

# Hindustan Media Ventures Limited

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Corporate Office: 5th Floor, Lotus Tower, A- Block,  
Community Centre, New Friends Colony,  
New Delhi- 110025  
Tel.: 011-66561234  
E-mail : hmvlinvestor@livehindustan.com  
Website: www.hmvl.in  
CIN : L21090BR1918PLC000013

26<sup>th</sup> September, 2024

**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: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') - Voting Results of 14<sup>th</sup> (Post-IPO) Annual General Meeting held on 26<sup>th</sup> September, 2024 and Scrutinizer's Report thereon**

Dear Sir/Madam,

This is to inform that the 14<sup>th</sup> (Post-IPO) Annual General Meeting ('AGM') of the Members of the Company was held today i.e. Thursday, 26<sup>th</sup> September, 2024 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, 2013 ('Act'), Circular(s) issued by the Ministry of Corporate Affairs ('MCA') and the SEBI Listing Regulations.

As per the requirement of the Act, Circulars issued by the MCA and the SEBI Listing Regulations, the Company had provided remote e-voting facility and e-voting at the AGM i.e. 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 the 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 Shri Sanket Jain (*Scrutinizer appointed for the AGM*), dated 26<sup>th</sup> September, 2024, 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 businesses as set forth in the notice convening the AGM, with requisite majority:

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Registered Office :  
Budh Marg, Patna - 800001  
Tel: 0612-2223434, 2223413

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1. Consideration and adoption of:

- a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 together with 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, 2024 together with the Report of the Auditors thereon.

2. Appointment of Shri Shamit Bhartia (DIN: 00020623), as a Director, who retires by rotation, and being eligible, offers himself for re-appointment.

3. Appointment of M/s. S.R. Batliboi & Co. LLP, Chartered Accountants (Firm Registration Number: No. 301003E/E300005) as Statutory Auditors and to fix their remuneration.

4. Approval of material Related Party Transaction(s) with HT Digital Streams Limited, fellow subsidiary company for Financial Year 2024-25, 2025-26, 2026-27 and 2027-28.

The voting results along with the Scrutinizer's Report will be available on the Company's website at [www.hmvl.in](http://www.hmvl.in) and is also being made available on the website of the National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

This is for your information and record.

Thanking you,

Yours faithfully,

For **HINDUSTAN MEDIA VENTURES LIMITED**

**Nikhil** Digitally signed  
by Nikhil Sethi  
Date:  
**Sethi** 2024.09.26  
18:42:36 +05'30'

(Nikhil Sethi)  
Company Secretary

Encl.: As above

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## SUMMARY OF VOTING RESULTS OF 14<sup>TH</sup> (POST- IPO) AGM HELD THROUGH VIDEO CONFERENCING

Date of declaration of results- 26<sup>th</sup> September, 2024

Name of the Company	Hindustan Media Ventures Limited	
Date of AGM/EGM- Last date of receiving Postal Ballot Form/E-voting	26 <sup>th</sup> September 2024	
Total number of shareholders as on the cut-off date (i.e.16 <sup>th</sup> September, 2024)	18,897	
No. of Shareholders present in the meeting either in person or through proxy	Promoter and Promoter Group	Public
	Not Applicable	
No. of Shareholders attended the meeting through Video Conferencing	Promoter and Promoter Group	Public
	1	59

ITEM NO.	1
Details of Agenda	Consideration and Adoption of : a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 together with 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, 2024 together with 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	5,48,08,457	5,48,08,457	100.0000	5,48,08,457	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	5,48,08,457	5,48,08,457	100.0000	5,48,08,457	0	100.0000	0.0000
Public-Institutions	Remote e-voting	1,27,533	21,491	16.8513	21,491	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0.0000
	Total	1,27,533	21,491	16.8513	21,491	0	100.0000	0.0000
Public-Non	Remote e-voting	1,87,35,558	45,87,515	24.4856	45,81,841	5,674	99.8763	0.1237

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Institution	Poll		0	0.0000	0	0	0	0.0000
	<b>Total</b>	1,87,35,558	45,87,515	24.4856	45,81,841	5,674	99.8763	0.1237
<b>Total</b>		<b>7,36,71,548</b>	<b>5,94,17,463</b>	<b>80.6518</b>	<b>5,94,11,789</b>	<b>5,674</b>	<b>99.9905</b>	<b>0.0095</b>

