



CIN: L22121DL2002PLC117874

HT MEDIA LIMITED

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Ref: HTML/CS/02/2014

September 18, 2014

The Listing Department
Bombay Stock Exchange Limited
 P.J. Tower, Dalal Street
MUMBAI – 400 001

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

Scrip Code: 532662

Company Code: HTMEDIA

Dear Sirs,

Sub: Details of voting as per Clause 35A of Listing Agreement conducted at the 12th Annual General Meeting of the Company held on 16th September, 2014

This is to inform you that the 12th Annual General Meeting of the members of the Company was held on Tuesday, the 16th September, 2014 at 11.00 A.M. at Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi – 110 003.

In compliance with Clause 35A of the Listing Agreement, please find below the voting details at the said Annual General Meeting:

Name	HT Media Limited
Date of the AGM	16 th September, 2014
Total number of shareholders on record date	<ul style="list-style-type: none"> ▪ As on 1st August, 2014 (for e-voting) – 26,393 ▪ As on close of business hours on 8th September, 2014 (for dividend) – 26,442
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	5 in proxy
Public	8,712 (8,590 in person and 122 through proxy)
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	Nil
Public	Nil
Mode of voting (for all resolutions)	E-voting and Poll

The agenda-wise voting details in the format prescribed under Clause 35A of the Listing Agreement is enclosed herewith, wherefrom it may be please be noted that all the resolutions set-out in item nos. 1 to 12 of the notice dated 14th August, 2014 convening the Annual General Meeting of members of the Company on 16th September, 2014, were passed with requisite majority.

Thanking you,

Yours faithfully,
 For HT Media Limited

(Dinesh Mittal)

Group General Counsel & Company Secretary

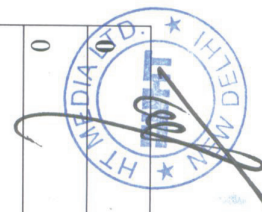
Encl.: As above

HT MEDIA LIMITED**Agenda-wise voting details**

Given below is the agenda wise combined result of e-voting and physical poll conducted at the Annual General Meeting held on 16th September, 2014

Promoter/Public	No. of shares held (1)	No. of valid votes polled (2)	% of valid 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
Resolution No. 1:- Adoption of audited financial statements including consolidated financial statements of the Company for the financial year ended 31st March, 2014 and the reports of the Board of Directors and Auditors thereon							
Resolution required:- ORDINARY							
Promoter & Promoter Group	16,17,77,093	16,17,54,487	99.99	16,17,54,487	0	100	0
Public - Institutional holders	4,91,60,584	3,47,49,360	70.69	3,47,49,360	0	100	0
Public – Others	2,18,10,637	40,47,020	18.56	40,47,020	0	100	0
TOTAL	23,27,48,314	20,05,50,867	86.17	20,05,50,867	0	100	0
Resolution No. 2:- Declaration of dividend on Equity Shares for the financial year ended on 31st March, 2014.							
Resolution required:- ORDINARY							
Promoter & Promoter Group	16,17,77,093	16,17,54,487	99.99	16,17,54,487	0	100	0
Public - Institutional holders	4,91,60,584	3,54,49,360	72.11	3,54,49,360	0	100	0
Public – Others	2,18,10,637	40,47,020	18.56	40,47,020	0	100	0
TOTAL	23,27,48,314	20,12,50,867	86.47	20,12,50,867	0	100	0

(1)



Promoter/Public	No. of shares held (1)	No. of valid votes polled (2)	% of valid votes polled on outstanding shares (3)=[(2)/(1)]*100 (4)	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100
Resolution No. 3:- Appointment of a Director in place of Shri Shamit Bhartia, who retires from office by rotation, and being eligible, offers himself for re-appointment.						
Resolution required:- ORDINARY						
Promoter & Promoter Group	16,17,77,093	16,17,54,465	99.99	16,17,54,465	0	100
Public - Institutional holders	4,91,60,584	3,54,49,360	72.11	1,87,50,737	1,66,98,623	52.89
Public - Others	2,18,10,637	40,47,020	18.56	40,46,720	300	99.99
TOTAL	23,27,48,314	20,12,50,867	86.47	18,45,51,944	1,66,98,923	91.70
Resolution No. 4:- Appointment of Auditors and fix their remuneration						
Resolution required:- ORDINARY						
Promoter & Promoter Group	16,17,77,093	16,17,54,487	99.99	16,17,54,487	0	100
Public - Institutional holders	4,91,60,584	3,54,49,360	72.11	3,54,49,360	0	100
Public - Others	2,18,10,637	40,47,020	18.56	40,46,914	106	99.997
TOTAL	23,27,48,314	20,12,50,867	86.47	20,12,50,761	106	100.000
Resolution No. 5:- Appointment of Shri N.K. Singh as an Independent Director						
Resolution required:- ORDINARY						
Promoter & Promoter Group	16,17,77,093	16,17,54,487	99.99	16,17,54,487	0	100
Public - Institutional holders	4,91,60,584	3,54,49,360	72.11	3,54,49,360	0	100



