

21<sup>st</sup> September, 2022

**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
**MUMBAI - 400 001**

**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No. C-1, Block G  
Bandra - Kurla Complex, Bandra (E)  
**MUMBAI - 400 051**

**Scrip Code: 533217**

**Trading Symbol: HMVL**

**Sub: Voting Results of 12<sup>th</sup> (Post-IPO) Annual General Meeting held on 21<sup>st</sup> September, 2022 and Scrutinizer's Report thereon pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir(s),

This is to inform that the Annual General Meeting ('AGM') 12<sup>th</sup> (Post-IPO) of the Members of Hindustan Media Ventures Limited was held today i.e. Wednesday, 21<sup>st</sup> September, 2022 at 11:00 A.M. (IST) through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM').

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR'), please find enclosed herewith summary of voting results (*i.e. remote e-voting and e-voting at the AGM*), along with Scrutinizer's Report issued by Mr. Sanket Jain (Scrutinizer appointed for the AGM), dated 21<sup>st</sup> September, 2022.

Further, we wish to inform that at the aforesaid AGM, Members of the Company have approved the following matters-

1. Consideration and adoption of:
  - the audited standalone financial statements of the Company for the financial year ended March 31, 2022 and the report of the Board of Directors and Auditors thereon; and
  - the audited consolidated financial statements of the Company for the financial year ended March 31, 2022 and the report of the Auditors thereon.

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Registered Office :  
Budh Marg, Patna - 800001  
Ph.: 0612-2223434, 2223772, 2223413, 2223314, 2222538  
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2. Appointment of Smt. Shobhana Bhartia (DIN: 00020648), as a Director, who retires by rotation, and being eligible, offers herself for re-appointment.
3. Appointment of Shri Sameer Singh (DIN: 08138465) as an Independent Director, not liable to retire by rotation.
4. Approval of 'material related party transactions' between the Company (HMVL) and HT Digital Streams Limited (fellow subsidiary company/HTDSL) for the Financial Year 2022-23, 2023-24 and 2024-25

You are requested to take the above information on your record.

Thanking you,

Yours faithfully,

For **HINDUSTAN MEDIA VENTURES LIMITED**

**(Punit Kumar Chellaramani)**

**Company Secretary**

*Encl.: As above*

**SUMMARY OF VOTING RESULTS OF 12<sup>th</sup> (Post – IPO) AGM HELD THROUGH VIDEO CONFERENCING**

**Date of declaration of result- 21<sup>st</sup> September, 2022**

<b>Name of the Company</b>	Hindustan Media Ventures Limited	
<b>Date of AGM/EGM</b>	21 <sup>st</sup> September, 2022	
<b>Last date of receiving Postal Ballot Form/E-voting</b>		
<b>Total number of shareholders as on the cut-off date (i.e. 14<sup>th</sup> September, 2022)</b>	26,849	
<b>No. of Shareholders present in the meeting either in person or through proxy</b>	<b>Promoters and Promoter Group</b>	<b>Public</b>
	Not Applicable	
<b>No. of Shareholders attended the meeting through Video Conferencing:</b>	<b>Promoters and Promoter Group</b>	<b>Public</b>
	1	45

<b>ITEM NO.</b>	1
<b>Details of Agenda:</b>	Consideration and adoption: a) the audited standalone financial statements of the Company for the financial year ended March 31, 2022 and the reports 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, 2022 and the report of the Auditors thereon.
<b>Resolution required:</b>	Ordinary Resolution
<b>Whether promoter /promoter group are interested in the agenda/ resolution?</b>	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
<b>Promoter and Promoter Group</b>	<b>Remote e-Voting</b>	54,808,457	54,808,457	100.0000	54,808,457	0	100.0000	0.0000
	<b>E-Voting at AGM</b>		0	0.0000	0	0	0	0
	<b>Total</b>	54,808,457	54,808,457	100.0000	54,808,457	0	100.0000	0.0000
<b>Public- Institutions</b>	<b>Remote e-Voting</b>	2,387,162	2,144,271	89.8251	2,144,271	0	100.0000	0.0000
	<b>E-Voting at AGM</b>		0	0.0000	0	0	0	0
	<b>Total</b>	2,387,162	2,144,271	89.8251	2,144,271	0	100.0000	0.0000
<b>Public- Non Institutions</b>	<b>Remote e-Voting</b>	16,475,929	2,803,607	17.0164	2,770,347	33,260	98.8137	1.1863
	<b>E-Voting at AGM</b>		25,017	0.1518	25,017	0	100.0000	0.0000
	<b>Total</b>	16,475,929	2,828,624	17.1682	2,795,364	33,260	98.8242	1.1758
<b>Total</b>		73,671,548	59,781,352	81.1458	59,748,092	33,260	99.9444	0.0556

