the Board
For **HT Media Limited**
Sd/-
(Manhar Kapoor)
Group General Counsel & Company Secretary
Membership No: F5564

Place: New Delhi
Date: August 5, 2026

Annexure A (Annexure to Item No.2&4)

Details of the Director pursuant to the provisions of Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, as applicable

Name of the Director	**Shri Priyavrat Bhartia**	**Smt. Shobhana Bhartia**
Age	49 years	69 years
Nationality	Indian	Indian
Brief resume, experience, expertise in specific functional areas	Refer Website of the Company viz. https://www.htmedia.in/ Expertise: Industrialist	Please refer the explanatory statement.
Qualification	MBA from Stanford University	Graduate from Calcutta University
Date of first appointment on Board	October 28, 2005	December 3, 2002
Relationship with other Directors inter se and Key Managerial Personnel	Son of Smt. Shobhana Bhartia, Chairperson & Editorial Director and Brother of Shri Shamit Bhartia, Director	Mother of Shri Priyavrat Bhartia and Shri Shamit Bhartia, Directors of the Company
No. of Equity Shares of Rs. 2 each held in the Company (including shareholding as beneficial owner)	1	1*
Terms and conditions of re-appointment along with details of remuneration sought to be paid	Director liable to retire by rotation Remuneration: Nil	Remuneration payable is as per the terms as mentioned in resolution No. 4 and explanatory statement attached to notice of the Meeting
Remuneration last drawn (including sitting fee during FY-26) (Rs. in Lakhs)	Nil	Rs. 713.20 Lakhs *(No sitting fee is payable)*
Directorship held in other Companies (along with listed entities from which the person has resigned in the past three years) {excluding foreign companies}#	• Hindustan Media Ventures Limited (Listed) • Jubilant Pharmova Limited (Listed) • Digicontent Limited • Jubilant Realty Private Limited	• Hindustan Media Ventures Limited (Listed) • Ronson Traders Ltd • Nilgiri Plantations Ltd • Goldmerry Investment & Trading Company Limited

	• Jubilant Agri and Consumer Products Limited (Listed) • Earthstone Holding (Two) Private Limited • SPB Trustee Company Private Limited • SSP Trustee Company Private Limited • Jubilant Enpro Private Limited • PSB Trustee Company Private Limited • The Hindustan Times Limited • ARS Trustee Company Private Limited • SB Trusteeship Services Private Limited • Jubilant Ingrevia Limited Shri Priyavrat Bhartia ceased to hold Directorship of Jubilant Industries Limited (Listed Entity) w.e.f. October 10, 2024 pursuant to the Amalgamation	• Earthstone Holding (Two) Private Limited • Yashovardhan Investment & Trading Company Limited • SSBSB Realty Trustee Co Private Limited • SBSSB Realty Trustee Co Private Limited • SSB Trustee Company Private Limited • PSB Trustee Company Private Limited • The Hindustan Times Ltd • PRS Trustee Company Private Limited • SB Trusteeship Services Private Limited • Shobhana Trustee Company Private Limited • MJS Trustee Company Private Limited • HT Overseas Pte. Ltd. Smt Shobhana Bhartia has not resigned from any listed entity in the past three years
List of the Committees of Board of Directors (across other companies) in which Chairmanship/ Membership is held*#	**The Hindustan Times Limited** • Audit Committee - Member • Corporate Social Responsibility Committee - Member • Nomination Committee - Member **Jubilant Ingrevia Limited** • Risk Management	**The Hindustan Times Limited** • Audit Committee - Chairperson • Corporate Social Responsibility Committee Chairperson • Nomination Committee - Chairperson **Hindustan Media Ventures Limited** • Corporate Social Responsibility Committee - Chairperson

	Committee - Member • Sustainability & Corporate Social Responsibility Committee - Member • Finance Committee- Member **Jubilant Agri and Consumer Products Limited** • Restructuring Committee - Chairman • Finance Committee - Chairman • Nomination & Remuneration Committee - Member **Hindustan Media Ventures Limited** • Stakeholders Relationship Committee - Member • Investment & Banking Committee - Chairman • Corporate Social Responsibility Committee - Member **Jubilant Pharmova Limited** • Sustainability & Corporate Social Responsibility Committee - Member • Risk Management Committee - Member • Finance Committee - Member • Capital Issue Committee - Member • Fund Raising Committee -	• Nomination & Remuneration Committee- Member **Earthstone Holding (Two) Private Limited** • Corporate Social Responsibility Committee - Chairperson • Audit Committee- Chairperson • Nomination & Remuneration Committee - Chairperson • Risk Management Committee - Chairperson • Fraud Risk Management Committee - Chairperson

	Member • Quality Committee - Member • Stakeholders Relationship Committee - Member **Earthstone Holding (Two) Private Limited** • Corporate Social Responsibility Committee - Member • Audit Committee - Member • Nomination & Remuneration Committee - Member • Risk Management Committee - Member • Fraud Risk Management Committee - Member **Digicontent Limited** • Banking & Finance Committee - Member	
No. of Board Meetings attended during FY- 26	3	4

 # As per latest disclosure received from the Director.
** No pledge has been created*