Form No. MGT-7

Form language

(•) English ( ) Hindi

Annual Return (other than OPCs and Small Companies)

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

सत्यमेव जयते

*All fields marked in * are mandatory*

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN): L22100MH1981PLC024052

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY): 01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY): 31/03/2025

(c) *Type of Annual filing: (•) Original ( ) Revised

(d) SRN of MGT-7 filed earlier for the same financial years:

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	NEXT MEDIAWORKS LIMITED	NEXT MEDIAWORKS LIMITED
Registered office address	Unit 701 A, 7th Floor, Tower 2, Indiabulls Finance Centre, Senapati Bapat Marg,Elphinstone,Road,NA,Mumbai,Mumbai City,Maharashtra,India,400013	Unit 701 A, 7th Floor, Tower 2, Indiabulls Finance Centre, Senapati Bapat Marg,Elphinstone,Road,NA,Mumbai,Mumbai City,Maharashtra,India,400013
Latitude details	18.9448	18.9448
Longitude details	72.8524	72.8524

(a) *Photograph of the registered office of the Company showing external building and name prominently visible: MGT 7 NMW reg office.pdf

(b) *Permanent Account Number (PAN) of the company: AA******2L

(c) *e-mail ID of the company: *****tor.communication@radioone.in

(d) *Telephone number with STD code: 02*******04

(e) Website | www.nextmediaworks.com

iv *Date of Incorporation (DD/MM/YYYY) | 12/03/1981

v (a) *Class of Company (as on the financial year end date) | Public company
(Private company/Public Company/One Person Company)

(b) *Category of the Company (as on the financial year end date) | Company limited by shares
(Company limited by shares/Company limited by guarantee/Unlimited company)

(c) *Sub-category of the Company (as on the financial year end date) | Indian Non-Government company
(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)

vi *Whether company is having share capital (as on the financial year end date) ◉ Yes ◯ No

vii (a) Whether shares listed on recognized Stock Exchange(s) ◉ Yes ◯ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

viii Number of Registrar and Transfer Agent | 1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400TG2017PLC117649	KFIN TECHNOLOGIES LIMITED	Ramky Selenium Building, Tower B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Rangareddy	INR000000221

ix * (a) Whether Annual General Meeting (AGM) held ◉ Yes ◯ No

(b) If yes, date of AGM (DD/MM/YYYY) | 24/09/2025

(c) Due date of AGM (DD/MM/YYYY) | 30/09/2025

(d) Whether any extension for AGM granted ◯ Yes ◉ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities: 0

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

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

i *No. of Companies for which information is to be given: 2

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1	U74899DL1927PLC000155		THE HINDUSTAN TIMES LTD	Holding	0
2	L22121DL2002PLC117874		HT MEDIA LIMITED	Holding	51

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	80000000.00	66892908.00	66892908.00	66892908.00
Total amount of equity shares (in rupees)	800000000.00	668929080.00	668929080.00	668929080.00

Number of classes: 1

Class of shares: 1	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	80000000	66892908	66892908	66892908
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	800000000.00	668929080.00	668929080	668929080

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	1877	66891031	66892908.00	668929080	668929080	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify NA	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify NA	0	0	0.00	0	0	
At the end of the year	1877.00	66891031.00	66892908.00	668929080.00	668929080.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify NA	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify NA	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

ii Details of stock split/consolidation during the year (for each class of shares) 0

Class of shares		
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

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes: 0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible 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
Total				

(b) Partly convertible debentures

*Number of classes: 0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible 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
Total				

(c) Fully convertible debentures

*Number of classes: 0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible 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
Total				

(d) Summary of Indebtedness

Particulars	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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

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 | -249871889

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	10715043	16.02	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	39446264	58.97	0	0.00

10	Others			0	0.00
	Total	50161307.00	74.99	0.00	0

Total number of shareholders (promoters) 6

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	10171812	15.21	0	0.00
	(ii) Non-resident Indian (NRI)	133566	0.20	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	1636409	2.45	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	4775962	7.14	0	0.00