<b>ITEM NO.</b>	2
<b>Details of Agenda:</b>	Appointment of Smt. Shobhana Bhartia (DIN 00020648), as a Director, who retires by rotation, and being eligible, offers herself for re-appointment.
<b>Resolution required:</b>	Ordinary Resolution
<b>Whether promoter /promoter group are interested in the agenda/ resolution?</b>	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
<b>Promoter and Promoter Group</b>	<b>Remote e-Voting</b>	54,808,457	54,808,457	100.0000	54,808,457	0	100.0000	0.0000
	<b>E-Voting at AGM</b>		0	0.0000	0	0	0	0
	<b>Total</b>	54,808,457	54,808,457	100.0000	54,808,457	0	100.0000	0.0000
<b>Public-Institutions</b>	<b>Remote e-Voting</b>	2,387,162	2,144,271	89.8251	2,122,780	21,491	98.9977	1.0023
	<b>E-Voting at AGM</b>		0	0.0000	0	0	0	0
	<b>Total</b>	2,387,162	2,144,271	89.8251	2,122,780	21,491	98.9977	1.0023
<b>Public- Non Institutions</b>	<b>Remote e-Voting</b>	16,475,929	2,803,607	17.0164	2,766,097	37,510	98.6621	1.3379
	<b>E-Voting at AGM</b>		25,017	0.1518	25,017	0	100.0000	0.0000
	<b>Total</b>	16,475,929	2,828,624	17.1682	2,791,114	37,510	98.6739	1.3261
<b>Total</b>		73,671,548	59,781,352	81.1458	59,722,351	59,001	99.9013	0.0987

<b>ITEM NO.</b>	3
<b>Details of Agenda:</b>	Appointment of Shri Sameer Singh (DIN 08138465) as an Independent Director, not liable to retire by rotation.
<b>Resolution required:</b>	Special Resolution
<b>Whether promoter /promoter group are interested in the agenda/ resolution?</b>	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
<b>Promoter and Promoter Group</b>	<b>Remote e-Voting</b>	54,808,457	54,808,457	100.0000	54,808,457	0	100.0000	0.0000
	<b>E-Voting at AGM</b>		0	0.0000	0	0	0	0
	<b>Total</b>	54,808,457	54,808,457	100.0000	54,808,457	0	100.0000	0.0000
<b>Public-Institutions</b>	<b>Remote e-Voting</b>	2,387,162	2,144,271	89.8251	2,144,271	0	100.0000	0.0000
	<b>E-Voting at AGM</b>		0	0.0000	0	0	0	0
	<b>Total</b>	2,387,162	2,144,271	89.8251	2,144,271	0	100.0000	0.0000
<b>Public- Non Institutions</b>	<b>Remote e-Voting</b>	16,475,929	2,803,607	17.0164	2,770,060	33,547	98.8034	1.1966
	<b>E-Voting at AGM</b>		25,017	0.1518	25,017	0	100.0000	0.0000
	<b>Total</b>	16,475,929	2,828,624	17.1682	2,795,077	33,547	98.8140	1.1860
<b>Total</b>		73,671,548	59,781,352	81.1458	59,747,805	33,547	99.9439	0.0561

