

August 29, 2022

BSE Limited

25th 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 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR') – Voting Results of 41st Annual General Meeting ('AGM') held on 29th August, 2022 and Scrutinizer's Report thereon

Dear Sir(s),

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

In the above connection and pursuant to Regulation 44 of SEBI LODR, please find enclosed herewith summary of voting results (*i.e. remote e-voting and e-voting at the AGM*), along with Scrutinizer's Report issued by Mr. Sanket Jain, (Scrutinizer appointed for the AGM), dated August 29, 2022.

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

1. Consideration and adoption of:
 - 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
 - the audited consolidated financial statements of the Company for the financial year ended March 31, 2022 and the report of the Auditors thereon.
2. Appointment of Mr. Praveen Someshwar (DIN: 01802656) as a Director, who retires by rotation and, being eligible, offers himself for re-appointment.
3. Appointment of Mr. Sandeep Rao (DIN: 08711910) as a Non-executive Director, liable to retire by rotation.

Unit 701 A, 7th Floor, Tower-2, Indiabulls Finance Centre, Senapati Bapat Marg,

Elphinstone Road, Mumbai – 400 013, Ph.:+91 22 44104104

Website: www.nextmediaworks.com, CIN: L22100MH1981PLC024052

E-mail: investor.communication@radioone.in

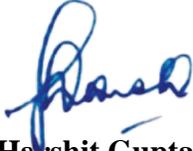
4. Appointment of Mr. Lloyd Mathias (DIN: 02879668) as an Independent Director, not liable to retire by rotation.
5. Approval of extension of existing Inter Corporate Deposit (ICD) granted by Next Radio Limited to the Company and availing of additional ICD, as Material Related Party Transactions.
6. Approval of Borrowing Limits of the Company under Section 180(1)(c).

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

**SUMMARY OF VOTING RESULTS OF 41st AGM HELD THROUGH VIDEO
CONFERENCING**

Date of declaration of result- 29th August, 2022

Name of the Company	Next Mediaworks Limited	
Date of AGM/EGM Last date of receiving Postal Ballot Form/E-voting	29 th August, 2022	
Total number of shareholders as on the cut-off date (i.e. 22nd August, 2022)	15,199	
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
	2	40

ITEM NO.	1
Details of Agenda:	Consideration and adoption: 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 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	50,161,307	43,786,711	87.2918	43,786,711	0	100	0
	E-voting at AGM		0	0	0	0	0	0
Public-Institutions	Remote e-Voting	1,636,409	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	0
Public- Non Institutions	Remote e-Voting	15,095,192	82,578	0.5470	82,578	0	100	0
	E-voting at AGM		173	0.0011	173	0	100	0
	Total	66,892,908	43,869,462	65.5816	43,869,462	0	100	0




ITEM NO.	2
Details of Agenda:	Appointment of Mr. Praveen Someshwar (DIN: 01802656) 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	50,161,307	43,786,711	87.2918	43,786,711	0	100	0
	E-voting at AGM		0	0	0	0	0	0
Public-Institutions	Remote e-Voting	1,636,409	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	0
Public- Non Institutions	Remote e-Voting	15,095,192	82,578	0.5470	82,578	0	100	0
	E-voting at AGM		173	0.0011	173	0	100	0
Total		66,892,908	43,869,462	65.5816	43,869,462	0	100	0

The image shows a handwritten signature in blue ink over a circular purple stamp. The stamp contains the text "T. MEDIAWORKS LIMITED." around the perimeter and a star symbol at the bottom. The signature appears to be "Praveen" or similar.

ITEM NO.	3
Details of Agenda:	Appointment of Mr. Sandeep Rao (DIN: 08711910) as a Non-Executive Director, liable to retire by rotation.
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	50,161,307	43,786,711	87.2918	43,786,711	0	100	0
	E-voting at AGM		0	0	0	0	0	0
Public-Institutions	Remote e-Voting	1,636,409	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	0
Public- Non Institutions	Remote e-Voting	15,095,192	82,578	0.5470	82,478	100	99.8789	0.1211
	E-voting at AGM		173	0.0011	173	0	100	0
Total		66,892,908	43,869,462	65.5816	43,869,362	100	99.9998	0.0002



ITEM NO.	4
Details of Agenda:	Appointment of Mr. Lloyd Mathias (DIN: 02879668) as an Independent Director, not liable to retire by rotation
Resolution required:	Special 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	50,161,307	43,786,711	87.2918	43,786,711	0	100	0
	E-voting at AGM		0	0	0	0	0	0
Public-Institutions	Remote e-Voting	1,636,409	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	0
Public- Non Institutions	Remote e-Voting	15,095,192	82,578	0.5470	82,478	100	99.8789	0.1211
	E-voting at AGM		173	0.0011	173	0	100	0
Total		66,892,908	43,869,462	65.5816	43,869,362	100	99.9998	0.0002



