



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 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Voting Results of 42nd Annual General Meeting held on 18th September, 2023 and Scrutinizer’s Report thereon

Dear Sir/Ma’am,

This is to inform that the 42nd Annual General Meeting (‘AGM’) of Members of Next Mediaworks Limited was held on Monday, September 18, 2023 at 11:00 A.M. (IST) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) in accordance with the Circulars issued by Ministry of Corporate Affairs (‘MCA’), Securities and Exchange Board of India (‘SEBI’) and applicable provisions of the Companies Act, 2013 (‘the Act’) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’).

As per the requirements of the Act, SEBI Listing Regulations and the relevant Circulars issued by the MCA, the Company had provided remote e-voting facility and e-voting at the AGM (‘venue voting’) to its Members for voting on the business transacted at the AGM.

In the above connection and pursuant to Regulation 44(3) of SEBI listing Regulations, please find enclosed herewith summary of voting results (*i.e. remote e-voting and venue voting*), along with Consolidated Scrutinizer’s Report issued by Mr. Sanket Jain, (*Scrutinizer appointed for the AGM*), dated September 18, 2023, pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014.



Further, we wish to inform that at the aforesaid AGM, Members of the Company have approved the following business as set forth in the in the notice convening the AGM, with requisite majority -

1. Consideration and adoption of:
 - 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
 - the Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2023 and the report of the Auditors thereon.
2. Appointment of Mr. Samudra Bhattacharya (DIN: 02797819) as a Director, who retires by rotation and, being eligible, offers himself for re-appointment.
3. Re-appointment of Ms. Suchitra Rajendra (DIN: 07962214) as an Independent Director, not liable to retire by rotation.
4. Re-appointment of Mr. Sameer Singh (DIN: 08138465) as an Independent Director, not liable to retire by rotation.

The voting results along with the Scrutinizer's Report will be available on the Company's website at www.nextmediaworks.com and is also being made available on the website of the National Securities Depository Limited at www.evoting.nsdl.com.

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

Thanking you,

Yours faithfully,

For Next Mediaworks Limited

(Harshit Gupta)
Company Secretary
Encl.: As above

SUMMARY OF VOTING RESULTS OF 42ND AGM HELD THROUGH VIDEO CONFERENCING

Date of declaration of result- September 18, 2023

Name of the Company	Next Mediaworks Limited	
Date of AGM/EGM Last date of receiving Postal Ballot Form/E-voting	18 th September, 2023	
Total number of shareholders as on the cut-off date (i.e. September 11, 2023)	15,062	
No. of Shareholders present in the meeting either in person or through proxy	Promoters and Promoter Group	Public
	Not Applicable	
No. of Shareholders attended the meeting through Video Conferencing:	Promoters and Promoter Group	Public
	01	66

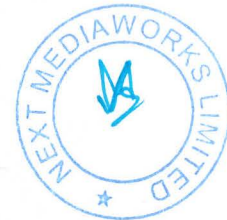
ITEM NO.	1
Details of Agenda:	Consideration and adoption of: a) the Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2023 and the Report of the Board of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2023 and the Report of the Auditors thereon
Resolution required:	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution?	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
Promoter and Promoter Group	Remote e-Voting	50,161,307	34,115,386	68.0114	34,115,386	0	100	0
	E-voting at AGM		0	0	0	0	0	0
Public-Institutions	Remote e-Voting	1,636,409	1,636,409	100	1,636,409	0	0	0
	E-voting at AGM		0	0	0	0	0	
Public-Non-Institutions	Remote e-Voting	15,095,192	20,630	0.1367	19,520	1,110	94.6195	5.3805
	E-voting at AGM		0	0	0	0	0	
	Total	66,892,908	35,772,425	53.4772	35,771,315	1,110	99.9969	0.0031



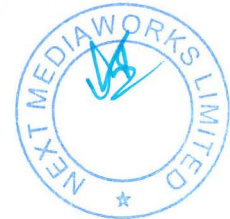
ITEM NO.	2
Details of Agenda:	Appointment of Mr. Samudra Bhattacharya (DIN: 02797819) as a Director, who retires by rotation and, being eligible, offers himself for re-appointment.
Resolution required:	Ordinary Resolution
Whether promoter /promoter group are interested in the agenda/ resolution?	No

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
Promoter and Promoter Group	Remote e-Voting	50,161,307	34,115,386	68.0114	34,115,386	0	100	0
	E-voting at AGM		0	0	0	0	0	0
Public-Institutions	Remote e-Voting	1,636,409	1,636,409	100	1,636,409	0	100	0
	E-voting at AGM		0	0	0	0	0	0
Public-Non-Institutions	Remote e-Voting	15,095,192	20,630	0.1367	19,490	1,140	94.4741	5.5259
	E-voting at AGM		0	0	0	0	0	0
Total		66,892,908	35,772,425	53.4772	35,771,285	1,140	99.9968	0.0032