(2)

Promoter/ Public	No. of shares held	No. of valid votes polled	% of valid votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Public – Others	2,18,10,637	40,47,020	18.56	40,46,719	301	99.9926	0.0074
TOTAL	23,27,48,314	20,12,50,867	86.47	20,12,50,566	301	99.9999	0.0001
Resolution No. 6:- Appointment of Shri K.N. Memani as an Independent Director							
Resolution required:- ORDINARY							
Promoter & Promoter Group	16,17,77,093	16,17,54,487	99.99	16,17,54,487	0	100	0
Public - Institutional holders	4,91,60,584	3,47,49,360	70.69	3,47,48,494	866	99.998	0.002
Public – Others	2,18,10,637	40,47,020	18.56	40,46,719	301	99.993	0.007
TOTAL	23,27,48,314	20,05,50,867	86.17	20,05,49,700	1,167	99.999	0.001
Resolution No. 7:- Appointment of Shri Ajay Relan as an Independent Director							
Resolution required:- ORDINARY							
Promoter & Promoter Group	16,17,77,093	16,17,54,487	99.99	16,17,54,487	0	100	0
Public - Institutional holders	4,91,60,584	3,54,49,360	72.11	3,54,49,360	0	100	0
Public – Others	2,18,10,637	40,47,020	18.56	40,46,719	301	99.993	0.007
TOTAL	23,27,48,314	20,12,50,867	86.47	20,12,50,566	301	100.000	0.000
Resolution No. 8:- Appointment of Dr. Mukesh Aghi as an Independent Director							
Resolution required:- ORDINARY							
Promoter & Promoter Group	16,17,77,093	16,17,54,487	99.99	16,17,54,487	0	100	0



(8)

Promoter/ Public	No. of shares held (1)	No. of valid votes polled (2)	% of valid 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
Public - Institutional holders	4,91,60,584	3,54,49,360	72.11	3,54,49,360	0	100	0
Public - Others	2,18,10,637	40,47,020	18.56	40,46,719	301	99.993	0.007
TOTAL	23,27,48,314	20,12,50,867	86.47	20,12,50,566	301	100.000	0.000
Resolution No. 9:- Revision in remuneration of Smt. Shobhana Bhartia, Chairperson and Editorial Director of the Company w.e.f. 1st April, 2014							
Resolution required:- ORDINARY							
Promoter & Promoter Group	16,17,77,093	16,17,54,465	99.99	16,17,54,465	0	100	0
Public - Institutional holders	4,91,60,584	3,47,49,360	70.69	3,45,91,249	1,58,111	99.545	0.455
Public - Others	2,18,10,637	40,47,020	18.56	40,46,680	340	99.992	0.008
TOTAL	23,27,48,314	20,05,50,867	86.17	20,03,92,416	1,58,451	99.921	0.079
Resolution No. 10:- Revision in remuneration of Shri Priyavrat Bhartia, Whole-time Director of the Company w.e.f. 1st April, 2014							
Resolution required:- ORDINARY							
Promoter & Promoter Group	16,17,77,093	16,17,54,465	99.99	16,17,54,465	0	100	0
Public - Institutional holders	4,91,60,584	3,47,49,360	70.69	3,45,91,249	1,58,111	99.545	0.455
Public - Others	2,18,10,637	40,47,020	18.56	40,46,680	340	99.992	0.008
TOTAL	23,27,48,314	20,05,50,867	86.17	20,03,92,416	1,58,451	99.921	0.079

(4)



Promoter/ Public	No. of shares held (1)	No. of valid votes polled (2)	% of valid 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
Resolution No. 11:- Revision in remuneration of Shri Shamit Bhartia, Whole-time Director of the Company w.e.f. 1st April, 2014							
Resolution required:- ORDINARY							
Promoter & Promoter Group	16,17,77,093	16,17,54,465	99.99	16,17,54,465	0	100	0
Public - Institutional holders	4,91,60,584	3,47,49,360	70.69	3,45,91,249	1,58,111	99.545	0.455
Public – Others	2,18,10,637	40,47,020	18.56	40,46,680	340	99.992	0.008
TOTAL	23,27,48,314	20,05,50,867	86.17	20,03,92,416	1,58,451	99.921	0.079
Resolution No. 12:- Re-appointment of Shri Rajiv Verma as Whole-time Director of the Company designated as CEO for a term of 5 years w.e.f. 1st April, 2014							
Resolution required:- ORDINARY							
Promoter & Promoter Group	16,17,77,093	16,17,54,487	99.99	16,17,54,487	0	100	0
Public - Institutional holders	4,91,60,584	3,47,49,360	70.69	3,45,91,249	1,58,111	99.545	0.455
Public – Others	2,18,10,637	40,47,020	18.56	40,46,720	300	99.993	0.007
TOTAL	23,27,48,314	20,05,50,867	86.17	20,03,92,456	1,58,411	99.921	0.079



(5)