ITEM NO.	5
Details of Agenda:	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
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	50,161,307	Not Applicable					
	E-voting at AGM							
Public-Institutions	Remote e-Voting	1,636,409	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	0
Public- Non Institutions	Remote e-Voting	15,095,192	82,478	0.5464	82,478	0	100.00	0
	E-voting at AGM		173	0.0011	173	0	100.00	0
Total		66,892,908	82651	0.1236	82651	0	100.00	0



ITEM NO.	6
Details of Agenda:	Approval of Borrowing Limits of the Company under Section 180(1)(c)
Resolution required:	Special 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	50,161,307	43,786,711	87.2918	43,786,711	0	100.00	0
	E-voting at AGM		0	0	0	0	0	0
Public-Institutions	Remote e-Voting	1,636,409	0	0	0	0	0	0
	E-voting at AGM		0	0	0	0	0	0
Public- Non Institutions	Remote e-Voting	15,095,192	82,578	0.5470	82,578	0	100.00	0
	E-voting at AGM		173	0.0011	173	0	0	0
Total		66,892,908	43,869,462	65.5816	43,869,462	0	100.00	0

The aforesaid resolution has been passed with the requisite majority.

Yours faithfully,
For Next Mediaworks Limited


(Harshit Gupta)
Company Secretary
Membership No.: A 41111
HT House, 2nd Floor, 18-20
K.G Marg, New Delhi – 110001



Date: 29th August, 2022



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

**Next Mediaworks Limited [CIN: L22100MH1981PLC024052]
Unit 701A, 7th Floor, Tower-2, India Bulls Finance Centre
Senapati Bapat Marg, Elphinstone Road
Mumbai – 400 013**

Dear Sir,

Subject: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the 41st Annual General Meeting of Next Mediaworks Limited 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 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended

1. I, Sanket Jain (Practicing Company Secretary, C.P. No. 12583), have been appointed as the Scrutinizer by the Board of Directors of Next Mediaworks Limited ("**the Company**") vide resolution passed by the Board of Directors of the Company at its meeting held on 24th May, 2022 for the purpose of scrutinizing the process of voting through electronic means ("**e-voting**") on the resolution(s) as set out in the Notice dated August 2, 2022 ("**AGM Notice**") calling the 41st Annual General Meeting of its Equity Shareholders ("**the Meeting/ AGM**") through Video Conferencing/ Other Audio Video Means ("**VC/ OAVM**"), convened on Monday, 29th day of August, 2022 at 11:00 A.M. IST through VC/ OAVM in accordance with circulars bearing no. 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021 and 02/2022 dated May 05, 2022 ("**MCA Circulars**") and circular dated May 12, 2020, January 15, 2021 and May 13, 2022 issued by the Securities and Exchange Board of India ("**SEBI Circulars**").
2. The said appointment as Scrutinizer is made in accordance with 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 scrutinized:

*'SATYARAJ', BEHIND HOTEL CHANDA, CIVIL LINES, JHANSI (U.P.) – 284002
E-mail: sanketjainco@gmail.com, sanketjaincs@gmail.com
Contact No.: +91-8874888806, +91-8052244888*

1.



- (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 (“**InstaPoll**”)

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 Obligations and Disclosure Requirements Regulations, 2015 (“**LODR**”)) relating to remote e-voting and InstaPoll on the resolutions contained in the AGM Notice.

4. Scrutinizer’s Responsibility

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and InstaPoll) is restricted to prepare a Consolidated Scrutinizer's Report of the votes cast on the resolutions contained in the AGM Notice, based on the reports generated from the e-voting system provided by KFin Technologies Limited (“**KFin**”), the Registrar and Transfer Agent of the Company, the Agency engaged by the Company to provide e-voting facility and documents furnished to me electronically by the Company and/or KFin for verification and issuance of this report.

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, 22nd August, 2022 were entitled to vote on the resolutions (item nos. 1 to 6 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 15,199 shareholders of the Company and the total paid-up share capital of the Company was Rs. 66,89,29,080/- (Rupees Sixty Six Crores Eighty Nine Lakhs Twenty Nine Thousand and Eighty only) divided into 6,68,92,908 (Six Crores Sixty Eight Lakhs Ninety Two Thousand Nine Hundred and Eight only) Equity Shares of Rs.10/- each.