ITEM NO.	3
Details of Agenda:	Re-appointment of Ms. Suchitra Rajendra (DIN: 07962214) as an Independent Director, not liable to retire by rotation.
Resolution required:	Special Resolution
Whether promoter /promoter group are interested in the agenda/ resolution?	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
Promoter and Promoter Group	Remote e-Voting	50,161,307	34,115,386	68.0114	34,115,386	0	100	0
	E-voting at AGM		0	0	0	0	0	0
Public-Institutions	Remote e-Voting	1,636,409	1,636,409	100	1,636,409	0	100	0
	E-voting at AGM		0	0	0	0	0	0
Public-Non-Institutions	Remote e-Voting	15,095,192	20,630	0.1367	19,390	1,240	93.9893	6.0107
	E-voting at AGM		0	0	0	0	0	0
Total		66,892,908	35,772,425	53.4772	35,771,185	1,240	99.9965	0.0035



ITEM NO.	4
Details of Agenda:	Re-appointment of Mr. Sameer Singh (DIN: 08138465) as an Independent Director, not liable to retire by rotation
Resolution required:	Special Resolution
Whether promoter /promoter group are interested in the agenda/ resolution?	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
Promoter and Promoter Group	Remote e-Voting	50,161,307	34,115,386	68.0114	34,115,386	0	100	0
	E-voting at AGM		0	0	0	0	0	0
Public-Institutions	Remote e-Voting	1,636,409	1,636,409	100	1,636,409	0	100	0
	E-voting at AGM		0	0	0	0	0	0
Public-Non-Institutions	Remote e-Voting	15,095,192	20,630	0.1367	19,389	1,241	93.9845	6.0155
	E-voting at AGM		0	0	0	0	0	0
Total		66,892,908	35,772,425	53.4772	35,771,184	1,241	99.9965	0.0035

The aforesaid resolutions as set forth in the notice convening the 42nd AGM of the Company have been passed with the requisite majority.

Yours faithfully,
For Next Mediaworks Limited



(Harshit Gupta)
Company Secretary and Compliance Officer
Membership No.: A 41111
HT House, 2nd Floor, 18-20
K.G Marg, New Delhi – 110001



Date: September 18, 2023



CONSOLIDATED SCRUTINIZER'S REPORT

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

To,

The Chairman
Next Mediaworks Limited [CIN: L22100MH1981PLC024052]
Unit 701A, 7th Floor, Tower-2, India Bulls Finance Centre
Senapati Bapat Marg, Elphinstone Road
Mumbai – 400 013

Dear Sir,

Subject: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the 42nd Annual General Meeting of Next Mediaworks 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 ('SEBI Listing Regulations'), as amended from time to time

1. I, Sanket Jain (Practicing Company Secretary, C.P. No. 12583), have been appointed as the Scrutinizer by the Board of Directors of Next Mediaworks Limited (**"the Company"**) vide resolution passed by the Board of Directors of the Company at its meeting held on 25th July, 2023 for the purpose of scrutinizing the process of voting through electronic means (**"e-voting"**) on the resolution(s) as set forth in the Notice dated July 25, 2023 (**"AGM Notice"**) calling the 42nd Annual General Meeting of its Equity Shareholders (**"the Meeting/ AGM"**) through Video Conferencing/ Other Audio Video Means (**"VC/ OAVM"**), convened on Monday, 18th day of September, 2023 at 11:00 A.M. (IST) through VC/ OAVM in accordance with Circulars bearing no. 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 05, 2022 and 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (**"MCA Circulars"**) and Circular dated May 12, 2020, January 15, 2021, May 13, 2022 and January 05, 2023 issued by the Securities and Exchange Board of India (**"SEBI 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"**).



2. The said appointment as Scrutinizer is made in accordance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time (“the Rules”). As 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 (“Venue voting”)

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 Regulations relating to remote e-voting and venue voting on the resolutions set forth in the AGM Notice.

4. Scrutinizer’s Responsibility

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and venue voting) is restricted to preparation of Consolidated Scrutinizer's Report of the votes cast on the resolutions set forth in the AGM Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (“NSDL”), the Agency engaged by the Company to provide e-voting facility and documents furnished to me electronically by the Company and/ or NSDL for verification and issuance of this report.

5. Dispatch of Notice convening the AGM

The Company, through Service Provider viz. NSDL, had completed dispatch of the Notice of the Meeting along with Annual Report for FY-23 to Equity Shareholders of the Company on August 25, 2023. The Notice of the Meeting was also made available on the website of the Company viz. www.nextmediaworks.com and website of the stock exchanges i.e., BSE Limited and National Stock Exchange of India Limited (www.bseindia.com and www.nseindia.com).

The Company had published advertisements in “Mint” (English newspaper-all editions) and “VrittaManas” (Marathi newspaper- Mumbai Edition) on August 26, 2023 regarding dispatch of AGM Notice along with Annual Report for FY-23 to shareholders and specifying the date & time of the AGM, availability of the notice on the website and website of Stock Exchanges, manner of registration of email ids by the Members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or venue voting etc..

