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

February 25, 2021

The Listing Department
BSE Limited
P.J. Towers, Dalal Street
Mumbai - 400 001

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051

Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the proposed Scheme of Amalgamation between HT Media Limited ("Transferee Company" or the "Company") and Digicontent Limited (Transferor Company 1") and Next Mediaworks Limited ("Transferor Company 2") and HT Mobile Solutions Limited ("Transferor Company 3") and their respective shareholders and creditors

The financial details and capital evolution of the transferee company for the previous 3 years as per the audited statement of Accounts:

Name of the Company: HT Media Limited (Standalone Basis)

(Rs. in Lakhs, unless specified otherwise)

	As per last 6 months Limited Reviewed Financial	As per last Audited Financial Year	1 year prior to the last Audited Financial Year	2 years prior to the last Audited Financial Year
	Apr 2020-Sep 20	2019-20 (Revised)	2018-19**	2017-18***
Equity Paid up Share Capital (Refer Note 1)	4,611	4,611	4,611	4,611
Reserves and surplus (Refer Note 2)	108,157	117,505	157,577	173,461
Carry forward losses	-	-	-	-
Net Worth as per Ind AS Financials	112,768	122,116	162,188	178,072
Net worth as per Section 2(57) of the Companies Act 2013 (Refer Note 3)	107,849	116,896	157,779	178,174
Miscellaneous Expenditure	-	-	-	-
Total Borrowings/Loans (Refer Note 4)	57,941			
Secured Borrowings /Loans		35,848	23,885	1,710
Unsecured Borrowings /Loans		31,233	108,710	106,158
Fixed Assets (Refer Note 5)	27,778	32,369	37,020	40,149
Income from Operations	19,214	122,551	130,673	138,546
Total Income	23,800	135,212	144,683	159,559
Total Expenditure	36,426	134,196	150,673	133,466
Profit before Tax (Refer note 6)	(14,386)	(43,258)	(17,201)	24,688

For HT MEDIA LTD.

Authorised Signatory

	As per last 6 months Limited Reviewed Financial	As per last Audited Financial Year	1 year prior to the last Audited Financial Year	2 years prior to the last Audited Financial Year
	Apr 2020-Sep 20	2019-20 (Revised)	2018-19**	2017-18***
Profit after Tax (Refer note 6)	(9,592)	(39,268)	(13,894)	21,374
Cash profit (Refer note 7)	(7,254)	18,742	6,681	30,157
EPS	(4.16)*	(17.03)	(6.03)	9.07
Book value (Refer note 8)	48.91*	52.96	70.34	77.23

** not annualised*

*** as per comparative amounts for financial year 2019-20*

****as per comparative amounts for financial year 2018-19*

Notes:

1. *Net of elimination on account of shares held by ESOP Trust*
2. *Reserves and Surplus including accumulated balance of 'other comprehensive income'*
3. *Reserves not created out of profits have been excluded for net worth as per Section 2(57) of the Companies Act 2013*
4. *Current maturity of long term borrowings classified under "Other financial liabilities" in the Ind AS financials has been considered as part of total borrowings*
5. *Fixed Assets includes Property, plant and equipment and Capital work in progress.*
6. *Profit before tax and profit after tax do not include other comprehensive income*
7. *Cash profit represents cash flow from operations before working capital changes*
8. *Book value per share has been computed as under:*

$$\frac{\text{Equity Paid up share capital + Reserves and Surplus}}{\text{No. of Equity Shares outstanding (refer note 1)}}$$

Thanking You.

Yours Truly,
For **HT Media Limited**

Piyush Gupta
Chief Financial Officer

For HT MEDIA LTD.

Authorised Signatory

DIGICONTENT LIMITED

DIGICONTENT LIMITED
(formerly known as HT Digital Ventures Limited)
Registered Office: Hindustan Times House (2nd Floor)
18-20, Kasturba Gandhi Marg, New Delhi 110 001, India
+91 11 6656 1234 +91 11 6656 1270
www.digicontent.co.in corporatedept@digicontent.co.in
CIN: L74999DL2017PLC322147

February 25, 2021

The Listing Department
BSE Limited
P.J. Towers, Dalal Street
Mumbai - 400 001

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
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The financial details of the Transferor Company 1 for the previous 3 years as per the audited statement of Accounts:

Name of the Company: Digicontent Limited (Standalone Basis)

(Rs. in Lakhs, unless specified otherwise)

	As per last 6 months Limited Reviewed Financials	As per last Audited Financial Year	1 year prior to the last Audited Financial Year	2 years prior to the last Audited Financial Year
	Apr 2020-Sep 20	2019-20	2018-19**	2017-18***
Equity Paid up Capital (Refer Note 1)	1,164	1,164	1,164	1,164
Reserves and surplus (Refer Note 2)	8,273	9,032	10,109	10,485
Carry forward losses (Refer Note 3)				
Net Worth as per Ind AS Financials	9,437	10,196	11,273	11,649
Net worth as per Section 2(57) of the Companies Act 2013 (Refer Note 4)	(1,267)	(507)	570	946
Miscellaneous Expenditure	-	-	-	-
Total Borrowings/Loans	8,000	-	-	-
Secured Borrowings /Loans		-	-	-
Unsecured Borrowings /Loans		8,000	8,000	8,000
Fixed Assets (Refer Note 5)	1	1	2	3
Income from Operations	49	1,560	2,004	-
Total Income	158	1,771	2,022	-
Total Expenditure	935	2,712	2,509	218
Profit before Tax (Refer note 6)	(777)	(941)	(487)	(218)
Profit after Tax (Refer note 6)	(777)	(1,074)	(360)	(218)
Cash profit (Refer note 7)	(334)	(124)	493	-
EPS	(1.34) *	(1.85)	(0.62)	(0.37)
Book value (Refer note 8)	16.22 *	17.52	19.37	20.02

** not annualised*
*** as per comparative amounts for financial year 2019-20*
****as per comparative amounts for financial year 2018-19*

Notes:

1. *Share Capital for the FY 2018-19 & 2017-18 includes share suspense account pursuant to scheme of demerger between Digicontent Limited and HT Media Limited (HTML) for transfer of Entertainment & Digital Innovation Business of HTML to Digicontent Limited.*
2. *Reserves and Surplus including accumulated balance of 'other comprehensive income'*
3. *Carry forward losses are part of Reserves and surplus in the form of negative retained Earnings.*
4. *Reserves not created out of profits have been excluded for net worth as per Section 2(57) of the Companies Act 2013*
5. *Fixed Assets includes Property, plant and equipment.*
6. *Profit before tax and profit after tax do not include other comprehensive income*
7. *Cash profit represents cash flow from operations before working capital changes*
8. *Book value per share has been computed as under:*

$$\frac{\text{Paid up share capital + Reserves and Surplus}}{\text{No. of Equity Shares outstanding (Refer note 1)}}$$

Thanking You.

Yours Truly,
For **Digicontent Limited**

Ajay S. Nair
Chief Financial Officer

NEXT MEDIAWORKS LIMITED

February 25, 2021

The Listing Department
BSE Limited
P.J. Towers, Dalal Street
Mumbai - 400 001

National Stock Exchange of India Limited
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The financial details of the Transferor Company 2 for the previous 3 years as per the audited statement of Accounts:

Name of the Company: Next Mediaworks Limited (Standalone Basis)

(Rs. in Lakhs, unless specified otherwise)

	As per last 6 months Limited Reviewed Financial (Apr 2020-Sep 20)	As per last Audited Financial Year 2019-20 (Revised)	1 year prior to the last Audited Financial Year 2018-19**	2 years prior to the last Audited Financial Year 2017-18***
Equity Paid up Share Capital (Refer Note 1)	6,689.29	6,689.29	6,685.64	6,685.64
Reserves and surplus (Refer Note 2)	(6,129.48)	(6,036.09)	(3,943.52)	(3,753.48)
Carry forward losses (Refer Note 3)	-	-	-	-
Net Worth as per Ind AS Financials	559.81	653.20	2,742.12	2,932.16
Net worth as per Section 2(57) of the Companies Act 2013	559.81	653.20	2,742.12	2,932.16
Miscellaneous Expenditure	-	-	-	-
Total Borrowings/Loans	1,271.30			
Secured Borrowings /Loans		-	-	-
Unsecured Borrowings /Loans		1,252.29	1,213.98	1,090.98
Fixed Assets	-	-	-	-
Income from Operations	-	-	144.67	77.77
Total Income	25.48	229.47	228.66	188.32
Total Expenditure	118.84	305.67	422.13	317.65

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

NEXT MEDIAWORKS LIMITED

	As per last 6 months Limited Reviewed Financial (Apr 2020-Sep 20)	As per last Audited Financial Year 2019-20 (Revised)	1 year prior to the last Audited Financial Year 2018-19**	2 years prior to the last Audited Financial Year 2017-18***
Profit before Tax (Refer note 4)	(93.36)	(2,094.20)	(193.06)	(129.33)
Profit after Tax (Refer note 4)	(93.36)	(2,094.20)	(193.06)	(131.17)
Cash profit (Refer note 5)	(50.39)	(161.78)	(113.92)	27.33
EPS	(0.14)*	(3.13)	(0.29)	(0.20)
Book value (Refer note 6)	0.84*	0.98	4.10	4.39

* *not annualised*

** *as per comparative amounts for financial year 2019-20*

***as per comparative amounts for financial year 2018-19*

Notes:

1. *Net of elimination on account of shares held by ESOP Trust till March 31, 2019.*
2. *Reserves and Surplus including accumulated balance of 'other comprehensive income'*
3. *Carry forward losses are part of Reserves and surplus in the form of negative retained earnings.*
4. *Profit before tax and profit after tax do not include other comprehensive income*
5. *Cash profit represents cash flow from operations before working capital changes*
6. *Book value per share has been computed as under:*

$$\frac{\text{Paid up share capital + Reserves and Surplus}}{\text{No. of Equity Shares outstanding (refer note 1)}}$$

Thanking You.

Yours Truly,
For **Next Mediaworks Limited**

Anup Sharma
Chief Financial Officer

Unit 701 A, 7th Floor, Tower-2, Indiabulls Finance Centre, Senapati Bapat Marg,
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The financial details of the Transferor Company 3 for the previous 3 years as per the audited statement of Accounts:

Name of the Company: HT Mobile Solutions Limited (Standalone Basis)

(Rs. in Lakhs, unless specified otherwise)

	As per last 9 months Audited Financial	As per last Audited Financial Year	1 year prior to the last Audited Financial Year	2 years prior to the last Audited Financial Year
	Apr 2020-Dec 20	2019-20	2018-19**	2017-18***
Equity Paid up Capital	3,546	3,546	3,546	3,546
Reserves and surplus (Refer Note 1)	(1,202)	(1,533)	(1,682)	(2,504)
Carry forward losses (Refer Note 2)				
Net Worth as per Ind AS Financials	2,344	2,012	1,864	1,042
Net worth as per Section 2(57) of the Companies Act 2013 (Refer Note 3)	2,356	2,025	1,876	1,054
Miscellaneous Expenditure	-	-	-	-
Total Borrowings/Loans	-	-	-	-
Secured Borrowings /Loans	-	-	-	-
Unsecured Borrowings /Loans	-	-	-	-
Fixed Assets (Refer Note 4)	4	5	7	19
Income from Operations	2,470	2,275	1,813	3,657
Total Income	2,757	2,347	1,898	3,688
Total Expenditure	2,279	2,128	1,648	4,621
Profit before Tax (Refer note 5)	478	219	249	(933)
Profit after Tax (Refer note 5)	332	149	820	(933)
Cash profit (Refer note 6)	225	172	221	(693)
EPS	0.94 *	0.42	2.31	(3.00)
Book value (Refer note 7)	6.61 *	5.68	5.26	3.35

** not annualised*
*** as per comparative amounts for financial year 2019-20*
****as per comparative amounts for financial year 2018-19*

Notes:

1. *Reserves and Surplus including accumulated balance of 'other comprehensive income'.*
2. *Carry forward losses are part of Reserves and surplus in the form of negative retained Earnings.*
3. *Reserves not created out of profits have been excluded for net worth as per Section 2(57) of the Companies Act 2013*
4. *Fixed Assets includes Property, plant and equipment*
5. *Profit before tax and profit after tax do not include other comprehensive income*
6. *Cash profit represents cash flow from operations before working capital changes*
7. *Book value per share has been computed as under:*

$$\frac{\text{Paid up share capital + Reserves and Surplus}}{\text{No. of Equity Shares outstanding}}$$

Thanking You.

Yours Truly,
For **HT Mobile Solutions Limited**

RAHUL GARG
Digitally signed by RAHUL GARG
Date: 2021.02.25 13:37:46 +05'30'

Rahul Garg
Chief Financial Officer