<b>ITEM NO.</b>	4
<b>Details of Agenda:</b>	Approval of 'material related party transactions' between the Company (HMVL) and HT Digital Streams Limited (fellow subsidiary company/HTDSL) for the Financial Year 2022-23, 2023-24 and 2024-25.
<b>Resolution required:</b>	Ordinary Resolution
<b>Whether promoter /promoter group are interested in the agenda/ resolution?</b>	Yes

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
<b>Promoter and Promoter Group</b>	<b>Remote e-Voting</b>	54,808,457	0	0.0000	0	0	0	0
	<b>E-Voting at AGM</b>		0	0.0000	0	0	0	0
	<b>Total</b>		0	0.0000	0	0	0.0000	0.0000
<b>Public-Institutions</b>	<b>Remote e-Voting</b>	2,387,162	2,144,271	89.8251	2,144,271	0	100.0000	0.0000
	<b>E-Voting at AGM</b>		0	0.0000	0	0	0	0
	<b>Total</b>		2,144,271	89.8251	2,144,271	0	100.0000	0.0000
<b>Public- Non Institutions</b>	<b>Remote e-Voting</b>	16,475,929	2,803,432	17.0153	2,766,171	37,261	98.6709	1.3291
	<b>E-Voting at AGM</b>		25,017	0.1518	25,017	0	100.0000	0.0000
	<b>Total</b>		2,828,449	17.1672	2,791,188	37,261	98.6826	1.3174
<b>Total</b>		73,671,548	4,972,720	6.7499	4,935,459	37,261	99.2507	0.7493



**CONSOLIDATED SCRUTINIZER'S REPORT**

*[Pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended]*

To,  
**The Chairman**  
**Hindustan Media Ventures Limited [CIN: L21090BR1918PLC000013]**  
**Budh Marg,**  
**Patna – 800001**

Dear Sir,

**Subject: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the Annual General Meeting (12<sup>th</sup> post IPO) of Hindustan Media Ventures Limited conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

1. I, Sanket Jain (Practicing Company Secretary, C.P. No. 12583), have been appointed as the Scrutinizer by the Board of Directors of Hindustan Media Ventures Limited (**"the Company"**) vide resolution passed by the Board of Directors of the Company at its meeting held on 26<sup>th</sup> May, 2022 for the purpose of scrutinizing the process of voting through electronic means (**"e-voting"**) on the resolution(s) as set out in the Notice dated 4<sup>th</sup> August, 2022 (**"AGM Notice"**) calling the Annual General Meeting (12<sup>th</sup> post IPO) of its Equity Shareholders (**"the Meeting/ AGM"**) through Video Conferencing/ Other Audio Video Means (**"VC/ OAVM"**), convened on Wednesday, 21<sup>st</sup> day of September, 2022 at 11:00 A.M. IST through VC/ OAVM in accordance with circulars bearing no. 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 5<sup>th</sup> May, 2020, 02/2021 dated 13<sup>th</sup> January, 2021, 19/2021 dated 8<sup>th</sup> December, 2021, 21/2021 dated 14<sup>th</sup> December, 2021 and 02/2022 dated 5<sup>th</sup> May, 2022 (**"MCA Circulars"**) and circulars dated 12<sup>th</sup> May, 2020, 15<sup>th</sup> January, 2021 and 13<sup>th</sup> May, 2022 issued by the Securities and Exchange Board of India (**"SEBI Circulars"**).

2. The said appointment as Scrutinizer is made in accordance with the provisions of Section 108 of the Companies Act, 2013 (**"the Act"**) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (**"the Rules"**). As the Scrutinizer, I have scrutinized:

- (i) Process of remote e-voting, before the AGM, using an electronic e-voting system on the dates referred to in the AGM Notice (**"remote e-voting"**); and
- (ii) Process of e-voting at the AGM (**"InstaPoll"**)



**'SATYARAJ', BEHIND HOTEL CHANDA, CIVIL LINES, JHANSI (U.P.) – 284002**  
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**Contact No.: +91-8874888806, +91-8052244888**

### **3. Management's Responsibility**

The Management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 ("LODR")) relating to remote e-voting and InstaPoll on the resolutions contained in the AGM Notice.

