

Consolidated Scrutinizer's Report
[Pursuant to Section 108 of the Companies Act, 2013 and Companies
(Management and Administration) Rules, 2014, as amended]

To

The Chairman of the 10th Annual General Meeting of the Equity Shareholders of **MADHYA PRADESH TODAY MEDIA LIMITED** held on Tuesday 29th September, 2020 at 2.00 p.m. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

Dear Sir,

I, Shri Hemant S Shetye, Partner of M/s HS Associates, Company secretary in practice have been appointed as Scrutinizer by the Board of Directors of MADHYA PRADESH TODAY MEDIA LIMITED. (the Company) vide Board Resolution dated 3rd September, 2020 for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 3rd September, 2020 ("Notice") calling 10th Annual General Meeting of its Equity Shareholders ("the Meeting"/"AGM"). The AGM was convened on Tuesday 29th September, 2020 at 2.00 p.m. by Video Conferencing (VC) / Other Audio-Visual Means (OAVM). The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with the relevant rules under the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As Scrutinizer, I've to scrutinize:

- (i) Process of e-voting from a place other than the venue of the Meeting ("**remote e-voting**") under the provisions of Section 108 of the Act read with Rule 20 of the Rules; and
- (ii) Process of e- voting during the course of the Meeting under the provisions of Section 108 of the Act read with Rules 20 of the Rules.

In view of the outbreak of the COVID-19 pandemic and Social distancing guidelines the AGM was held through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) pursuant to Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively, issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 issued by the Securities and Exchange Board of India, wherein physical attendance of members was not required and the facility to appoint proxy to attend and cast vote for the members was not be available at the AGM.



HS ASSOCIATES

Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the rules made thereunder and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM.

Scrutinizer's Responsibility

My responsibility as Scrutinizer for e-voting process (i.e. by remote e-voting and e-voting during the course of AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL) the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and records produced to me for my verification.

Cut-off date

The Equity Shareholders of the Company as on the "cut-off" date, i.e., 22nd September, 2020 were entitled to vote on the resolutions (item nos. 01 to 03 as set out in the Notice calling the AGM).

I submit herewith my Consolidated Scrutinizer's Report on the results of the remote e-voting and E-voting during course of the Meeting, based on the reports generated by Central Depository Services Limited (CDSL) and relied upon by me as under: -

Item No. of the Notice (i)	Votes in favour of the resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Number of Shares Nos. (ii)	As a % of total number of valid votes (Favour and Against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v=iv/ (ii+iv)* 100)	
Item No. 1: Ordinary Resolution	24,44,000	100.00	-	-	NA
To receive, consider and adopt the Audited Accounts for the year ended March 31, 2020 along with notes and schedules thereon as on that date and the reports of Directors and Auditors thereon.					



HS ASSOCIATES

Item No. 2- Ordinary Resolution	24,44,000	100.00	-	-	NA
To consider appointment of a Director in place of Mr. Kaustubh Dixit (DIN: 07219025) who retires by rotation and being eligible, offers himself for reappointment.					
Item No. 3- Ordinary Resolution	#12,14,040	100.00	-	-	12,29,960
Reappointment of Mr. Shantanu Dixit [DIN: 03146408] as the Whole- Time Director cum CFO of the Company					

Note: #This Resolution pertains to re-appointment of Mr. Shantanu Dixit as a Whole-Time Director cum CFO of the Company on remuneration of Rs. 3,00,000 (Three Lakhs) per month, who is a part of Promoter Group. Therefore, voting of Mr. Shantanu Dixit was considered as invalid and not included in total votes in favour of the resolution, by me in the said resolution.

The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Restriction on Use

This report has been issued at the request of the Company for (i) submission to National Stock Exchange, (ii) placing on website of the Company and (iii) website of Central Depository Services Limited (CDSL). This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or in to whose hands it may come without my prior consent in writing.

All the aforesaid resolutions from number 1 to 3 (all inclusive) were passed by unanimously

Thanking you,

For HS Associates,
Company Secretaries,

HEMANT SHETYE
Partner

FCS. - 2827

CP No. - 1483

Date: 29th September 2020

Place: -Mumbai

ICSI UDIN: F002827B000801900



Witness

1. Kunal Sakpal

2. Prathamesh Gaonkar