ITEM NO.	2
Details of Agenda	Appointment of Shri Shamit 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
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		5,48,08,457	100.0000	5,48,08,457	0	100.0000	0.0000
Public- Institutions	Remote e-voting	1,27,533	21,491	16.8513	21,491	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		21,491	16.8513	21,491	0	100.0000	0.0000
Public-Non Institution	Remote e-voting	1,87,35,558	45,87,488	24.4855	45,43,453	44,035	99.0401	0.9599
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		45,87,488	24.4855	45,43,453	44,035	99.0401	0.9599
<b>Total</b>		<b>7,36,71,548</b>	<b>5,94,17,436</b>	<b>80.6518</b>	<b>5,93,73,401</b>	<b>44,305</b>	<b>99.9259</b>	<b>0.0741</b>

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ITEM NO.	3
Details of Agenda	Appointment of M/s. S.R. Batliboi & Co. LLP, Chartered Accountants (Firm Registration Number: No. 301003E/E300005) as Statutory Auditors and to fix their remuneration.
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
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	5,48,08,457	5,48,08,457	100.0000	5,48,08,457	0	100.0000	0.0000
Public- Institutions	Remote e-voting	1,27,533	21,491	16.8513	21,491	0	100.00	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	1,27,533	21,491	16.8513	21,491	0	100.00	0.0000
Public-Non Institution	Remote e-voting	1,87,35,558	45,87,488	24.4855	45,47,814	39,674	99.1352	0.8648
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	1,87,35,558	45,87,488	24.4855	45,47,814	39,674	99.1352	0.8648
<b>Total</b>		<b>7,36,71,548</b>	<b>5,94,17,436</b>	<b>80.6518</b>	<b>5,93,77,762</b>	<b>39,674</b>	<b>99.9332</b>	<b>0.0668</b>

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ITEM NO.	4
Details of Agenda	Approval of material Related Party Transaction(s) with HT Digital Streams Limited, fellow subsidiary company for Financial Year 2024-25, 2025-26, 2026-27 and 2027-28.
Resolution required	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/ resolution?	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
Promoter and Promoter Group	Remote e-voting	5,48,08,457	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Institutions	Remote e-voting	1,27,533	21,491	16.8513	21,491	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		21,491	16.8513	21,491	0	100.0000	0.0000
Public-Non Institution	Remote e-voting	1,87,35,558	45,87,487	24.4855	45,45,581	41,906	99.0865	0.9135
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		45,87,487	24.4855	45,45,581	41,906	99.0865	0.9135
Total		7,36,71,548	46,08,978	6.2561	45,67,072	41,906	99.0908	0.9092

The aforesaid resolutions as set forth in the notice convening the 14<sup>th</sup> (Post-IPO) AGM of the Company have been passed with the requisite majority.

Yours faithfully,

For HINDUSTAN MEDIA VENTURES LIMITED

(Nikhil Sethi)  
Company Secretary  
5<sup>th</sup> Floor, Lotus tower, A Block,  
Community Centre, New Friends Colony,  
New Delhi -110025

Date- 26<sup>th</sup> September, 2024

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## 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 Chairperson  
Hindustan Media Ventures Limited [CIN: L21090BR1918PLC000013]  
Budh Marg,  
Patna, Bihar - 800001

Dear Madam,

**Subject: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the 14<sup>th</sup> (Post-IPO) Annual General Meeting of Hindustan Media Ventures Limited conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (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 Hindustan Media Ventures Limited ('the Company') vide circular resolution passed by the Board of Directors of the Company on August 21, 2024 (Wednesday) 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 August 21, 2024 ("AGM Notice") calling the 14<sup>th</sup> (Post-IPO) Annual General Meeting of its Equity Shareholders ("the Meeting/ AGM") through Video Conferencing/ Other Audio Video Means ("VC/ OAVM"), convened on September 26, 2024 (Thursday) at 11:00 A.M. (IST) through VC/ OAVM in accordance with recent circular dated September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA Circular") and circular dated October 07, 2023 issued by the Securities and Exchange Board of India ("SEBI Circular") and in compliance with the provisions of the Act and the 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:



SATYARAJ, BEHIND HOTEL CHANDA, CIVIL LINES, JHANSI (U.P.) – 284002

E-mail: [sanketjainco@gmail.com](mailto:sanketjainco@gmail.com), [sanketjaincs@gmail.com](mailto:sanketjaincs@gmail.com)

Contact No.: +91-8874888806, +91-8052244888



- (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 NSDL, had completed dispatch of the Notice of the Meeting along with Annual Report for FY-24 to Equity Shareholders of the Company on September 2, 2024 (Monday). 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 in "Mint" (English) and "Hindustan" (Hindi) on September 3, 2024 (Tuesday), regarding completion of dispatch of AGM Notice along with Annual Report for FY-24 to shareholders specifying the date & time of the AGM, availability of the notice on the website of the Company and the 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/Depository Participant/Registrar and Transfer Agent, manner of voting through remote e-voting or venue voting etc.