10	Others Trust & IEPF	13852	0.02	0	0.00
	Total	16731601.00	25.02	0.00	0

Total number of shareholders (other than promoters) 16816

Total number of shareholders (Promoters + Public/Other than promoters) 16822.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	0
2	Individual - Male	0
3	Individual - Transgender	0
4	Other than individuals	16822
	Total	16822.00

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 BANYAN PARTNERS	9 West 57th Street Suite 5000 Newyork NY	01/04/2011	India	182545	0.27
ACACIA PARTNERS, LP	9 West 57th Street Suite 5000 Newyork NY	01/04/2011	India	907065	1.36
ACACIA II PARTNERS, LP	IFS COURT TWENTY EIGHT CYBERCITY	01/04/2011	India	72906	0.11
ACACIA INSTITUTIONAL PARTNERS, LP	9 West 57th Street Suite 5000 NewYork NY	01/04/2011	India	473893	0.71

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	6	6

Members (other than promoters)	15069	16816
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	0	0	0	0	0	0
B Non-Promoter	0	6	0	5	0.00	0.00
i Non-Independent	0	3	0	3	0	0
ii Independent	0	3	0	2	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and 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	0	6	0	5	0.00	0.00

*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 shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
SAMUDRA BHATTACHARYA	02797819	Director	0	

SAMEER SINGH	08138465	Director	0	
LLOYD MATHIAS	02879668	Director	0	15/04/2025
SANDEEP RAO	08711910	Director	0	
SUCHITRA RAJENDRA	07962214	Director	0	15/04/2025
SONALI MANCHANDA	AKYPA8921E	Company Secretary	0	
RAMESH MENON	AHXPM3214G	CEO	0	16/04/2025
AMIT MADAAN	AJZPM9159Q	CFO	0	16/04/2025

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year 2

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
PRAVEEN SOMESHWAR	01802656	Director	28/02/2025	Cessation
SAMEER SINGH	08138465	Director	17/01/2025	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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	24/09/2024	15630	52	51.02

B BOARD MEETINGS

*Number of meetings held 4

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	03/05/2024	6	6	100
2	23/07/2024	6	6	100
3	25/10/2024	6	6	100
4	17/01/2025	6	6	100

C COMMITTEE MEETINGS

Number of meetings held | 8

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Nomination and Remuneration Committee	17/01/2025	3	2	66.67
2	Nomination and Remuneration Committee	03/05/2024	3	3	100
3	Audit Committee	25/10/2024	4	4	100
4	Audit Committee	17/01/2025	4	4	100
5	Stakeholders Relationship Committee	17/01/2025	3	3	100
6	Audit Committee	03/05/2024	4	4	100
7	Audit Committee	10/06/2024	4	4	100
8	Audit Committee	23/07/2024	4	4	100

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	24/09/2025 (Y/N/NA)
1	SAMUDRA BHATTACHARYA	4	4	100	0	0	0	Yes
2	SAMEER SINGH	4	4	100	7	6	85	Yes
3	SANDEEP RAO	4	4	100	1	1	100	Yes
4	LLOYD MATHIAS	4	4	100	5	5	100	No
5	SUCHITRA RAJENDRA	4	4	100	8	8	100	No

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered: 0

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
	Total		0.00	0.00	0.00	0.00	0.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered: 1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Sonali Manchanda	Company Secretary	2028613	153188	0	0	2181801.00
	Total		2028613.00	153188.00	0.00	0.00	2181801.00

C *Number of other directors whose remuneration details to be entered: 3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Sameer Singh	Director	0	0	0	650000	650000.00

2	Suchitra Rajendra	Director	0	0	0	850000	850000.00
3	Lloyd Mathias	Director	0	0	0	700000	700000.00
	Total		0.00	0.00	0.00	2200000.00	2200000.00

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 (DD/MM/YYYY)	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 (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder: 16822

XIV Attachments

(a) List of share holders, debenture holders	NMWL - MGT7 Validation File 31.03.2025.xlsm
(b) Optional Attachment(s), if any	Signed attachments_compressed (1).pdf

XV 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.