### **4. Scrutinizer's Responsibility**

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and InstaPoll) is restricted to preparation of Consolidated Scrutinizer's Report of the votes cast on the resolutions contained in the AGM Notice, based on the reports generated from the e-voting system provided by KFin Technologies Limited ("KFin"), the Registrar and Transfer Agent of the Company, the Agency engaged by the Company to provide e-voting facility and documents furnished to me electronically by the Company and/ or KFin for verification and issuance of this report.

### **5. Cut-off date**

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the AGM Notice, i.e., Wednesday, 14<sup>th</sup> September, 2022 were entitled to vote on the resolutions (item nos. 1 to 4 as set out in the AGM Notice) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date. As on the cut-off date, there were 26,849 shareholders of the Company and the total paid-up share capital of the Company was Rs. 73,67,15,480/- (Rupees Seventy Three Crores Sixty Seven Lakhs Fifteen Thousand Four Hundred and Eighty only) divided into 7,36,71,548 (Seven Crores Thirty Six Lakhs Seventy One Thousand Five Hundred and Forty Eight only) Equity Shares of Rs.10/- each.

The Company, through Service Provider viz. KFin Technologies Limited, had completed dispatch of the Notice of the Meeting along with Annual Report for FY-22 to Equity Shareholders of the Company. The Notice of the Meeting was also made available on the website of the Company viz. [www.hmvl.in](http://www.hmvl.in) and website of the stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited ([www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com)).

The Company had published advertisements on 30<sup>th</sup> August, 2022 regarding dispatch of AGM Notice along with Annual Report for FY-22 to shareholders in "Mint" (English newspaper-New Delhi Edition) and "Hindustan" (Hindi newspaper- Bihar and New Delhi Editions).

### **6. E-voting process at the AGM**

- i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by KFin under my instructions.
- ii. The e-votes were reconciled with the records maintained by the Company/ KFin and the authorizations lodged with the Company/ KFin on test check basis.
- iii. The e-votes cast were unblocked on Wednesday, 21<sup>st</sup> September, 2022 after the conclusion of the AGM.





## 7. Remote e-voting process

- i. The remote e-voting period commenced from 9.00 A.M. (Server time) on 17<sup>th</sup> September, 2022 (Saturday) and ended at 5.00 P.M. (Server time) on 20<sup>th</sup> September, 2022 (Tuesday) on the designated website URL: <https://evoting.kfintech.com>.
  - ii. The members, whose name appears in the Register of Members/list of Beneficial Owners as on Wednesday, 14<sup>th</sup> September, 2022 only, were entitled to vote on proposed resolutions (Item Nos. 1 to 4 as set out in the AGM Notice of the Company) by remote e-voting.
  - iii. On 21<sup>st</sup> September, 2022, after the conclusion of the AGM and post counting of InstaPoll, event was unblocked by me.
  - iv. Thereafter, the details containing, *interalia*, the list of Equity Shareholders who voted "in favour" or "against" or "abstain" on each of the resolutions that was put to vote, were generated from the e-voting website of KFin, i.e., <https://evoting.kfintech.com>.
8. All the resolutions were passed with requisite majority. I hereby submit the Consolidated Scrutinizer's Report on the results of the remote e-voting and InstaPoll on all the resolutions as set out in the AGM Notice, based on the reports generated by KFin, scrutinized on test-check basis and relied upon by me as under:

## ORDINARY BUSINESS

### RESOLUTION NO.1 – ORDINARY RESOLUTION

To consider and adopt:

- a) The audited standalone financial statements of the Company for the financial year ended March 31, 2022 and the reports of Board of Directors and Auditors thereon; and
- b) The audited consolidated financial statements of the Company for the financial year ended March 31, 2022 and the report of the Auditors thereon

#### I. Voted in favour of the resolution (out of valid votes cast):

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	62	5,97,23,075	99.9025
(B) InstaPoll	9	25,017	0.0418
<b>Total (A+B)</b>	<b>71</b>	<b>5,97,48,092</b>	<b>99.9444</b>

#### II. Voted against the resolution (out of valid votes cast):

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	6	33,260	0.0556
(B) InstaPoll	0	0	0.0000
<b>Total (A+B)</b>	<b>6</b>	<b>33,260</b>	<b>0.0556</b>

Therefore, the Resolution in Item No.1 has been approved with requisite majority.



