

Ref: HMVL/CS/08/2021

24th September, 2021

BSE Limited
P.J. Tower, Dalal Street
MUMBAI - 400 001

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

Scrip Code: 533217
Trading Symbol: HMVL

Dear Sirs/Madam,

Sub: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") - Proceedings of 11th (post-IPO) Annual General Meeting (AGM) of Hindustan Media Ventures Limited

This is to inform that the AGM (11th Post – IPO) of members of Hindustan Media Ventures Limited was held today i.e. 24th September, 2021 via Video Conferencing/Other Audio Visual Means.



Please find enclosed herewith proceedings of the said AGM in due compliance of Regulation 30 of SEBI LODR.

This is for your information and records.

Thanking you,

Yours faithfully,

For **HINDUSTAN MEDIA VENTURES LIMITED**



(Tridib Barat)
Company Secretary

Encl.: As above

HINDUSTAN MEDIA VENTURES LIMITED

Proceedings of the 11th (post-IPO) Annual General Meeting

The 11th (post-IPO) Annual General Meeting (“AGM/Meeting”) of the Members of Hindustan Media Ventures Limited was held on Friday, the 24th September, 2021 via Video Conferencing (VC)/Other Audio Visual Means (OAVM), in accordance with the provisions of the Companies Act, 2013 & Rules made thereunder (“the Act”) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”) 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 meeting commenced at 11:00 A.M. (IST) and concluded at 11:31 A.M. (IST) (including time allowed for e-voting at the meeting i.e. InstaPoll). 57 Members attended the AGM through VC/OAVM.

Directors present:

1. Mr. Ashwani Windlass, *Independent Director, Chairman of Audit Committee and Nomination & Remuneration Committee*
2. Ms. Savitri Kunadi, *Independent Director*
3. Mr. Shamit Bhartia, *Managing Director*
4. Mr. Praveen Someshwar, *Managing Director, and representing Chairman of Stakeholder’s Relationship Committee*

In attendance:

1. Mr. Samudra Bhattacharya, *Chief Executive Officer*
2. Mr. Sandeep Gulati, *Chief Financial Officer*
3. Mr. Tridib Barat, *Company Secretary*

Mr. David Jones & Mr. Kunal Kapur, representatives of B S R and Associates, Chartered Accountants (Statutory Auditor) and Mr. Manish Gupta, representative of RMG & Associates, Company Secretaries (Secretarial Auditor), were also present at the AGM.

Gist of proceedings:

With the consent of Directors present, Mr. Praveen Someshwar, Managing Director, chaired the meeting as Mrs. Shobhana Bhartia, Chairperson, could not attend the AGM due to pre-occupation. Mr. Someshwar welcomed the members who joined the AGM through VC/OAVM. The requisite quorum being present, the meeting was called to order. Chairman of the meeting introduced the Directors, Key Managerial Personnel and invitees to the members. He mentioned that Mr. Priyavrat Bhartia and Dr. Mukesh Aghi could not attend the meeting due to pre-occupation and Mr. Ajay Relan, Independent Director & Chairman of Stakeholder’s Relationship Committee (SRC) is unable to attend the AGM due to sudden medical exigency, and as a member of SRC, he is representing the Chairman of SRC.

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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 out in the notice convening the AGM.

Mr. Tridib Barat, Company Secretary apprised the Members that in accordance with the provisions of the Act and SEBI LODR, the Company has extended to its members the facility to exercise their right to vote on all the items of agenda of this meeting through remote e-voting facility, and e-voting at the AGM. He mentioned that remote e-voting facility commenced at 9.00 a.m. on 20th September, 2021 and concluded at 5.00 p.m. on 23rd September, 2021. Members who could not cast their vote by remote e-voting can vote at the AGM. Mr. Sanket Jain, a Practicing Company Secretary, has been appointed as the Scrutinizer to scrutinize the voting process, and he has joined the AGM through VC/OAVM. Mr. Barat also mentioned that the “Register of Directors & Key Managerial Personnel and their shareholding”, “Register of Contracts and Arrangements in which Directors are Interested” are available for on-line inspection by members.

Since the Annual Report for FY-21 containing the Board’s report, financial statements and other reports, alongwith notice of this meeting have already been circulated to the members on their registered email address as per circular(s) issued by MCA and SEBI in this regard, the same were taken as read. Since, there was no qualification or observation or any adverse remark or disclaimer in the Auditor’s Report and Secretarial Auditor’s Report, the same were not required to be read at the meeting.

Items of business:

Following ordinary items of business set out in the notice convening this AGM were transacted at the meeting as Ordinary Resolution(s):

1. To receive, consider and adopt:
 - a) the audited standalone financial statements of the Company for the financial year ended 31st March, 2021 and the reports of the Board of Directors and Auditor thereon; and
 - b) the audited consolidated financial statements of the Company for the financial year ended 31st March, 2021 and report of the Auditor thereon.
2. To appoint Mr. Praveen Someshwar (DIN: 01802656) as a Director, who retires by rotation and, being eligible, offers himself for re-appointment.

Following special item of business set out in the notice convening this AGM was transacted at the meeting as Special Resolution:

3. Re-appointment of Ms. Savitri Kunadi (DIN: 00958901) as Independent Director, not liable to retire by rotation.

Thereafter, 7 shareholders who had pre-registered themselves as ‘Speaker’ were given the opportunity to express their views/speak at the meeting. Out of these 7 pre-registered speakers, 6 shareholders did not turn up to speak. Queries/questions of 1 shareholder were suitably replied by CFO.

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After the Q&A session was over, Chairman announced that all the items of business set out in the notice convening the meeting have been considered, and e-voting at the meeting is being activated which will be available for next 15 minutes. Thereafter, the meeting will be concluded. He also informed that result of voting (*remote e-voting and e-voting at the AGM*) shall be declared within the time prescribed therefor, and the same will be uploaded on the Company's website and intimated to the Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited.

The meeting concluded with a vote of thanks to the Chair.

For **Hindustan Media Ventures Limited**



(Tridib Barat)
Company Secretary

Place: New Delhi

Date: September 24, 2021

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

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