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 applicable provisions of the Act during the financial year.

(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
(d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of NEXT MEDIAWORKS LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:
A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
1 its status under the Act;
2 maintenance of registers/records & making entries therein within the time prescribed therefor;
3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, 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 and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5 closure of Register of Members / Security holders, as the case may be.
6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7 contracts/arrangements with related parties as specified in section 188 of the Act;
8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor

Education and Protection Fund in accordance with section 125 of the Act;
11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15 acceptance/ renewal/ repayment of deposits;
16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by MALAVIKA BANSAL Digitally signed by MALAVIKA BANSAL

Name: Malavika Bansal

Date (DD/MM/YYYY): 17/12/2025

Place: New Delhi

Whether associate or fellow:

○ Associate ◉ Fellow

Certificate of practice number: 9*5*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person: 08711910

*(b) Name of the Designated Person: SANDEEP RAO

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 9.12 dated* (DD/MM/YYYY) 08/05/2018 to sign this form and declare that all the requirements of 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.

***To be digitally signed by** Samudra Bhattacharya

*Designation
(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))
Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator
0*7*7*1*

***To be digitally signed by** Sonali Manchanda

(●) Company Secretary (○) Company secretary in practice

*Whether associate or fellow:

(○) Associate (●) Fellow

Membership number 7*8*

Certificate of practice number

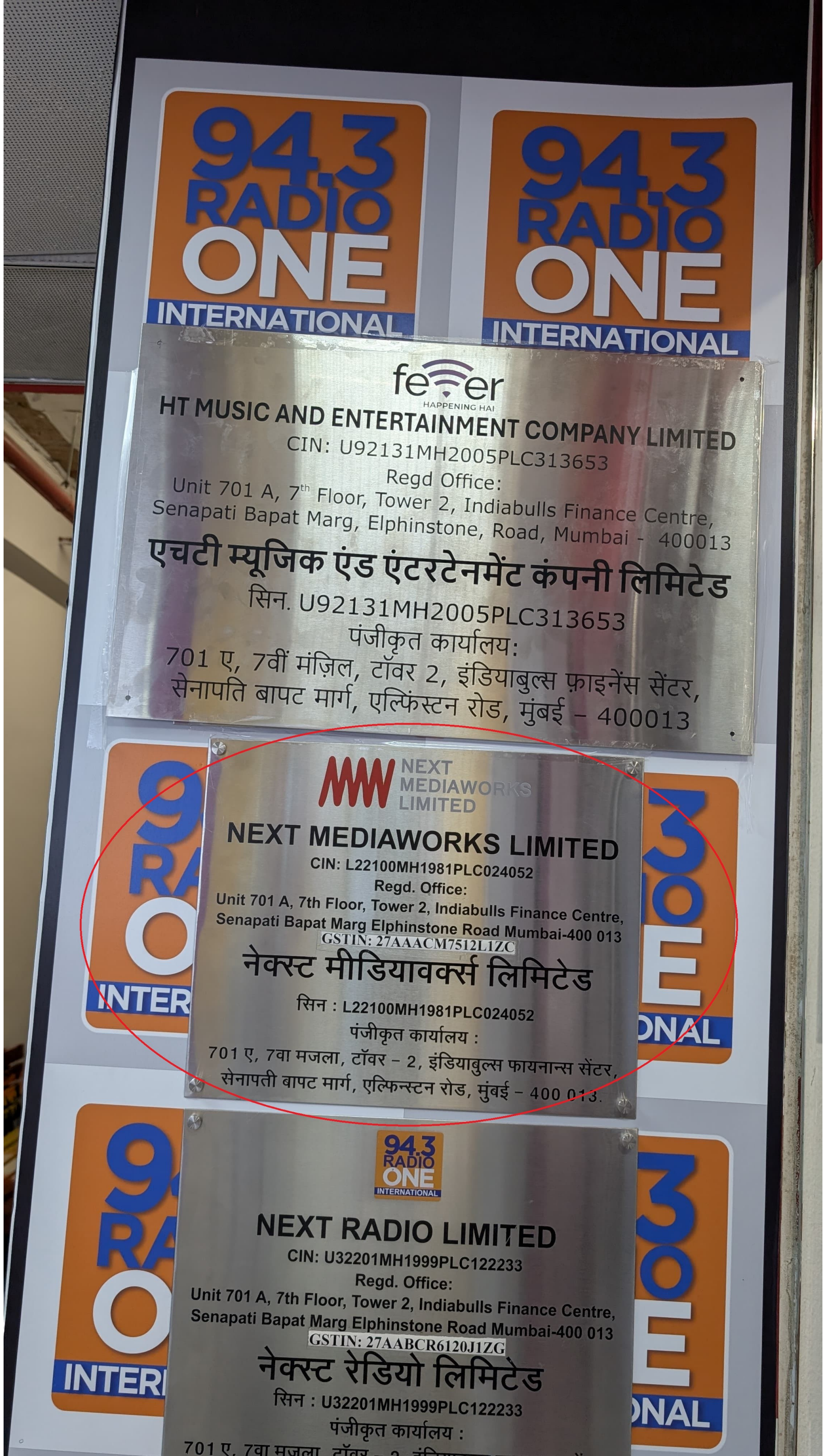
Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN) AC0005193

