

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L22100MH1981PLC024052

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACM7512L

(ii) (a) Name of the company

NEXT MEDIAWORKS LIMITED

(b) Registered office address

Unit 701 A, 7th Floor, Tower 2, Indiabulls Finance
Centre, Senapati Bapat Marg, Elphinstone Road
Mumbai
Mumbai City
Maharashtra
400013

(c) *e-mail ID of the company

investor.communication@radi

(d) *Telephone number with STD code

02244104104

(e) Website

www.nextmediaworks.com

(iii) Date of Incorporation

12/03/1981

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted

Yes No

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

Pre-fill

(e) Extended due date of AGM after grant of extension

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1					

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
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1	HT MEDIA LIMITED	L22121DL2002PLC117874	Holding	51
2	NEXT RADIO LIMITED	U32201MH1999PLC122233	Subsidiary	51.4
3	SYNGIENCE BROADCAST AHM	U93090MH2017PLC293674	Subsidiary	0

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	80,000,000	66,892,908	66,892,908	66,892,908
Total amount of equity shares (in Rupees)	800,000,000	668,929,080	668,929,080	668,929,080

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	80,000,000	66,892,908	66,892,908	66,892,908
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	800,000,000	668,929,080	668,929,080	668,929,080

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				
At the beginning of the year	66,892,908	668,929,080	668,929,080	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	66,892,908	668,929,080	668,929,080	
Preference shares				
At the beginning of the year	0	0	0	

Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			173,791,659
Deposit			0
Total			173,791,659

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)**(i) Turnover**

0

(ii) Net worth of the Company

65,321,548

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	10,715,043	16.02	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	39,446,264	58.97	0	
10.	Others	0	0	0	
	Total	50,161,307	74.99	0	0

Total number of shareholders (promoters)

7

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	10,087,337	15.08	0	
	(ii) Non-resident Indian (NRI)	94,401	0.14	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	1,822,664	2.72	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	4,662,678	6.97	0	
10.	Others Trust, Clearing Members & I	64,521	0.1	0	
	Total	16,731,601	25.01	0	0

Total number of shareholders (other than promoters)

13,877

**Total number of shareholders (Promoters+Public/
Other than promoters)**

13,884

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

4

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ACACIA PARTNERS, LP	9 West 57th Street Suite 5000 New			907,065	1.35
ACACIA INSTITUTION/	9 West 57th Street Suite 5000 New			473,893	0.71
ACACIA BANYAN PAR	IFS COURT TWENTY EIGHT CYBERC			368,800	0.55
ACACIA II PARTNERS, I	9 West 57th Street Suite 5000 New			72,906	0.11

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	8	7
Members (other than promoters)	14,284	13,877
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	0	0	0	0	0
B. Non-Promoter	0	7	1	5	0	0
(i) Non-Independent	0	1	1	2	0	0
(ii) Independent	0	6	0	3	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	7	1	5	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

8

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Harshad Jain	08191390	Managing Director	0	26/11/2020

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Ajay Relan	00002632	Director	0	
Suchitra Rajendra	07962214	Director	0	
Sameer Singh	08138465	Additional director	0	
Praveen Someshwar	01802656	Director	0	
Dinesh Mittal	00105769	Director	0	
Abhishek Kapoor	AIWPK7327E	CFO	18,500	26/11/2020
Diksha Singh	CCSPS8811F	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

25

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Tarique Ansari	00101820	Managing Director	18/04/2019	Cessation
Adille Sumariwalla	00045855	Director	18/04/2019	Cessation
I. Venkat	00089679	Director	18/04/2019	Cessation
Rajbir Singh Bhandal	01962971	Director	18/04/2019	Cessation
Monisha Shah	00542228	Director	18/04/2019	Cessation
Sunil Dalal	00021019	Director	18/04/2019	Cessation
Chetan Desai	03595319	Director	18/04/2019	Cessation
Ismail Dabhoya	AAHPD6740P	CFO	18/04/2019	Cessation
Harshad Jain	08191390	Additional director	18/04/2019	Appointment
Harshad Jain	AAOPJ1877A	CEO	22/04/2019	Appointment
Harshad Jain	08191390	Managing Director	22/04/2019	Change in designation
Abhishek Kapoor	AIWPK7327E	CFO	22/04/2019	Appointment
Ajay Relan	00002632	Additional director	18/04/2019	Appointment
Suchitra Rajendra	07962214	Additional director	18/04/2019	Appointment
Praveen Someshwar	01802656	Additional director	18/04/2019	Appointment
Dinesh Mittal	00105769	Additional director	18/04/2019	Appointment
Harshad Jain	08191390	Managing Director	12/09/2019	Change in designation
Ajay Relan	00002632	Director	12/09/2019	Change in designation
Suchitra Rajendra	07962214	Director	12/09/2019	Change in designation
Praveen Someshwar	01802656	Director	12/09/2019	Change in designation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	12/09/2019	14,006	37	62.62