The Company, through Service Provider viz. KFin Technologies Limited, had completed dispatch of the Notice of the Meeting along with Annual Report for FY-22 to Equity Shareholders of the Company. The Notice of the Meeting was also made available on the website of the Company viz. www.nextmediaworks.com and website of the stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited (www.bseindia.com and www.nseindia.com).

The Company had published advertisements on 7th August, 2022 regarding dispatch of AGM Notice along with Annual Report for FY-22 to shareholders in “Mint” (English newspaper-all editions) and “VrittaManas” (Marathi newspaper- Mumbai Edition).

6. E-voting process at the AGM

- i. After the time fixed for closing of the e-voting by the Chairman, 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 on test check basis.



iii. The e-votes cast were unblocked on Monday, 29nd August, 2022 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 August 25, 2022 (Thursday) and ended at 5.00 P.M. (Server time) on 28th August, 2022 (Sunday) on the designated website URL: <https://evoting.kfintech.com>.

ii. The members, whose names appear in the Register of Members/list of Beneficial Owners as on Monday, 22nd August, 2022 only, were entitled to vote on proposed resolutions (Item Nos. 1 to 6 as set out in the AGM Notice of the Company) by remote e-voting.

iii. On August 29, 2022, after the conclusion of the AGM and post counting of InstaPoll, event was unblocked by me.

iv. Thereafter, the details containing, *interalia*, the list of Equity Shareholders who voted "in favour" or "against" or "abstain" on each of the resolutions that was put to vote, were generated from the e-voting website of KFin, i.e., <https://evoting.kfintech.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, scrutinized on test-check basis and relied upon by me as under:

ORDINARY BUSINESS

RESOLUTION NO.1 – ORDINARY RESOLUTION

To receive, consider and adopt:

- a) **The audited standalone financial statements of the Company for the financial year ended March 31, 2022 and the reports of Board of Director 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**

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	49	4,38,69,289	99.9996
(B) InstaPoll	10	173	0.0004
Total (A+B)	59	4,38,69,462	100.00

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	0	0	0.00
(B) InstaPoll	0	0	0.00
Total (A+B)	0	0	0.00

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



RESOLUTION NO.2 - ORDINARY RESOLUTION

To appoint Mr. Praveen Someshwar (DIN: 01802656) 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	49	4,38,69,289	99.9996
(B) InstaPoll	10	173	0.0004
Total (A+B)	59	4,38,69,462	100.00

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	0	0	0.00
(B) InstaPoll	0	0	0.00
Total (A+B)	0	0	0.00

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

SPECIAL BUSINESS

RESOLUTION NO.3 – ORDINARY RESOLUTION

Appointment of Mr. Sandeep Rao (DIN: 08711910) as a Non-executive Director liable to retire by rotation

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	48	4,38,69,189	99.9994
(B) InstaPoll	10	173	0.0004
Total (A+B)	58	4,38,69,362	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	0	0	0.0000
Total (A+B)	1	100	0.0002

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

4.



RESOLUTION NO.4 – SPECIAL RESOLUTION

Appointment of Mr. Lloyd Mathias (DIN: 02879668) as an Independent Director, not liable to retire by rotation

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	48	4,38,69,189	99.9994
(B) InstaPoll	10	173	0.0004
Total (A+B)	58	4,38,69,362	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	0	0	0.0000
Total (A+B)	1	100	0.0002

Therefore, the Resolution in Item No.4 has been approved with requisite majority.

RESOLUTION NO.5 – ORDINARY RESOLUTION

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

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	43	82,478	99.7907
(B) InstaPoll	10	173	0.2093
Total (A+B)	53	82,651	100.00

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	0	0	0.00
(B) InstaPoll	0	0	0.00
Total (A+B)	0	0	0.00

Therefore, the Resolution in Item No.5 has been approved with requisite majority.

5.



RESOLUTION NO.6 – SPECIALRESOLUTION

Approval of Borrowing Limits of the Company under section 180(1)(c)

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	49	4,38,69,289	99.9996
(B) InstaPoll	10	173	0.0004
Total (A+B)	59	4,38,69,462	100.00

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	0	0	0.00
(B) InstaPoll	0	0	0.00
Total (A+B)	0	0	0.00

Therefore, the Resolution in Item No.6 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 the Chairman 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.

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

Date: 29.08.2022
Place: New Delhi

UDIN: A026531D000506670



For Next Mediaworks Limited



Countersigned by
Harshit Gupta
(Company Secretary)
M. No.: A41111



Date: 29.08.2022
Place: New Delhi