eForm filing date (DD/MM/YYYY) 27/12/2025

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


94.3 RADIO ONE INTERNATIONAL
94.3 RADIO ONE INTERNATIONAL
fever
HAPPENING HAI
HT MUSIC AND ENTERTAINMENT COMPANY LIMITED
CIN: U92131MH2005PLC313653
Regd Office:
Unit 701 A, 7th Floor, Tower 2, Indiabulls Finance Centre,
Senapati Bapat Marg, Elphinstone, Road, Mumbai - 400013
एचटी म्यूजिक एंड एंटरटेनमेंट कंपनी लिमिटेड
सिन. U92131MH2005PLC313653
पंजीकृत कार्यालय:
701 ए, 7वीं मंज़िल, टॉवर 2, इंडियाबुल्स फ़ाइनेंस सेंटर,
सेनापति बापट मार्ग, एल्फिंस्टन रोड, मुंबई - 400013
NEXT MEDIAWORKS LIMITED
NEXT MEDIAWORKS LIMITED
CIN: L22100MH1981PLC024052
Regd. Office:
Unit 701 A, 7th Floor, Tower 2, Indiabulls Finance Centre,
Senapati Bapat Marg Elphinstone Road Mumbai-400 013
GSTIN: 27AAACM7512L1ZC
नेक्स्ट मीडियावर्क्स लिमिटेड
सिन : L22100MH1981PLC024052
पंजीकृत कार्यालय :
701 ए, 7वा मजला, टॉवर - 2, इंडियाबुल्स फायनान्स सेंटर,
सेनापती बापट मार्ग, एल्फिन्स्टन रोड, मुंबई - 400 013.
94.3 RADIO ONE INTERNATIONAL
NEXT RADIO LIMITED
CIN: U32201MH1999PLC122233
Regd. Office:
Unit 701 A, 7th Floor, Tower 2, Indiabulls Finance Centre,
Senapati Bapat Marg Elphinstone Road Mumbai-400 013
GSTIN: 27AABCR6120J1ZG
नेक्स्ट रेडियो लिमिटेड
सिन : U32201MH1999PLC122233
पंजीकृत कार्यालय :

CS Malavika Bansal, FCS
E-2, First Floor | Moti Nagar | New Delhi | 110015
M +91 98733 18440 | E malavikabansalcs@gmail.com

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

I have examined the registers, records and books and papers of **Next Mediaworks Limited** having **CIN: L22100MH1981PLC024052** (hereinafter referred to as the "Company") as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the Financial Year ended on **31st March, 2025** ("period").