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	18/04/2019	8	5	62.5
2	27/05/2019	6	6	100
3	16/07/2019	6	4	66.67
4	23/08/2019	6	6	100
5	31/10/2019	6	6	100
6	13/01/2020	6	6	100
7	12/03/2020	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

10

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	27/05/2019	4	4	100
2	Audit Committee	16/07/2019	4	2	50
3	Audit Committee	23/08/2019	4	4	100
4	Audit Committee	31/10/2019	4	4	100
5	Audit Committee	13/01/2020	4	4	100
6	Stakeholders' Meeting	13/01/2020	3	3	100
7	Nomination and Remuneration Committee	18/04/2019	4	2	50
8	Nomination and Remuneration Committee	13/01/2020	3	3	100
9	Nomination and Remuneration Committee	12/03/2020	3	3	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
10	Banking & Finance	18/04/2019	3	2	66.67

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	29/12/2020
								(Y/N/NA)
1	Harshad Jain	6	6	100	1	0	0	Not Applicable
2	Ajay Relan	6	6	100	7	7	100	Yes
3	Suchitra Rajer	6	5	83.33	8	7	87.5	Yes
4	Sameer Singh	1	1	100	0	0	0	Yes
5	Praveen Som	6	5	83.33	9	8	88.89	Yes
6	Dinesh Mittal	6	6	100	2	2	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Tarique Ansari	Managing Director	292,796	0	0	0	292,796
	Total		292,796	0	0	0	292,796

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Ismail Dabhoya	Chief Financial Officer	508,192	0	0	0	508,192
2	Gaurav Sharma	Company Secretary	1,917,808	0	0	0	1,917,808
3	Diksha Singh	Company Secretary	74,521	0	0	0	74,521
	Total		2,500,521	0	0	0	2,500,521

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Adille Sumariwalla	Non-executive D	0	0	0	10,000	10,000
2	I. Venkat	Non-executive D	0	0	0	10,000	10,000
3	Monisha Shah	Non-executive D	0	0	0	10,000	10,000
4	Chetan Desai	Non-executive D	0	0	0	10,000	10,000
5	Dilip Cherian	Non-executive D	0	0	0	750,000	750,000
6	Ajay Relan	Non-executive D	0	0	0	950,000	950,000
7	Suchitra Rajendra	Non-executive D	0	0	0	850,000	850,000
8	Sameer Singh	Non-executive D	0	0	0	100,000	100,000
	Total		0	0	0	2,690,000	2,690,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Whether associate or fellow Associate Fellow

Certificate of practice number

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director 

DIN of the director

To be digitally signed by 

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

Particulars of change in directors and KMP Details of FIlIs_31032020.pdf MGT-8_31032020.pdf ROC Mumbai_AGM Extension Letter.pdf
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Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

NEXT MEDIAWORKS LTD										
List of Shareholders as on 31/03/2020 ((FPC))										
SLNO	DPID	FOLIO/CL-ID	NAME/JOINT NAME(S)	ADDRESS	COUNTRY OF INCORPORATION	REGN. NO WITH SEBI	HOLDING	% TO EQT	MINOR CODE	PAN NO
1	IN300054	10013042	ACACIA PARTNERS, LP	9 West 57th Street Suite 5000 Newyork NY	UNITED STATES OF AMERICA	INUSFP022914	907065	1.36	FPC	AALFA7272K
2	IN300054	10013034	ACACIA INSTITUTIONAL PARTNERS, LP	9 West 57th Street Suite 5000 Newyork NY	UNITED STATES OF AMERICA	INUSFP023114	473893	0.71	FPC	AALFA7287Q
3	IN300054	10024287	ACACIA BANYAN PARTNERS	IFS COURT TWENTY EIGHT CYBERCITY	MAURITIUS	INMUF023514	368800	0.55	FPC	AAGCA6900N
4	IN300054	10013026	ACACIA II PARTNERS, LP	9 West 57th Street Suite 5000 NewYork NY	UNITED STATES OF AMERICA	INUSFP023014	72906	0.11	FPC	AALFA7270M
TOTAL:							1822664	2.72		



 Raj Kumar Kale
 Senior Manager

Particulars of change in Director(s) and Key Managerial Personnel during the year

Sr. No.	Name	DIN/ PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
1	Tarique Ansari	00101820	Managing Director	18/04/2019	Cessation
2	Adille Sumariwalla	00045855	Director	18/04/2019	Cessation
3	I. Venkat	00089679	Director	18/04/2019	Cessation
4	Rajbir Singh Bhandal	01962971	Director	18/04/2019	Cessation
5	Monisha Shah	00542228	Director	18/04/2019	Cessation
6	Sunil Dalal	00021019	Director	18/04/2019	Cessation
7	Chetan Desai	03595319	Director	18/04/2019	Cessation
8	Ismail Dabhoya	AAHPD6740P	CFO	18/04/2019	Cessation
9	Harshad Jain	08191390	Additional Director	18/04/2019	Appointment
10	Harshad Jain	AAOPJ1877A	CEO	22/04/2019	Appointment
11	Harshad Jain	08191390	Managing Director	22/04/2019	Change in designation
12	Abhishek Kapoor	AIWPK7327E	CFO	22/04/2019	Appointment
13	Ajay Relan	00002632	Additional Director	18/04/2019	Appointment
14	Suchitra Rajendra	07962214	Additional Director	18/04/2019	Appointment
15	Praveen Someshwar	01802656	Additional Director	18/04/2019	Appointment
16	Dinesh Mittal	00105769	Additional Director	18/04/2019	Appointment

17	Harshad Jain	08191390	Manging Director	12/09/2019	Change in designation
18	Ajay Relan	00002632	Director	12/09/2019	Change in designation
19	Suchitra Rajendra	07962214	Director	12/09/2019	Change in designation
20	Praveen Someshwar	01802656	Director	12/09/2019	Change in designation
21	Dinesh Mittal	00105769	Director	12/09/2019	Change in designation
22	Dilip Cherian	00322763	Director	22/01/2020	Cessation
23	Sameer Singh	08138465	Additional Director	13/01/2020	Appointment
24	Gaurav Sharma	BHWPS4797L	Company Secretary	15/03/2020	Cessation
25	Diksha Singh	CCSPS8811F	Company Secretary	16/03/2020	Appointment

भारत सरकार

कारपोरेट कार्य मंत्रालय

कंपनी रजिस्ट्रार का कार्यालय

100, "एवरेस्ट", मरिन ड्राईव, मुंबई - 400002

दुरभाष / TELE : 2281 2627, 2281 2645, 2281 3760

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GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS
OFFICE OF THE REGISTRAR OF COMPANIES
100, "EVEREST", MARINE DRIVE,
MUMBAI - 400 002
Website : www.mca.gov.in
e-Mail ID : roc.mumbai@mca.gov.in

Order: Extension of time for holding of Annual General Meeting (AGM) for the Financial Year ended on 31.03.2020

1. Whereas sub-section (1) of section 96 of the Companies Act, 2013 (the Act) provides, inter-alia, that every company, other than a One Person Company, shall in each year hold in addition to any other meetings, a general meeting as its general meeting (AGM) and shall specify the meeting as such in the notices calling it, and not more than fifteen months shall elapse between the date of one AGM of a company and that of the next;
2. And whereas, the first proviso to sub-section (1) of section 96 of the Act provides that in case of the first AGM, it shall be held within a period of nine months from the date of closing of the first financial year of the company and in any other case, within a period of six months, from the date of closing of the financial year;
3. And whereas, the third proviso to section 96(1) of the Act provides that the Registrar may, for any special reason, extend the time within which any annual general meeting, other than the first annual general meeting, shall be held, by a period not exceeding three months;
4. And whereas, various representations have been received from the companies, Industry bodies and Professional Institutes pointing out that several companies are finding it difficult to hold their AGM for the financial year ended on 31.03.2020 due to the difficulties faced in view of the Covid -19 Pandemic;
5. And whereas, the representations have been considered and the undersigned is of the considered opinion that due to such unprecedented special reasons, the time within which the AGM for the financial year ended on 31.03.2020 is

required to be held as per provisions of sub-section (1) of section 96 ought to be extended in terms of the third proviso to section 96(1);

6. Now, therefore, in terms of power vested with the undersigned under the third proviso to sub-section (1) of section 96 of the Act, I hereby extend the time to hold the AGM, other than the first AGM, for the financial year ended on 31.03.2020 for companies within the jurisdiction of this office, which are unable to hold their AGM for such period within the due date of holding the AGM by a period of three months from the due date by which the AGM ought to have been held in accordance with the provisions of sub-section (1) of section 96 of the Act, without requiring the companies to file applications for seeking such extension by filing the prescribed Form No. GNL-1.

