



September 18, 2023

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street

Mumbai - 400001

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, Block G

Bandra-Kurla Complex, Bandra (East)

Mumbai- 400051

Scrip Code: 532416

Trading Symbol: NEXTMEDIA

Sub: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') - Summary of Proceedings of 42nd Annual General Meeting of Next Mediaworks Limited

Dear Sir(s),

This is to inform that the 42nd Annual General Meeting ('AGM') of Members of Next Mediaworks Limited was held today i.e. Monday, 18th September, 2023 at 11:00 A.M. (IST) through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM') in accordance with the applicable provisions of the Companies Act, 2023, Circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India to transact the business as set forth in the Notice dated 25th July, 2023 convening the AGM.

In the above connection, please find enclosed herewith the summary of proceedings of the said AGM in due compliance of Regulation 30 read with Part A of Schedule III of the SEBI Listing Regulations, as amended from time to time.

The AGM concluded at 11:48 a.m. IST.

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

Thanking you,

Yours faithfully,

For **Next Mediaworks Limited**

(Harshit Gupta)
Company Secretary

Encl.: As above

NEXT MEDIAWORKS LIMITED

Summary of the proceedings of the 42nd Annual General Meeting

The 42nd Annual General Meeting ('AGM' or 'meeting') of the Members of the Company was held today i.e. Monday, September 18, 2023 through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM'), in accordance with the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular(s) issued by Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI'), from time to time, in this regard.

The AGM commenced at 11:00 AM (IST) and concluded at 11:48 A.M. (IST) (including time allowed for e-voting after the conclusion of the meeting). 67 Members attended the AGM through VC.

Directors present:

1. Mr. Praveen Someshwar, *Chairman of the Company and Chairman of Stakeholders' Relationship Committee*
2. Mr. Sameer Singh, *Independent Director and Chairman of Audit Committee*
3. Ms. Suchitra Rajendra, *Independent Director and Chairperson of Nomination & Remuneration Committee*
4. Mr. Lloyd Mathias, *Independent Director*
5. Mr. Sandeep Rao, *Non-Executive Director*

In attendance:

1. Mr. Ramesh Menon, *Chief Executive Officer*
2. Mr. Amit Madaan, *Chief Financial Officer*
3. Mr. Harshit Gupta, *Company Secretary*
4. Mr. David Jones, *Representative of B S R and Associates, Chartered Accountants (Statutory Auditors)*
5. Mr. Manish Gupta, *Representative of RMG & Associates, Company Secretaries (Secretarial Auditors)*
6. Mr. Sanket Jain, *Practicing Company Secretary (Scrutinizer)*

Gist of proceedings:

Mr. Harshit Gupta, Company Secretary, welcomed the Members to the Meeting. He apprised the Members that in accordance with the provisions of the Companies Act, 2013 & Rules made thereunder, the Company has extended to its Members the facility to exercise their right to vote for transacting the business as set forth in the Notice of the AGM, through remote e-voting facility and e-voting at the AGM, i.e. venue voting. He stated that remote e-voting facility commenced at 9.00 a.m. on 14th September, 2023 and concluded at 5.00 p.m. on 17th September, 2023. Members who could not cast their vote through remote e-voting could vote at the AGM. Further, the Members were informed that Mr. Sanket Jain, Practicing Company Secretary who had been appointed as the Scrutinizer to scrutinize the voting process. He also mentioned that the "Register of Directors & Key Managerial Personnel and their shareholding"



and the "Register of Contracts and Arrangements in which Directors are interested" were available for inspection by Members electronically.

Mr. Praveen Someshwar, Chairman of the Company, Chaired the proceedings of the AGM. Chairman stated that necessary steps have been taken as required by law to enable the Members to participate and vote on all the items of agenda set forth in the notice convening the AGM. The Chairman welcomed the Members and on requisite quorum being present, called the Meeting to order.

The Directors and Key Managerial Personnel of the Company were present at the meeting through VC from their respective locations.

The Chairman then introduced the Directors and Key Managerial Personnel to the Members attending the AGM and mentioned that Mr. Samudra Bhattacharya, Director could not attend the meeting.

Company Secretary informed the Members that since the Annual Report containing the Board's Report, financial statements and other reports, along with notice of this meeting were already circulated to the Members at their registered email address, the same were taken as read. Also, there was no qualification or observation or any adverse remark or disclaimer in the Auditor's Report and Secretarial Auditor's Report, thus, the same were not required to be read at the meeting.

Items of business:

In terms of the Notice dated 25th July, 2023 convening the 42nd AGM of the Company, the following business was transacted at the meeting through remote e-voting and venue voting:

<u>Item No.</u>	<u>Resolution</u>	<u>Nature of Resolution</u>
<u>Ordinary Business</u>		
1.	Consideration and adoption of: a) the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2023 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 on March 31, 2023 and the Report of the Auditors thereon.	Ordinary
2.	Re-appointment of Mr. Samudra Bhattacharya (DIN: 02797819) as a Director, who retires by rotation and, being eligible, offers himself for re-appointment	Ordinary
<u>Special Business</u>		
3.	Re-appointment of Ms. Suchitra Rajendra (DIN: 07962214) as an Independent Director, not liable to retire by rotation.	Special
4.	Re-appointment of Mr. Sameer Singh (DIN: 08138465)	Special



	as an Independent Director, not liable to retire by rotation	
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Members who attended the meeting were given an opportunity to ask questions and seek clarification(s). The CEO and CFO appropriately responded to the questions raised by them.

Chairman announced that all items of the business set forth in the notice convening the meeting have been considered and e-voting at the meeting will be available for next 15 minutes and thereafter, the meeting will be concluded. He also stated that the results of voting shall be declared within the time prescribed therefore, and will be uploaded on the Company's website. The result shall be simultaneously intimated to the Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited & Depositories viz. National Securities Depository Limited and Central Depository Services (India) Limited.

Company Secretary proposed a vote of thanks to the Chair and requested the Members to proceed with e-voting.

The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. Upon completion of the e-voting process, the meeting was closed.

We hereby request you to take the above information on record.

Place: New Delhi

Date: 18th September, 2023



For Next Mediaworks Limited


(Harshit Gupta)
Company Secretary

Note: *The above document does not constitute Minutes of the proceedings of the Annual General Meeting.*