In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers, and agents, I hereby certify that:

A. This 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 thereunder, during the aforesaid Financial Year, is provided hereunder:

1. As per the information available on the website of Ministry of Corporate Affairs ("MCA"), the status of the Company is Active Compliant and the Company continues to be a Listed Public Company, limited by shares and having its registered office at Unit 701 A, 7th Floor, Tower 2, Indiabulls Finance Centre, Senapati Bapat Marg, Elphinstone, Road, Mumbai-400013 and corporate office situated at 5th Floor Lotus Tower, A Block Community Centre, New Friends Colony, New Delhi-110025.

2. As per the information furnished to me, the Company has maintained registers/records & made necessary entries in accordance with the applicable provisions of the Act;

3. The Company has filed necessary forms and returns as stated in the Annual return with the Ministry of Corporate Affairs (Registrar of Companies, Mumbai). The Company has also paid additional fees imposed by Ministry of Corporate Affairs, if there was any delay in filing the form. Further, as per the information provided to us the Company has not filed any form(s) or return(s) with the Central Government, Regional Director, National Company Law Tribunal or other authorities & court as per the provisions of Companies Act, 2013, during the period under review.

4. The company has called, convened and held meetings of the Board of directors and its committees and the meetings of the Members of the Company on such dates as stated in the Annual return, as per the Act in respect of which, the proper notices were given and the proceedings including circular resolutions have been properly recorded in the minute book/registers maintained for the said purpose, and the same has been signed.

5. As per the information provided to me, the Company was not required to close its register of members/security holders, during the period under review.

6. As per the information provided to me and based on the Audited Financial Statements, the Company has not given any loans/advances to its directors and/or persons or firms or companies referred in

Malavika Bansal
New Delhi
Practising Company Secretary

Section 185 of the Companies Act, 2013.

7. The contracts/arrangements/agreements/transactions entered by the company with related parties during the period under review were in the ordinary course of business and on the arm's length basis and in compliance with terms of the provisions of section 188 of the Companies Act, 2013 to the extent applicable;

8. During the period under review, there is no issue or allotment or transfer or transmission or buy back of securities/redemption of preference shares or debentures/alteration or reduction of share capital/conversion/transfer or transmission of shares/securities. The paid-up share capital of the Company was INR 66,89,29,080/- (Rupees Sixty Six Crore Eighty Nine Lacs Twenty Nine Thousand and Eighty only) divided into 6,68,92,908 (Six Crore Sixty Eight Lacs Ninety Two Thousand Nine Hundred and Eight) equity shares of INR 10/- (Indian Rupees Ten) each.

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, instances of transfer of unpaid/ unclaimed dividend/other amounts to the Investor Education and Protection Fund (IEPF) in accordance with Section 125 of the Act are not applicable to the Company.

11. The audited financial statement was prepared for the period under review and were signed in accordance with the provisions of section 134 of the Companies Act, 2013 and the board's report for the Financial Year 2024-25 was also in accordance with the provisions of the section 134(3), (4) & (5) of the Companies Act, 2013.

12. During the period under review, the Company has complied with the provisions related to Disclosures of Directors of the Company, retirement, appointment/re-appointments of the Directors, filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and their remuneration to the extent applicable.

Further during the period under review, the following changes in the composition of Board of Directors and Key Managerial Personnel took place:

a) Mr. Sameer Singh, Independent Director has been re-designated as Non-Executive Non-Independent Director of the Company with effect from 17th January, 2025
b) Mr. Praveen Someshwar, Director has resigned from the position of Director with effect from 28th February, 2025.