The Company, through NSDL, also completed dispatch of Notice of AGM and the Annual Report for FY-24 on September 20, 2024 (Friday) to the Equity Shareholders of the Company who had acquired shares/registered email ids post the cut-off date for sending of the 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., September 19, 2024 (Thursday) 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 18,897 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) 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 21, 2024 (Saturday) and ended at 5.00 P.M. (Server time) on September 25, 2024 (Wednesday) on the designated website URL: <https://evoting.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 September 19, 2024 (Thursday) were only 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 26, 2024 (Thursday), 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**

After declaration of voting by the Chairman, the members present at the AGM through VC/OAVM and who had not voted on remote e-voting, voted through e-voting facility provided by NSDL at the AGM.

#### **9. Counting Process**

- i. The e-votes were unblocked on September 26, 2024 (Thursday) after the conclusion of the AGM in the presence of two witnesses, who are not in the employment of the Company, viz., Mr. Pratham Gupta and Mr. Ashish Gupta, before they were counted.

**Mr. Pratham Gupta**

**Mr. Ashish Gupta**

- ii. 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://evoting.nsdl.com>
- iii. 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 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, 2024 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, 2024 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	76	5,94,11,787	99.9905
(B) Venue voting	1	2	0.0000
<b>Total (A+B)</b>	<b>77</b>	<b>5,94,11,789</b>	<b>99.9905</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	5,674	0.0095
(B) Venue voting	0	0	0.0000
<b>Total (A+B)</b>	<b>9</b>	<b>5,674</b>	<b>0.0095</b>

*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	71	5,93,73,399	99.9259
(B) Venue voting	1	2	0.0000
<b>Total (A+B)</b>	<b>72</b>	<b>5,93,73,401</b>	<b>99.9259</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	13	44,035	0.0741
(B) Venue voting	0	0	0.0000
<b>Total (A+B)</b>	<b>13</b>	<b>44,035</b>	<b>0.0741</b>

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





**RESOLUTION NO.3 – ORDINARY RESOLUTION**

**To appoint M/s S.R. Batliboi & Co. LLP, Chartered Accountants, (Firm Registration Number: No. 301003E/E300005) as Statutory Auditors and to fix their remuneration**

**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	74	5,93,77,760	99.9332
(B) Venue voting	1	2	0.0000
<b>Total (A+B)</b>	<b>75</b>	<b>5,93,77,762</b>	<b>99.9332</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	10	39,674	0.0668
(B) Venue voting	0	0	0.0000
<b>Total (A+B)</b>	<b>10</b>	<b>39,674</b>	<b>0.0668</b>

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

**SPECIAL BUSINESS****RESOLUTION NO.4 – ORDINARY RESOLUTION**

**Approval of material Related Party Transaction(s) with HT Digital Streams Limited, fellow subsidiary company for Financial Year 2024-25, 2025-26, 2026-27 and 2027-28**

**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	45,67,070	99.0908
(B) Venue voting	1	2	0.0000
<b>Total (A+B)</b>	<b>71</b>	<b>45,67,072</b>	<b>99.0908</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	12	41,906	0.9092
(B) Venue voting	0	0	0.0000
<b>Total (A+B)</b>	<b>12</b>	<b>41,906</b>	<b>0.9092</b>

*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 process shall remain in my safe custody until the Chairperson considers, approves and signs the Minutes of the AGM and thereafter, the same shall be handed over to the Company Secretary for safe keeping.

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**

**UDIN: A026531F001330614**

**Date: 26.09.2024**

**Place: New Delhi**

**COUNTERSIGNED BY:**

**For Hindustan Media Ventures Limited**



**Nikhil Sethi  
(Company Secretary)  
(Authorised by the Chairperson)  
M.No. A18883**

**Date: 26.09.2024**

**Place: New Delhi**