

**HT MEDIA LIMITED**

Regd. Office : Hindustan Times House
18-20, Kasturba Gandhi Marg
New Delhi - 110001
Tel.: 66561234 Fax : 66561270
www.hindustantimes.com
E-mail : corporatedept@hindustantimes.com
CIN : L22121DL2002PLC117874

Ref: HTML/CS/145/2018

9 JUN 2018

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

The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalai Street,
Mumbai - 400 001

Trading Symbol: HTMEDIA
Scrip Code: 532662

Dear Sirs,

Sub: Summary of proceedings of Hon'ble National Company Law Tribunal, New Delhi Bench ("NCLT") convened meetings of Equity Shareholders, Secured Creditors and Unsecured Creditors of HT Media Limited ('HTML/Company') convened and held on June 9, 2018 (Saturday)

Ref: Disclosure pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Orders dated March 6, 2018 and April 13, 2018 ("Orders") passed by the Hon'ble National Company Law Tribunal, New Delhi Bench ("NCLT"), meetings of Equity Shareholders, Secured Creditors and Unsecured Creditors of the Company were convened and held as under, for the purpose of considering and if thought fit, approving, with or without modification(s), the proposed Scheme of Arrangement between HTML and Digicontent Limited (Formerly known as HT Digital Ventures Limited) and their respective shareholders and creditors under Sections 230 to 232 read with Section 66 of the Companies Act, 2013 ("Scheme"):

Class of meeting	Day, Date & Time	Place
Equity Shareholders*	Saturday, June 9, 2018 (11.00 A.M.)	Siri Fort Auditorium - II, A-25, Balbir Saxena Marg, Siri Fort Institutional Area, Gulmohar Park, New Delhi - 110049
Secured Creditors	Saturday, June 9, 2018 (3.00 P.M.)	Hindustan Times House, 18-20, Kasturba Gandhi Marg, New Delhi - 110001
Unsecured Creditors*	Saturday, June 9, 2018 (4.30 P.M.)	

**The meeting was initially adjourned for the want of quorum and subsequently, re-convened as per directions of NCLT Orders*



Shri Dhritiman Bhattacharyya, Advocate, who was appointed as Chairperson for the aforementioned meetings by NCLT vide its said Orders, presided over the meetings. Shri Girish Gupta, Chartered Accountant, who was appointed as Alternate Chairperson for the aforementioned meetings was also present. The quorum being present, the Chairperson called the meetings to order.

Chairperson welcomed the respective Equity Shareholders, Secured Creditors and Unsecured Creditors and mentioned that the meetings have been convened pursuant to the said Orders, to approve the Scheme.

The respective Notice of each meeting, together with accompanying documents were dispatched to the Equity Shareholders, Secured Creditors and Unsecured Creditors as per the directions contained in the said Orders. With the permission of the Equity Shareholders, Secured Creditors and Unsecured Creditors, the respective Notice convening the meetings were taken as read.

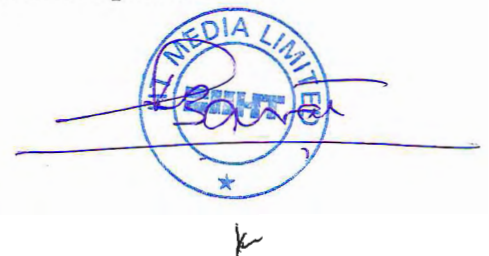
The Chairperson also informed that Ms. Deeti Ojha, Advocate, was appointed as Scrutinizer for the aforementioned meetings by NCLT vide its said Orders, to scrutinize the voting through e-voting process (in case of equity shareholders only) and voting at the venue of the aforesaid meetings in a fair and transparent manner.

The Chairperson further informed that in case of Equity Shareholders meeting, pursuant to the provisions of (i) Section 230(4) read with Section 108 of the Companies Act, 2013; (ii) Rule 6(3)(xi) of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016; (iii) Rule 20 and other applicable provisions of the Companies (Management and Administration) Rules, 2014; (iv) Regulation 44 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and (v) SEBI Circular no. CFD/DIL3/CIR/2017/21 dated March 10, 2017, Members whose name appeared in the Register of Members / list of Beneficial Owners as on Thursday, the May 3, 2018 (cut-off date) have been provided the facility to cast their vote on the resolution(s) to consider and approve the Scheme set forth in the Notice, through e-voting and has engaged the services of M/s Karvy Computershare Private Limited to provide the e-voting facility. The e-voting commenced from 9.00 a.m. (Server time) on May 10, 2018 (Thursday) and concluded on June 8, 2018 (Friday) upto 5.00 p.m. (Server time). The Company had also provided the facility to vote through ballot paper at the venue of the Meeting.

In case of the meetings of Secured Creditors and Unsecured Creditors, in compliance with the said Orders, voting through ballot paper at the venue of the meeting was carried out.

The Chairperson then invited queries / clarifications from Equity Shareholders, Secured Creditors and Unsecured Creditors on the proposed resolutions. The queries were suitably replied.

The Chairperson requested the Equity Shareholders, Secured Creditors and Unsecured Creditors to cast their vote via Ballot Paper on the proposed resolution(s). After completion of the voting at the respective meetings, Chairperson informed the Equity Shareholders, Secured Creditors and Unsecured Creditors that the results of the voting will be subsequently disseminated and uploaded on the website of the Company, within the stipulated time.



A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text "MEDIA LIMITED" around the top edge and "BANK" in the center. Below the stamp, there is a small handwritten mark that looks like a stylized 'K' or 'R'.

The Chairperson then concluded the meeting(s) with vote of thanks to the Equity Shareholders, Secured Creditors and Unsecured Creditors for attending and participating in the respective meeting(s).

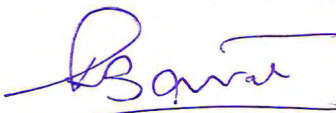
The detailed results of voting for the resolutions proposed at the meeting of the Equity Shareholders, Secured Creditors and Unsecured Creditors will be intimated separately.

We request you to kindly take the same on record.

Thanking you

Yours faithfully,

For **HT Media Limited**


(Authorized Signatories)

