

Ref: HMVL/CS/08/2020

14th September, 2020

National Stock Exchange of India Limited
Exchange Plaza, C-1
Block G. Bandra Kurla Complex, Bandra East
Mumbai- 400051

BSE Limited
25th Floor, P J Towers
Dalal Street
Mumbai - 400001

Trading Symbol: HMVL

Security Code: 533217

Dear Sirs,

Sub: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") – Submission of voting results of Annual General Meeting (AGM) of Hindustan Media Ventures Limited held on 14th September, 2020 and Scrutinizer's Report thereon

Please find enclosed herewith summary of voting results (*i.e. e-voting and remove e-voting process*), at the AGM (10th Post – IPO) of the shareholders of the Company held today *i.e.* 14th September, 2020 via video-conferencing, along with Scrutinizer's Report dated 14th September, 2020.

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

1. Adoption of:
 - a) the audited standalone financial statements of the Company for the financial year ended 31st March, 2020 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 31st March, 2020 and report of the Auditors thereon.
2. Re-appointment of Shri Shamit Bhartia as a Director, who retired by rotation and, being eligible, offered himself for re-appointment.

This is for your information and records.

Thanking you,

Yours faithfully,

For **Hindustan Media Ventures Limited**


(Tridib Barat)
Company Secretary



Encl.: As above

Registered Office :
Budh Marg, Patna - 800001
Ph.: 0612-2223434, 2223772, 2223413, 2223314, 2222538
Fax : 0612-2226120

SUMMARY OF VOTING RESULTS OF AGM (10TH POST – IPO) HELD THROUGH VIDEO CONFERENCING

Date of declaration of result- 14th September, 2020

Name of the Company	Hindustan Media Ventures Limited	
Date of AGM/EGM Last date of receiving Postal Ballot Form/E-voting	14 th September, 2020	
Total number of shareholders as on the cut-off date (i.e. September 07, 2020)	12,013	
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
	0	58

ITEM NO.	1
Details of Agenda:	To consider and adopt: a) the audited standalone financial statements of the Company for the financial year ended March 31, 2020 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, 2020 and the report of 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	5,48,08,457	5,48,08,457	100.0000	5,48,08,457	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
Public-Institutions	Remote e-Voting	1,09,07,792	27,25,000	24.9821	27,25,000	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Remote e-Voting	79,55,299	6,305	0.0793	6,205	100	98.4140	1.5860
	E-voting at AGM		78,874	0.9915	78,873	1	99.9987	0.0013
	Total	7,36,71,548	5,76,18,636	78.2102	5,76,18,535	101	99.9998	0.0002



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ITEM NO.	2
Details of Agenda:	To appoint Mr. Shomit Bhartia (DIN: 00020623) 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	5,48,08,457	5,48,08,457	100.0000	5,48,08,457	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
Public-Institutions	Remote e-Voting	1,09,07,792	27,25,000	24.9821	27,25,000	0	100.0000	0.0000
	E-voting at AGM		0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Remote e-Voting	79,55,299	6,305	0.0793	5,304	1001	84.1237	15.8763
	E-voting at AGM		78,874	0.9915	78,873	1	99.9987	0.0013
Total		7,36,71,548	5,76,18,636	78.2102	5,76,17,634	1002	99.9983	0.0017

The aforesaid resolution has been passed with the requisite majority.

Yours faithfully,
For **Hindustan Media Ventures Limited**




(Tridib Barat)
Company Secretary
Membership No.: A12247
HT House, 2nd Floor, 18-20
K.G Marg, New Delhi – 110001

Date: 14th September, 2020



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 of the meeting/Board of Directors
Hindustan Media Ventures Limited [CIN: L21090BR1918PLC000013]
Budh Marg,
Patna (Bihar) – 800 001

Dear Sir,

Subject: Consolidated Scrutinizer's Report on remote e-voting and voting at the Annual General Meeting 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 as amended, for the Annual General Meeting (10th post - IPO) of Hindustan Media Ventures Limited

1. I, Sanket Jain (Company Secretary-in-Practice, C.P. No. 12583), was appointed as the Scrutinizer by the Board of Directors of Hindustan Media Ventures Limited (**"the Company"**) vide resolution dated June 24, 2020 for the purpose of scrutinizing the process of voting through electronic means (**"e-voting"**) on the resolution(s) contained in the notice dated June 24, 2020 calling the Annual General Meeting (10th post-IPO) of its Members (**"the Meeting/ AGM"**) through VC/ OAVM (**"AGM Notice"**), convened on Monday, September 14, 2020 at 11:00 A.M. IST through VC/ OAVM in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated April 8, 2020, April 13, 2020 and May 5, 2020 respectively, issued by the Ministry of Corporate Affairs (MCA) (hereinafter referred to as **"MCA Circulars"**), Government of India.
2. The said appointment as Scrutinizer is under 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 to scrutinize:
 - (i) Process of e-voting remotely, 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 during the AGM through electronic voting system (**"InstaPoll"**)



3. Management's Responsibility

The Management of the Company is responsible to ensure compliance with the requirements of the (i) Act and the Rules made thereunder; (ii) MCA Circulars; and (iii) SEBI (Listing Obligations & Disclosure Requirements Regulations, 2015 relating to remote e-voting and InstaPoll on the resolutions contained in the AGM Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

4. Scrutinizer's Responsibility

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

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., Monday, September 7, 2020 were entitled to vote on the resolutions (item nos. 1 and 2 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 cut-off date, there were 12,013 shareholders of the Company and the total paid-up share capital of the Company was Rs. 73,67,15,480/- (Rupees Seventy Three Crore Sixty Seven Lac Fifteen Thousand Four Hundred and Eighty only) divided into 7,36,71,548 (Seven Crore Thirty Six Lac Seventy One Thousand Five Hundred and Forty Eight) Equity Shares of Rs.10/- each.

The Company, through Service Provider viz. KFin Technologies Private Limited, had completed dispatch of the Notice of the Meeting along with Annual Report for FY-20 to 10,719 Equity Shareholders of the Company on August 22, 2020 whose email ids were registered and available on August 19, 2020 (Benpos date). The Notice of the Meeting was also made available on the website of the Company viz. www.hmv1.in. The Company has also dispatched notice of meeting along with annual report on September 9, 2020 to 382 shareholders on their registered email ids, who have acquired shares after August 19, 2020 but on or before September 7, 2020 i.e. cut-off date.

The Company had published on August 23, 2020, advertisement regarding dispatch of AGM Notice along with Annual Report for FY-20 to shareholders in "Hindustan Times" (English newspaper-all editions) and "Hindustan" (Hindi newspaper- Patna, Delhi NCR, Lucknow, Ranchi and Dehradun editions).

6. E-voting process at the AGM

- i. After the time fixed for closing of the e-voting by Shri Praveen Someshwar, Chairman of the meeting, 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.
- iii. The e-votes cast were unblocked on Monday, September 14, 2020 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 September 10, 2020 (Thursday) and ended at 5.00 P.M. (Server time) on September 13, 2020 (Sunday) on the designated website URL: <https://evoting.karvy.com> via e-voting facility of KFin.
 - ii. The members, whose names appeared in the Register of Members/list of Beneficial Owners as on Monday, September 7, 2020 only, were entitled to vote on proposed resolutions (Item nos. 1 and 2 as set out in the AGM Notice of the Company) by remote e-voting.
 - iii. On September 14, 2020, after the conclusion of the AGM and post counting of InstaPoll, remote e-voting event was unblocked by me
 - iv. 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 KFin, i.e., <https://evoting.karvy.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 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, 2020, 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, 2020 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	70	5,75,39,662	99.8629
(B) InstaPoll	8	78,873	0.1369
Total (A+B)	78	5,76,18,535	99.9998



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	1	100	0.0002
(B) InstaPoll	1	1	0.0000
Total (A+B)	2	101	0.0002

III. Abstained Votes

Mode of Voting	Number of members whose votes were invalid	Number of votes cast by them
(A) Remote e-voting	0	0
(B) InstaPoll	0	0
Total (A+B)	0	0

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

RESOLUTION NO.2 - ORDINARY RESOLUTION

To appoint Shri Shamit Bhartia (DIN: 00020623) 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	66	5,75,38,761	99.8614
(B) InstaPoll	8	78,873	0.1369
Total (A+B)	74	5,76,17,634	99.9983

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	1,001	0.0017
(B) InstaPoll	1	1	0.0000
Total (A+B)	6	1,002	0.0017

III. Abstained Votes

Mode of Voting	Number of members whose votes were invalid	Number of votes cast by them
(A) Remote e-voting	0	0
(B) InstaPoll	0	0
Total (A+B)	0	0

Therefore, the Resolution in Item No.2 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 Shri Praveen Someshwar, Chairman of the meeting, 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.

Restriction on Use

11. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of KFin. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing .


Thanking You
Yours faithfully,



(Scrutiniser)
SANKET JAIN
Company Secretary-in-Practice
M.No. A26531, C.P. No. 12583
UDIN: A026531B000709345



For Hindustan Media Ventures Limited



(Company Secretary)

Place: Jhansi
Date: September 14, 2020

Place: New Delhi
Date: September 14, 2020