Explanation: It is hereby clarified that the extension granted under this Order shall also cover the:

- (i) pending applications filed in form no. gnl-1 for the extension of AGM for the financial year ended on 31.03.2020, which are yet to be approved;
- (ii) applications filed in Form No. GNL -1 for the extension of AGM for the financial year ended on 31.03.2020, which were rejected,

Where the approval for extension of AGM up to 3 months from the due date of the AGM shall be deemed to have been granted by the undersigned without any further action on the part of the company.


(Mano Ranjan Das)
Registrar of Companies
Maharashtra, Mumbai

Place: Mumbai
Date: 08.09.2020

RMG & ASSOCIATES

Company Secretaries

Form No. MGT-8

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **NEXT MEDIAWORKS LIMITED**, (hereinafter referred to as the 'Company') having CIN: **L22100MH1981PLC024052**, as required to be maintained under the Companies Act, 2013 (hereinafter referred to as "the Act") and the rules made thereunder for the financial year ended on **March 31, 2020**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. The status of compliance(s) of the provisions of the Act & Rules made there under, during the aforesaid financial year, is provided hereunder:
 1. As per the information available on official website of Ministry of Corporate Affairs, the status of the Company is active and the Company continues to be a listed public company, limited by shares and having its registered office at Unit 701A, 7th Floor, Tower 2, India bulls Finance Centre, Senapati Bapat Marg, Elphinstone Road, Mumbai - 400 013.
 2. The Company has maintained registers / records, , and made necessary entries within the time prescribed therefore,
 3. The Company has filed the forms and returns as stated in **Annexure 'A'** to this certificate, with the Registrar of Companies, Mumbai and IEPF Authority on the dates as detailed in the aforesaid Annexure. However, the Company has not filed any form or return with the Central Government, Regional Director, the National Company Law Tribunal, Court or other authorities during the period under review.
 4. The calling/ convening/ holding meetings of Board of Directors or its committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book/Registers maintained for the purpose and the same have been signed.
 5. The Company has not closed its Register of Members and Share Transfer Books during the period under review.

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6. The Company has not advanced any loan to its Directors and/or persons or firms or Companies referred in Section 185 of the Act, during the period under review.
7. As per the minutes of Audit Committee and other information provided to us, all the contracts/arrangements/ transactions entered with related parties, during the period under review, were in the ordinary course of business and at arms' length basis and do not attract provisions of Section 188 of the Act.
8. The Company has not issued, allotted and bought back any securities and there were no instances of redemption of preference shares or debentures, alteration or reduction of share capital, conversion of shares/ securities, during the period under review.
9. There were no transaction(s) necessitating the Company to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares, during the period under review.
10. The Company has not declared any dividend during the period under review. Further, as per the information furnished to us, Company had received a show-cause notice from Investor Education and Protection Fund ("IEPF") Authority on November 19, 2019 for non-transfer of eligible shares. Consequently, the Company transferred 352 (Three Hundred and Fifty-Two) shares to IEPF Authority during the said period; however, as informed to us, the unclaimed dividend in respect of these eligible shares was duly transferred to IEPF in the year 2009 and upon receipt of the show cause notice, the Company promptly transferred the eligible shares to IEPF Authority. Furthermore, in the reply to the said show-cause notice, it was submitted by the Company that the delay in non-transfer of eligible shares to IEPF was merely on account of different reading of the relevant rules at Company's end
11. The audited financial statements for the period under review were signed in accordance with the provisions of Section 134 of the Act and the Board's Report for the aforesaid period was also made and signed in accordance with the provisions of the Section 134(3), (4) & (5) of the Act. Further, the company has revised the Board's Report, which was earlier signed on June 23, 2020, for the period under review, due to a complaint received from an employee under the whistle blower policy of the company and revised Board's Report was signed on November 27, 2020. Consequently, the earlier AGM which was scheduled to be held on September 17, 2020 was held on December 29, 2020.
12. During the period under review:
 - i) The Company has requisite composition of Executive, Non-Executive and Independent Directors including Woman Independent Director on the Board of the Company;
 - ii) The appointment and cessation of director(s) and Key Managerial Personnel during the said period were carried out in compliance with provisions of the Act;
 - iii) The Company has complied with the provisions relating to appointment of Key Managerial Personnel(s) and their remuneration.