13. During the period under review, the Company has duly complied with the provisions of Section 139 of the Companies Act, 2013.

The current term of the Statutory Auditor, M/s. B S R and Associates, Chartered Accountants (Firm registration No.: 128901W), expired upon conclusion of Annual General Meeting held on 24th September, 2024. Accordingly the Company had appointed M/s S.R. Batliboi & Associates LLP,

Malavika Bansal
New Delhi
Practicing Company Secretary

CS Malavika Bansal, FCS
E-2, First Floor | Moti Nagar | New Delhi | 110015
M +91 98733 18440 | E malavikabansalcs@gmail.com

Chartered Accountants, as the Statutory Auditors of the Company for a period of 5 years at the said Annual General Meeting.

14. As per the information furnished to me, during the period under review, the Company was not required to take the necessary approvals from the Registrar of Companies, Regional Director, National Company Law Tribunal (NCLT) or such other authorities as prescribed under the various provisions of the Act.

15. As per the information furnished to me and in accordance with the Auditor's Report, the Company has not invited any deposits falling within the purview of relevant Sections of the Companies Act, 2013 during the period under review.

16. The details of borrowing have been disclosed in the Financial Statements of the Company prepared for the period under review. Further, as confirmed by the Management of the Company, the Company has not borrowed any secured fund including short term inter-corporate loan, from its Directors, Members, banks, public financial institutions and others accordingly instances for creation/modification/satisfaction of charges are not applicable.

17. As per the information furnished to me and in accordance with the Auditor's Report of the Company for the period under review the loans and investments or guarantees given or providing of securities to other bodies corporate or persons, during the Financial Year are in accordance with the provisions of Section 186 of the Companies Act, 2013 and consequently no register has been kept for this purpose;

18. During the period under review, the Company has not altered its Memorandum of Association (MOA) and/ or Articles of Association (AOA) of the Company.

19. Next Radio Limited ('NRL') subsidiary of the Company has issued 21,20,00,453 equity shares of INR 10/- each to HT Media Limited ('HTML') consequent to exercise of the conversion right in respect of the outstanding loan owed by NRL to HTML, as on 31st December, 2024 amounting to INR 2,12,00,04,536/- (Rupees Two Hundred Twelve Crore Four Thousand Five Hundred and Thirty Six only). Pursuant to the said allotment, NRL has ceased to be the subsidiary of the Company with effect from 07th February, 2025.

Signature:

Malavika Bansal
New Delhi
Practicing Company Secretary

Malavika Bansal
Practicing Company Secretary
COP No.: 9159
Peer Review no.- 5419/2024

Date: 17.12.2025
Place: New Delhi
UDIN: F008231G002476611

CS Malavika Bansal, FCS
E-2, First Floor | Moti Nagar | New Delhi | 110015
M +91 98733 18440 | E malavikabansalcs@gmail.com

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]

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In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers, and agents, I hereby certify that:

A. This 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 thereunder, during the aforesaid Financial Year, is provided hereunder:

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Malavika Bansal New Delhi Practising Company Secretary

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New Delhi
Practising Company Secretary

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M +91 98733 18440 | E malavikabansalcs@gmail.com

Chartered Accountants, as the Statutory Auditors of the Company for a period of 5 years at the said Annual General Meeting.

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Signature:

Malavika Bansal
New Delhi
Practicing Company Secretary

Malavika Bansal
Practicing Company Secretary
COP No.: 9159
Peer Review no.- 5419/2024

Date: 17.12.2025
Place: New Delhi
UDIN: F008231G002476611

KFINTECH
EXPERIENCE TRANSFORMATION

Toll Free Number: 1800 3094 001
Tel. No: +91 22 4617 0911

Date: 24 December, 2025

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

Kind Atten: Ms. Sonali Manchanda

Sub: **Confirmation of number of shareholders as on March 31, 2025 of Next Media Works Limited**

This is to confirm that the total number of shareholders as per Register of Members of Next Mediaworks Limited, as on March 31, 2025 are 17,078. However, the total number of Shareholders for the purpose of field no. VI of MGT – 7, are 16,822.