## RESOLUTION NO.2 - ORDINARY RESOLUTION

To appoint Smt. Shobhana Bhartia (DIN: 00020648), as a Director, who retires by rotation, and being eligible, offers herself for re-appointment.

### I. Voted in favour of the resolution (out of valid votes cast):

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	59	5,96,97,334	99.8595
(B) InstaPoll	9	25,017	0.0418
<b>Total (A+B)</b>	<b>68</b>	<b>5,97,22,351</b>	<b>99.9013</b>

### II. Voted against the resolution (out of valid votes cast):

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	9	59,001	0.0987
(B) InstaPoll	0	0	0.0000
<b>Total (A+B)</b>	<b>9</b>	<b>59,001</b>	<b>0.0987</b>

Therefore, the Resolution in Item No.2 has been approved with requisite majority.

## SPECIAL BUSINESS

## RESOLUTION NO.3 – SPECIAL RESOLUTION

Appointment of Shri Sameer Singh (DIN: 08138465) as an Independent Director, not liable to retire by rotation

### I. Voted in favour of the resolution (out of valid votes cast):

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	59	5,97,22,788	99.9020
(B) InstaPoll	9	25,017	0.0418
<b>Total (A+B)</b>	<b>68</b>	<b>5,97,47,805</b>	<b>99.9439</b>

### II. Voted against the resolution (out of valid votes cast):

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	9	33,547	0.0561
(B) InstaPoll	0	0	0.0000
<b>Total (A+B)</b>	<b>9</b>	<b>33,547</b>	<b>0.0561</b>

Therefore, the Resolution in Item No.3 has been approved with requisite majority.



## RESOLUTION NO.4 – ORDINARY RESOLUTION

**Approval of ‘material related party transactions’ between the Company (HMVL) and HT Digital Streams Limited (fellow subsidiary company/HTDSL) for the Financial Year 2022-23, 2023-24 and 2024-25**

### I. Voted in favour of the resolution (out of valid votes cast):

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	57	49,10,442	98.7476
(B) InstaPoll	9	25,017	0.5031
<b>Total (A+B)</b>	<b>66</b>	<b>49,35,459</b>	<b>99.2507</b>

### II. Voted against the resolution (out of valid votes cast):

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(A) Remote e-voting	8	37,261	0.7493
(B) InstaPoll	0	0	0.0000
<b>Total (A+B)</b>	<b>8</b>	<b>37,261</b>	<b>0.7493</b>

*Therefore, the Resolution in Item No.4 has been approved with requisite majority.*

9. The electronic data and all other relevant records relating to e-voting shall remain in the safe custody of the Scrutinizer until the Chairman considers, approves and signs the Minutes and thereafter, the Scrutinizer shall hand over the register and other related papers to the Company.

10. This report is issued in accordance with the terms of the Engagement Letter.

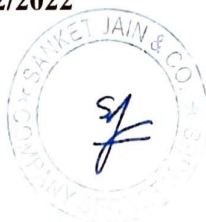
Yours Faithfully,  
For M/s Sanket Jain & Co.  
Company Secretaries  
Firm Registration No. S2013UP231400  
Peer Review No. 2262/2022



Sanket Jain  
(Proprietor)  
ACS: 26531, C.P. No.: 12583

Date: 21.09.2022

Place: New Delhi



For Hindustan Media Ventures  
Limited



Countersigned by  
Punit Kumar Chellaramani  
(Company Secretary)  
M. No.: A21331



Date: 21.09.2022

Place: New Delhi

UDIN: A026531D001011548