13. The Shareholders, at their Annual General Meeting held on September 12, 2019, on recommendation of the Board of Directors and Audit Committee approved appointment of M/s. B S R and Associates, Chartered Accountants [Firm Registration No. 128901W] with effect from July 11, 2019, in casual vacancy caused due to resignation of M/s Walker Chandiook & Co. LLP, Chartered Accountants.
- Further, B S R and Associates were appointed as the Statutory Auditor of the Company to hold office from the conclusion of the said AGM till the conclusion of AGM to be held in the calendar year 2024.
14. The Company hasn't obtained any approvals, during the period under review, from the Central Government, National Company Law Tribunal (NCLT), Regional Director, Registrar of Companies, Court or such other authorities prescribed under the various provisions of the Act.
15. In accordance with the signed Auditor's Report, the Company has not invited any deposits falling within the purview of relevant sections of the Act, during the period under review.
16. The Company has not made any borrowings, from its directors, members, public financial institutions and the borrowings made by the Company from other body corporate are in accordance with the applicable provisions of the Act. Further, the Company had duly filed relevant e-form CHG-4 for satisfaction of charges during the year under review.
17. In accordance with the Auditor's Report, there are no guarantees given or investments made by the Company which is not in compliance with Section 186 of the Act. Further, the Company did not grant any loan or provide any security to other bodies corporate or person, during the period under review falling under the purview of Section 186 of the Act.
18. The Company has not altered any of the clause(s) of Memorandum of Association and Articles of Association of the Company during the period under review.

Place: New Delhi
Date: 25-02-2021
UDIN : F010098B003556960

For RMG & Associates
Company Secretaries


CS Sachin Khurana
Partner

FCS: 10098; C.P. No.: 13212



Annexure 'A'

Forms and Returns as filed by the Company with the Registrar of Companies, Mumbai & IEPF Authority during the financial year ended on March 31, 2020:

Sl. No.	Form / Return	Under Section / Rule	Date of Filing	Whether filed within prescribed time	If delay in filing whether requisite additional fees paid or not
1.	Form INC-22A	Rule 25A	09/04/19	Yes	Not applicable
2.	Form DIR-12	Section 170 & Section 161	20/05/19	No	Yes
3.	Form DIR-12	Section 170	20/05/19	Yes	Not applicable
4.	Form DIR-12	Section 170 & Section 168	20/05/19	No	Yes
5.	Form MR-1	Section 196, Schedule V	06/06/19	Yes	Not applicable
6.	Form MGT-14	Section 179(3)	21/06/19	Yes	Not applicable
7.	Form ADT-1	Section 139	24/07/19	Yes	Not applicable
8.	Form CHG-4	Section 82	02/08/19	Yes	Not applicable
9.	Form INC-22	Section 12	08/08/19	Yes	Not applicable
10.	Form MGT-14	Section 179(3)	13/08/19	Yes	Not applicable
11.	Form IEPF-2	Rule 7(2B) of IEPF Rules	30/08/19	Yes	Not applicable
12.	Form MGT-14	Section 179(3)	18/09/19	Yes	Not applicable
13.	Form ADT-1	Section 139	25/09/19	Yes	Not applicable
14.	Form MGT-15	Section 121	27/09/19	Yes	Not applicable
15.	Form DIR-12	Section 170	09/10/19	Yes	Not applicable
16.	Form AOC-4 XBRL	Section 137	09/10/19	Yes	Not applicable
17.	Form BEN-2	Section 90	08/11/19	Yes	Not applicable
18.	Form BEN-2	Section 90	08/11/19	Yes	Not applicable
19.	Form BEN-2	Section 90	08/11/19	Yes	Not applicable
20.	Form BEN-2	Section 90	08/11/19	Yes	Not applicable
21.	Form BEN-2	Section 90	08/11/19	Yes	Not applicable
22.	Form BEN-2	Section 90	08/11/19	Yes	Not applicable
23.	Form MGT-7	Section 92	17/12/19	Yes	Not applicable
24.	Form IEPF-1A	Rule 5(4A) of the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2019	23/01/20	Yes	Not applicable
25.	Form MGT-14	Section 179(3)	06/02/19	Yes	Not applicable
26.	Form DIR-12	Section 170	06/02/19	Yes	Not applicable
27.	Form IEPF-4	Rule 6 of IEPF Rules	10/02/20	Yes	Not applicable
28.	Form DIR-12	Section 170	30/03/20	Yes	Not applicable

For RMG & Associates
Company Secretaries

S. Khurana
25/02/2021
CS Sachin Khurana
Partner



Place: New Delhi

Date: 25-02-2021

UDIN : F010098B003556960

FCS: 10098; C.P. No.: 13212