

August 29, 2022

**BSE Limited**  
25<sup>th</sup> Floor, P J Towers  
Dalal Street  
Mumbai - 400001

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

**Scrip Code: 532416**

**Trading Symbol: NEXTMEDIA**

**Sub: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') - Proceedings of 41<sup>st</sup> Annual General Meeting ('AGM') of Next Mediaworks Limited**

Dear Sir(s),

This is to inform that the 41<sup>st</sup> AGM of Members of Next Mediaworks Limited was held today i.e. Monday, 29<sup>th</sup> August, 2022 at 11:00 A.M. (IST) through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM').


In the above connection, please find enclosed herewith the summary of proceedings of the said AGM in due compliance of Regulation 30 of SEBI Listing Regulations.

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

Thanking you,

Yours faithfully,

For **Next Mediaworks Limited**

  
(Harshit Gupta)  
Company Secretary



**Encl.: As above**

## **NEXT MEDIAWORKS LIMITED**

### **Summary of the proceedings of the 41<sup>st</sup> Annual General Meeting**

The 41<sup>st</sup> Annual General Meeting ('AGM' or 'Meeting') of the Members of Next Mediaworks Limited was held on Monday, the 29<sup>th</sup> August, 2022 through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM'), in accordance with the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 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 AM (IST) and concluded at 11:35 A.M. (IST) (*including time allowed for e-voting at the meeting i.e. InstaPoll*). 44 Members attended the AGM through VC.

#### **Directors present:**

1. Mr. Praveen Someshwar, *Chairman of the Company and Chairman of Stakeholders' Relationship Committee*
2. Mr. Sameer Singh, *Independent Director and Chairman of Audit Committee*
3. Mr. Lloyd Mathias, *Independent Director*
4. Ms. Suchitra Rajendra, *Independent Director and Chairperson of Nomination & Remuneration Committee*
5. Mr. Samudra Bhattacharya, *Non-Executive Director*
6. Mr. Sandeep Rao, *Non-Executive Director*

#### **In attendance:**

1. Mr. Ajit Dheer, *Chief Executive Officer*
2. Mr. Amit Madaan, *Chief Financial Officer*
3. Mr. Harshit Gupta, *Company Secretary*
4. Mr. David Jones, *Representative of B S R and Associates, Chartered Accountants (Statutory Auditors)*
5. Mr. Manish Gupta, *Representative of RMG & Associates, Company Secretaries (Secretarial Auditors)*
6. Mr. Sanket Jain, *Practicing Company Secretary, (Scrutinizer)*

#### **Gist of proceedings:**

Mr. Praveen Someshwar, Chairman of the Board, chaired the Meeting. The Chairman welcomed the Members and on requisite quorum being present, called the Meeting to order.

All the Directors of the Company were present at the Meeting through VC from their respective locations.

The Chairman then introduced the Directors and Key Managerial Personnel to the Members



attending the AGM.

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. Harshit Gupta, Company Secretary apprised the Members that in accordance with the provisions of the Companies Act, 2013 & Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has extended to its Members the facility to exercise their right to vote for transacting the business as set out in the Notice of the AGM, through remote e-voting facility and e-voting at the AGM, i.e. InstaPoll. He stated that remote e-voting facility commenced at 9.00 a.m. on 25<sup>th</sup> August, 2022 and concluded at 5.00 p.m. on 28<sup>th</sup> August, 2022. Members who could not cast their vote through remote e-voting could vote at the AGM. Further, the members were informed that Mr. Sanket Jain, Practicing Company Secretary who had been appointed as the Scrutinizer to scrutinize the voting process has also joined the AGM through VC. He also mentioned that the “Register of Directors & Key Managerial Personnel and their shareholding” and the “Register of Contracts and Arrangements in which Directors are interested” were available for inspection by Members electronically.

Since the Annual Report containing the Board’s Report, financial statements and other reports, along with notice of this meeting were already circulated to the Members at their registered email address, the same were taken as read. Also, there was no qualification or observation or any adverse remark or disclaimer in the Auditor’s Report and Secretarial Auditor’s Report, thus, the same were not required to be read at the Meeting.

**Items of business:**

In terms of the Notice dated 2<sup>nd</sup> August, 2022 convening the 41<sup>st</sup> AGM of the Company, the following business was transacted at the Meeting through remote e-voting during the e-voting period and e-voting during the meeting:

<b><u>Item No.</u></b>	<b><u>Resolution</u></b>	<b><u>Nature of Resolution</u></b>
<b><u>Ordinary Business</u></b>		
1.	To consider and approve: a) the audited standalone financial statements of the Company for the financial year ended March 31, 2022 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 March 31, 2022 and the report of the Auditors thereon	Ordinary
2.	Appointment of Mr. Praveen Someshwar (DIN: 01802656) as a Director, who retires by rotation and, being eligible, offers himself for re-appointment	Ordinary



<b>Special Business</b>		
3.	Appointment of Mr. Sandeep Rao (DIN: 08711910) as a Non-Executive Director, liable to retire by rotation.	Ordinary
4.	Appointment of Mr. Lloyd Mathias (DIN: 02879668) as an Independent Director, not liable to retire by rotation	Special
5.	Approval of extension of existing Inter Corporate Deposit (ICD) granted by Next Radio Limited to the Company and availing of additional ICD, as Material Related Party Transactions	Ordinary
6.	Approval of Borrowing Limits of the Company under Section 180(1)(c)	Special

For Item no. 2 and 5, Mr. Someshwar, being interested didnot Chair and in his place Mr. Lloyd Mathias presided.

Members who attended the Meeting were given an opportunity to ask questions and seek clarification(s). The Chairman, CEO and CFO appropriately responded to the questions raised by them.

Chairman announced that all items of the business set out in the notice convening the meeting has been considered and e-voting at the meeting i.e. InstaPoll is being activated and same will be available for next 15 minutes and thereafter, the meeting will be concluded. He also stated that the results of voting shall be declared within the time prescribed therefore, and will be uploaded on the Company's website. The result shall be simultaneously intimated to the Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited, National Securities Depository Limited and Central Depository Services (India) Limited.

Company Secretary proposed a vote of thanks to the Chair and requested the Members to please proceed with e-voting.

The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. Upon completion of the e-voting process, the Meeting was closed.

This is for your information and record.

**Place:** New Delhi

**Date:** 29<sup>th</sup> August, 2022



**For Next Mediaworks Limited**

**(Harshit Gupta)**  
**Company Secretary**

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