The difference arises because, in the Register of Members, certain shareholders are counted as a single shareholder since their holdings are consolidated on the basis of a common PAN. In contrast, the MGT-7 system counts such folios separately, resulting in a higher number of shareholders.

This is for your information and record.

Yours faithfully,
For KFIN Technologies Limited

D Suresh Babu
Sr. Manager

KFin Technologies Limited

Operations Centre:
KFin Technologies Limited, Selenium, Tower B, Plot No-31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500032, Telangana, India.

Registered Office:
KFin Technologies Limited, 301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai - 400 070, Maharashtra

CIN: L72400MH2017PLC444072

NEXT MEDIAWORKS LIMITED
Corporate Office: 5th Floor, Lotus Tower,
A- Block, Community Centre,
New Friends Colony, New Delhi- 110025
Tel.: 011-66561234

Date: December 26, 2025

To,
The Registrar of Companies,
Mumbai,
Ministry of Corporate Affairs,
Government of India

Respected Sir/Madam,

We, Next Mediaworks Limited ('Company'), would like to submit that in the Annual Return (i.e. e-form MGT-7) at Point VI and VII, the number of shareholders for the Financial Year ended 31*st* March, 2025 and 31*st* March, 2024 has been disclosed on PAN-consolidated basis.

However, the list of shareholders for the FY 2025 attached to Form MGT-7 has been prepared without PAN consolidation, as the form mandatorily requires disclosure of shareholders on the basis of Folio Number / DP ID–Client ID.

Accordingly, the difference between the number of shareholders disclosed on a PAN-consolidated basis and the actual number of shareholders without PAN consolidation arises due to certain shareholders maintaining multiple demat accounts under a single PAN for holding shares.

Further, please find below the details of the number of shareholders:

Financial Year	PAN Consolidated Basis	Without PAN Consolidation Basis (Actual number of shareholders)
31*st* March, 2025	16,822	17,078
31*st* March, 2024	15,075	15,318

Also, in the mandatory fields- in point VI C Details of Foreign institutional investors' (FIIs) holding shares of the company, date of Incorporation and Country of Incorporation-have been filled with non-factual data, since such details are not available with the Depositories/RTA and are therefore, not included in the attached list of FIIs.

Would request you to kindly take the above information on record.

Thanking you,
Your Sincerely

For Next Mediaworks Limited

Sonali
Manchanda

Sonali Manchanda
(Company Secretary)
Mem. No. F7283

CIN: L22100MH1981PLC024052
Regd. Office: Unit 701 A, 7th Floor, Tower-2, Indiabulls Finance Centre, Senapati Bapat Marg, Elphinstone Road, Mumbai 400 013 Tel.: +91 22 44104104 | Website: www.nextmediaworks.com | E-mail: Investor.communication@radioone.in

KFINTECH
EXPERIENCE TRANSFORMATION

Toll Free Number: 1800 3094 001
Tel. No: +91 22 4617 0911

Date: 26th December, 2025

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

Kind Atten: Ms. Sonali Manchanda

Sub: **<u>Confirmation regarding non-availability of Certain data required to be filed for MGT – 7</u>**

With reference to the captioned subject, we hereby confirm that the following details to be filed for MGT – 7 are not available in our system records.

1. Gender – wise classification of shareholders; and
2. Date of Incorporation of Foreign Portfolio Investors (FPI)/ Foreign Institutional Investors (FII).

This confirmation is issued at your specific request and is based on the data available in our system as the Share Transfer Agent.

Yours faithfully,
For KFIN Technologies Limited

K V S Gopala Krishna
Asst. Vice President

KFin Technologies Limited

Operations Centre:
KFin Technologies Limited, Selenium, Tower B, Plot No 31 & 32

Registered Office: