

May 28, 2025

**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
**Mumbai - 400 001****National Stock Exchange of India Limited**  
Exchange Plaza, 5th Floor  
Plot No. C-1, Block G,  
Bandra-Kurla Complex, Bandra (E)  
**Mumbai - 400 051****Scrip Code: 532416****Trading Symbol: NEXTMEDIA**

**Sub: Intimation under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') - Results of Postal Ballot (by way of e-voting only)**

Dear Sir/Madam,

Pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company conducted the Postal Ballot through remote e-voting process, for seeking approval of its members for the resolutions as set out in the Postal Ballot Notice ('Notice') dated 16<sup>th</sup> April, 2025.

In this regard, we would like to inform you that the resolutions as set out in the Notice have been duly approved by the members of the Company with requisite majority. The resolutions are deemed to have been passed on 28<sup>th</sup> May, 2025 the last date specified for receipt of votes through remote e-voting process.

In terms of Regulation 30 read with Part-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, brief of the said resolutions as approved by the members is as follows:

<b>S.no</b>	<b>Resolution</b>	<b>Type of Resolution</b>
1.	Appointment of Mr. Ishant Juneja (DIN: 11033448) as an Independent Director of the Company, not liable to retire by rotation	Special Resolution
2.	Appointment of Mr. Suryakant Gupta (DIN: 06606258) as an Independent Director of the Company, not liable to retire by rotation	Special Resolution
3.	Appointment of Ms. Pratibha Sabharwal (DIN: 10777848) as an Independent Director of the Company, not liable to retire by rotation	Special Resolution

In terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the result of the Postal Ballot through remote e-voting on the aforesaid resolutions is enclosed in the prescribed format, as Annexure – 1.

The Scrutinizers' Report on the resolutions passed through Postal Ballot is enclosed as Annexure - 2.

Thanking you,

For **Next Mediaworks Limited**

(Sonali Manchanda)  
Company Secretary

Encl: As above

**Annexure-1**
**SUMMARY OF VOTING RESULTS OF POSTAL BALLOT (BY WAY OF E-VOTING ONLY)**

**Date of declaration of result- 28<sup>th</sup> May, 2025**

<b>Name of the Company</b>	Next Mediaworks Limited	
<b>Date of AGM/EGM Last date of receiving Postal Ballot Form/E-voting</b>	28 <sup>th</sup> May 2025	
<b>Total number of shareholders as on the cut-off date (i.e. 18<sup>th</sup> April, 2025)</b>	17060	
<b>No. of Shareholders present in the meeting either in person or through proxy</b>	<b>Promoters and Promoter Group</b>	<b>Public</b>
	Not Applicable	
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	<b>Promoters and Promoter Group</b>	<b>Public</b>
	Not Applicable	

<b>ITEM NO.</b>	1
<b>Details of Agenda</b>	Appointment of Mr. Ishant Juneja (DIN: 11033448) as an Independent Director of the Company, not liable to retire by rotation
<b>Resolution required</b>	Special Resolution
<b>Whether promoter/ promoter group are interested in the agenda/ resolution?</b>	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
<b>Promoter and Promoter Group</b>	E-Voting	5,01,61,307	3,41,15,386	68.0114	3,41,15,386	0	100.0000	0.0000
	Poll		NOT APPLICABLE					
	Postal Ballot *							
<b>Public-Institutions</b>	E-Voting	16,36,409	16,36,409	100	16,36,409	0	100.0000	0.0000
	Poll		NOT APPLICABLE					
	Postal Ballot*							
<b>Public-Non Institutions</b>	E-Voting	1,50,95,192	29,543	0.1957	17,147	12,396	58.0408	41.9592
	Poll		NOT APPLICABLE					
	Postal Ballot*							
<b>Total</b>		<b>6,68,92,908</b>	<b>3,57,81,338</b>	<b>53.4905</b>	<b>3,57,68,942</b>	<b>12,396</b>	<b>99.9654</b>	<b>0.0346</b>

\*Not applicable, as the voting has been done through Remote e-voting only.

<b>ITEM NO.</b>	2
<b>Details of Agenda</b>	Appointment of Mr. Suryakant Gupta (DIN: 06606258) as an Independent Director of the Company, not liable to retire by rotation
<b>Resolution required</b>	Special Resolution
<b>Whether promoter/ promoter group are interested in the agenda/ resolution?</b>	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
<b>Promoter and Promoter Group</b>	E-Voting	5,01,61,307	3,41,15,386	68.0114	3,41,15,386	0	100.0000	0.0000
	Poll		NOT APPLICABLE					
	Postal Ballot *							
<b>Public-Institutions</b>	E-Voting	16,36,409	16,36,409	100	16,36,409	0	100.0000	0.0000
	Poll		NOT APPLICABLE					
	Postal Ballot *							
<b>Public- Non Institutions</b>	E-Voting	1,50,95,192	29,543	0.1957	17,147	12,396	58.0408	41.9592
	Poll		NOT APPLICABLE					
	Postal Ballot *							
<b>Total</b>		<b>6,68,92,908</b>	<b>3,57,81,338</b>	<b>53.4905</b>	<b>3,57,68,942</b>	<b>12,396</b>	<b>99.9654</b>	<b>0.0346</b>

\*Not applicable, as the voting has been done through Remote e-voting only

<b>ITEM NO.</b>	<b>3</b>
<b>Details of Agenda</b>	Appointment of Ms. Pratibha Sabharwal (DIN: 10777848) as an Independent Director of the Company, not liable to retire by rotation
<b>Resolution required</b>	Special Resolution
<b>Whether promoter/ promoter group are interested in the agenda/ resolution?</b>	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
<b>Promoter and Promoter Group</b>	E-Voting	5,01,61,307	3,41,15,386	68.0114	3,41,15,386	0	100.0000	0.0000
	Poll		NOT APPLICABLE					
	Postal Ballot *							
<b>Public-Institutions</b>	E-Voting	16,36,409	16,36,409	100	16,36,409	0	100.0000	0.0000
	Poll		NOT APPLICABLE					
	Postal Ballot *							
<b>Public- Non Institutions</b>	E-Voting	1,50,95,192	29,544	0.1957	17,148	12,396	58.0422	41.9578
	Poll		NOT APPLICABLE					
	Postal Ballot *							
<b>Total</b>		6,68,92,908	3,57,81,339	53.4905	3,57,68,943	12,396	99.9654	0.0346

\*Not applicable, as the voting has been done through Remote e-voting only

The aforesaid resolutions have been passed with the requisite majority.

Yours faithfully,

For **Next Mediaworks Limited**

**(Sonali Manchanda)**  
**Company Secretary**  
**Membership No.: F7283**

**Date- 28<sup>th</sup> May, 2025**



**SCRUTINIZER'S REPORT**  
**[POSTAL BALLOT (BY WAY OF E-VOTING)]**

*[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]*

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

Dear Sir,

**Sub: Scrutinizer's Report on Postal Ballot Process conducted by way of e-voting only for passing of resolution set out in Postal Ballot Notice dated April 16, 2025 ('Notice'), in terms of Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014**

Pursuant to the resolution passed by the Board of Directors of **Next Mediaworks Limited** (hereinafter referred to as the 'Company') on April 16, 2025, I have been appointed as Scrutinizer to scrutinize the postal ballot process conducted by way of e-voting only, in respect of resolution(s) proposed to be passed by the shareholders, contained in the Notice.

I hereby submit my report on the e-voting on the resolution(s) proposed in the Notice, as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 (the 'Act') and rules made thereunder including the General Circular No. 14/2020 dated April 08, 2020, the General Circular No. 17/2020 dated April 13, 2020 and the subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars') the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ('Secretarial Standard-2'), and other applicable laws, rules and regulations, as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), relating to passing of resolution(s) by postal ballot process through voting by electronic means.
2. My responsibility as Scrutinizer is restricted to scrutinizing the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report on the votes casted by the Members on the resolution set out in the Notice, based on the reports accessed from the system provided by the authorized agency engaged by the Company viz. National Securities Depository Limited ('NSDL'). The e-voting facility for postal ballot process was made available during the period from 9:00 A.M. (IST) on April 29, 2025 (Tuesday) upto 5:00 P.M. (IST) on May 28, 2025 (Wednesday) ('e-voting period').
3. Pursuant to MCA Circulars. Company completed dispatch of Notice on April 28, 2025, by way of electronic means to its members (eligible Members) whose names appeared in the Register of Members/ List of Beneficial Owners received from National Securities Depository Limited & Central Depository Services Limited ("CDSL") (hereafter referred to as Depositories) as on the cut-



**SATYARAJ, BEHIND HOTEL CHANDA, CIVIL LINES, JHANSI**  
E-mail: [sanketjainco@gmail.com](mailto:sanketjainco@gmail.com), [sanketjainco@gmail.com](mailto:sanketjainco@gmail.com)  
Contact No.: +91-8874888806, +91-8874888806



off date i.e., April 18, 2025 (Friday) and whose e-mail IDs were registered with the Company/Registrar and Share Transfer Agent/Depositories.

4. In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR') and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution(s) is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope were not sent to the Members for this Postal Ballot.
5. In terms of the requirement of Rule 22 of Companies (Management and Administration) Rules, 2014, an advertisement was published by the Company in 'Mint' (English-all edition) and 'Vritta Manas' (Marathi edition) on April 29, 2025 (Tuesday), informing about the completion of dispatch of Notices electronically to the eligible Members, along with other related matters mentioned therein.
6. I had monitored the process of electronic voting through the scrutinizer's secured link provided by NSDL through its designated website. The particulars of e-voting done by the Members of the Company during the e-voting period by logging into online e-voting websites of NSDL & CDSL (as applicable) as provided in the Notice have been considered for my scrutiny.
7. After completion of e-voting, votes cast by the Members were unblocked in the presence of two witnesses not in the employment of the Company, who have signed herein below.



**Name: Ashish Gupta**



**Name: Pratham Gupta**

8. The votes casted through e-voting were matched with the Register of Members/ List of beneficial owners of the Company as on cut-off date i.e., April 18, 2025 (Friday).
9. The particulars of report downloaded from the designated website of NSDL, have been entered in a separate register maintained by me for the purpose of Postal Ballot.
10. The summary result of the Postal Ballot process through e-voting in respect of the resolution(s) set out in the Notice is given below:

Item No.	Particulars of the Resolution	Type of Resolution	Votes casted in favour (in numbers)	Votes casted in favour (in percentage)	Votes casted against (in numbers)	Votes casted against (in percentage)
1.	Appointment of Mr. Ishant Juneja (DIN: 11033448) as an Independent Director of the Company. not liable to retire by rotation	Special	3,57,68,942	99.9654	12,396	0.0346



2.	Appointment of Mr. Suryakant Gupta (DIN: 06606258) as an Independent Director of the Company, not liable to retire by rotation	Special	3,57,68,942	99.9654	12,396	0.0346
3.	Appointment of Ms. Pratibha Sabharwal (DIN: 10777848) as an Independent Director of the Company, not liable to retire by rotation	Special	3,57,68,943	99.9654	12,396	0.0346

11. The result of the Postal Ballot through e-voting is as follows:

#### ITEM NO. 1 – SPECIAL RESOLUTION

**Appointment of Mr. Ishant Juneja (DIN: 11033448) as an Independent Director of the Company, not liable to retire by rotation**

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	E-Voting	5,01,61,307	3,41,15,386	68.0114	3,41,15,386	0	100.0000	0.0000
	Poll		NA					
	Postal Ballot (if applicable)							
Public-Institutions	E-Voting	16,36,409	16,36,409	100.0000	16,36,409	0	100.0000	0.0000
	Poll		NA					
	Postal Ballot (if applicable)							
Public- Non Institutions	E-Voting	1,50,95,192	29,543	0.1957	17,147	12,396	58.0408	41.9592
	Poll		NA					
	Postal Ballot (if applicable)							
TOTAL		6,68,92,908	3,57,81,338	53.4905	3,57,68,942	12,396	99.9654	0.0346

#### ITEM NO. 2 – SPECIAL RESOLUTION

**Appointment of Mr. Suryakant Gupta (DIN: 06606258) as an Independent Director of the Company, not liable to retire by rotation**





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	E-Voting	5,01,61,307	3,41,15,386	68.0114	3,41,15,386	0	100.0000	0.0000
	Poll		NA					
	Postal Ballot (if applicable)							
Public-Institutions	E-Voting	16,36,409	16,36,409	100.0000	16,36,409	0	100.0000	0.0000
	Poll		NA					
	Postal Ballot (if applicable)							
Public- Non Institutions	E-Voting	1,50,95,192	29,543	0.1957	17,147	12,396	58.0408	41.9592
	Poll		NA					
	Postal Ballot (if applicable)							
TOTAL		6,68,92,908	3,57,81,338	53.4905	3,57,68,942	12,396	99.9654	0.0346

### ITEM NO. 3 – SPECIAL RESOLUTION

**Appointment of Ms. Pratibha Sabharwal (DIN: 10777848) as an Independent Director of the Company, not liable to retire by rotation**

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	E-Voting	5,01,61,307	3,41,15,386	68.0114	3,41,15,386	0	100.0000	0.0000
	Poll		NA					
	Postal Ballot (if applicable)							
Public-Institutions	E-Voting	16,36,409	16,36,409	100.0000	16,36,409	0	100.0000	0.0000
	Poll		NA					
	Postal Ballot (if applicable)							
Public- Non Institutions	E-Voting	1,50,95,192	29,544	0.1957	17,148	12,396	58.0422	41.9578
	Poll		NA					
	Postal Ballot (if applicable)							
TOTAL		6,68,92,908	3,57,81,339	53.4905	3,57,68,943	12,396	99.9654	0.0346



12. **Result:** From the voting pattern mentioned in para nos. 10 and 11 above, it is observed that as mentioned in the Notice, for Item Nos. 1 to 3 (Special Resolutions), the valid votes casted in favour exceeds three times the valid votes casted against.

Hence, the resolution is said to be passed with requisite majority on the date of end of e-voting period i.e. May 28, 2025 (Wednesday).

The above position may kindly be considered for the purpose of declaring the result of postal ballot through e-voting on the resolution mentioned in the Notice.

Yours Faithfully,

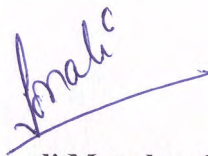
**For M/s Sanket Jain & Co.**  
**Company Secretaries**  
**Firm Registration No. S2013UP231400**  
**Peer Review No. 2262/2022**



**Sanket Jain**  
**(Proprietor)**  
**M. No.: A26531**  
**C.P. No.: 12583**  
**UDIN: A026531G000476981**



**Countersigned By:**  
**For Next Mediaworks Limited**



**Sonali Manchanda**  
**(Company Secretary)**  
**(Authorised by the Chairman)**  
**M. No.: F7283**

**Date: 28.05.2025**  
**Place: New Delhi**

**Date: 28.05.2025**  
**Place: New Delhi**