The Company, through Service Provider viz. NSDL, also completed dispatch of Notice of AGM and the Annual Report for FY-23 on September 12, 2023 to the Equity Shareholders of the Company who had acquired shares/registered email ids post the cut-off date for sending of Annual Report.

6. Cut-off date

The Equity Shareholders of the Company as on the "cut-off" date, as set forth in the AGM Notice, i.e., Monday, 11th September, 2023 were entitled to vote on the resolutions (item nos. 1 to 4 as set forth 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 cut-off date, there were 15,062 shareholders of the Company and the total paid-up share capital of the Company was Rs. 66,89,29,080/- (Rupees Sixty-Six Crores Eighty-Nine Lakhs Twenty-Nine Thousand and Eighty only) divided into 6,68,92,908 (Six Crores Sixty-Eight Lakhs Ninety-Two Thousand Nine Hundred and Eight only) Equity Shares of Rs.10/- each.

7. Remote e-voting process


- i. The remote e-voting period commenced from 9.00 A.M. (Server time) on September 14, 2023 (Thursday) and ended at 5.00 P.M. (Server time) on September 17, 2023 (Sunday) on the designated website URL: <https://eservices.nsdl.com> via e-voting facility of NSDL.
- ii. The Members, whose names appear in the Register of Members/list of Beneficial Owners as on Monday, 11th September, 2023 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 September 18, 2023, after the conclusion of the AGM and post counting of Venue voting, event was unblocked by me.


8. E-voting process at the AGM i.e. Venue Voting

- i. Members who could not cast their vote by remote e-voting, could cast their vote on the e-voting platform during the AGM or within 15 minutes after the conclusion of the AGM.

9. Counting Process

- 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 NSDL under my instructions.
- ii. The e-votes cast were unblocked on Monday, September 18, 2023 after the conclusion of the AGM in the presence of two witnesses, who are not in the employment of the Company, viz., Mr. Abhishek Agarwal and Mr. Rupak Singh, before they were counted.


Mr. Abhishek Agarwal


Mr. Rupak Singh

- iii. Thereafter, the details containing, *inter alia*, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL, i.e., <https://eservices.nsdl.com>
- iv. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company/ NSDL and the authorizations lodged with the Company/ NSDL on test check basis.

10. Outcome of remote e-voting and venue voting

All the resolutions as set forth in the AGM Notice were passed with requisite majority.

I hereby submit the Consolidated Scrutinizer's Report on the results of the remote e-voting and Venue voting on all the resolutions as set forth in the AGM Notice, based on the reports generated by NSDL, 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 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

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	84	3,57,71,229	99.9967
(B) Venue voting	5	86	0.0002
Total (A+B)	89	3,57,71,315	99.9969

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	3	1,110	0.0031
(B) Venue voting	0	0	0.000
Total (A+B)	3	1,110	0.0031

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

RESOLUTION NO.2 - ORDINARY RESOLUTION

To appoint Mr. Samudra Bhattacharya (DIN: 02797819) as a Director, who retires by rotation and, being eligible, offers himself 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	83	3,57,71,199	99.9966
(B) Venue voting	5	86	0.0002
Total (A+B)	88	3,57,71,285	99.9968

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	4	1,140	0.0032
(B) Venue voting	0	0	0.0000
Total (A+B)	4	1,140	0.0032

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

SPECIAL BUSINESS**RESOLUTION NO.3 – SPECIAL RESOLUTION**

Re-appointment of Ms. Suchitra Rajendra (DIN: 07962214) 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	82	3,57,71,099	99.9963
(B) Venue voting	5	86	0.0002
Total (A+B)	87	3,57,71,185	99.9965

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	5	1,240	0.0035
(B) Venue voting	0	0	0.0000
Total (A+B)	5	1,240	0.0035

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

RESOLUTION NO.4 – SPECIAL RESOLUTION

Re-appointment of Mr. 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	82	3,57,71,099	99.9963
(B) Venue voting	4	85	0.0002
Total (A+B)	86	3,57,71,184	99.9965

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	5	1,240	0.0035
(B) Venue voting	1	1	0.0000
Total (A+B)	6	1,241	0.0035

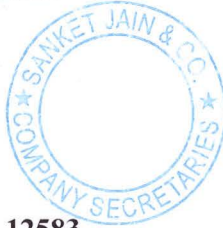
Therefore, the Resolution in Item No.4 has been approved with requisite majority.

11. 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.

12. 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: 18.09.2023
Place: New Delhi
UDIN: A026531E001032901

COUNTERSIGNED BY:
For Next Mediaworks Limited

Harshit Gupta
(Company Secretary and Compliance Officer)
(Authorised by the Chairman)
M. No.: A41111

Date: 18.09.2023
Place: New Delhi