

03rd September, 2019

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

Sub: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

**Ref: Symbol : MPTODAY
Series : SME**

Dear Sir,

Pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, This is to inform you that an Annual General Meeting ("AGM") of Members of Madhya Pradesh Today Media Limited will be held on Friday, 27th September, 2018 at 02:00 P.M. at Plot No. 5, Press Complex, Zone-I, M.P. Nagar, Bhopal-462 011, Madhya Pradesh, India, to transact the business set out in the AGM Notice dated 28th August, 2019. The copy of an AGM notice is attached.

Further, we would like to inform you that Pursuant to the Regulation 44 of SEBI (Listing obligation and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide to its shareholders, the facility to exercise their right to vote by electronic means. The Business to be transacted at the AGM may also be transacted through Electronic means. The Company has already entered into an agreement with Central Depository Services (India) Limited ("CDSL") for facilitating e-voting. The facility is available to the shareholders holding shares as on Friday, 20th September, 2019 (cut-off date for E-Voting) who will be entitled to cast their votes during the e-voting period begin on Monday, September 23, 2019 at IST 9.00 a.m. and ends on Friday, September 26, 2019 at IST 5.00 p.m.

You are requested to kindly take the same on your record.

Thanking You,
Yours Faithfully,

For Madhya Pradesh Today Media Limited


Anuj Agrawal
Company Secretary & Compliance Officer
cs@pradeshtoday.org



Madhya Pradesh Today Media Ltd.

CORPORATE OFFICE : Plot No.-5, Press Complex Zone-1 MP Nagar, Bhopal-11 Ph. 0755-3095555, 3095500 **INDORE** : Balarao Engle Parisar, MTH Compound, Indore Press Club, MG Road, Indore Ph.:0731-3024651 **JABALPUR** : Block No.-7, Second Floor, JDA Building, Civic Center, Jabalpur Ph. 0761-3071300 **GWALIOR** : Sada Bhawan, City Centre Gwalior (MP) Ph. 0751-3056500 **UJJAIN** : 10 Kalidas Marg, Near AK Building, Maksi Road, Ujjain (MP) Ph.: 0734-255511 **KATNI** : Prem Ramayan samaj Bhawan, Barhi Road, Katni (MP) **REWA** : 8/216, Anand Nagarm Bodabagh, Rewa (MP) **CHHINDWARA** : Patni News Agency, Sukludana Seoni Road, Chhindwara (MP) **SAGAR** : Banglow No. 01, Sadar Bazar, Sagar, Pin-470002 (MP) Ph.: 07582-422121 **RAIPUR** : 22/403, Ashok Ratan, Vishansabha Road, VIP Estate, Raipur (CG) Ph.:0771-2236981 **DELHI** : 18, Bank Enciave, Gita Nagar, New Delhi **MUMBAI** : 408, 4th Floor, Land Mark Building, Opp. Raheja Classic Complex, New Link Road, Andheri (W) Mumbai-400053, Ph.: 022-26740076 **AHMEDABAD** : M-301, 4th Floor, Shilalekh Tower, Opp. Shahibaugh Police stadium Shahibaugh Ahmedabad (Gujrat) **JAIPUR** : 10-11 Natraj Nagar, Imli Phadtak, Jaipur (Rajasthan)

MADHYA PRADESH TODAY MEDIA LIMITED

Registered office: Plot No.5, Press Complex, Zone - I, M. P. Nagar, Bhopal - 462 011

Website: www.pradeshtoday.com Email Id: cs@pradeshtoday.org,

Phone: 0755-30955555, 3095500

CIN: L22120MP2010PLC024758

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 9th**Annual General Meeting of Madhya Pradesh Today Media Limited** will be held on Friday the September 27, 2019 at the Registered Office of the Company situated at Plot No. 5, Press Complex, Zone-I, M.P. Nagar, Bhopal-462 011, Madhya Pradesh, India at 02:00 P.M.to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Directors and Auditors thereon.
2. To confirm the payment of Interim Dividend for the financial year 2018-19.
3. To consider appointment of a Director in place of Mr. Shantanu Dixit (DIN: 03146408) who retires by rotation and being eligible, offers himself for reappointment.
4. To consider and if thought fit to pass, with or without modification, the following resolution as a Special Resolution:

Alteration of Memorandum of Association as per the provisions of the Companies Act, 2013:

“RESOLVED THAT pursuant to the provisions of Section 4, 13, 15 and any other applicable provisions of the Companies Act, 2013 (“the Act”), the Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the Table A of the Schedule I of the Act, and Subject to the approval of other Competent authorities, as may be required, consent of the members be and is hereby accorded for alteration in the Memorandum of Association of the Company as per the following:

1. Deletion of the clause III part (A) heading of the Memorandum of Association and replaced by new heading as reproduced below:
A. THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:-
2. Deletion of the Clause III Part (B) heading of the Memorandum of association and replaced by new heading as reproduced below:

A. MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE:

3. The existing Part C i.e. "OTHER OBJECTS" Clauses of the Memorandum of Association of the Company be deleted and all the clauses shall be renumbered from 1 to 21 (both inclusive) of revised Memorandum of Association of the Company.
4. Deletion of the Clause IV of the Memorandum of Association and replaced by new Clause IV as reproduced below:

The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient in order to give effect to this Resolution."

**By Order of the Board of Directors
For Madhya Pradesh Today Media Limited**

**Sd/-
Anuj Agarwal
(Company Secretary)**

**Place: Bhopal
Date: August 28th, 2019**

**Registered Office:
Plot No.5, Press Complex, Zone - I, M. P. Nagar,
Bhopal - 462 011**

NOTES:

1. The ordinary resolution for ratification of Statutory Auditor is not proposed as pursuant to the Companies(Amendment) Act, 2017, the same is omitted w.e.f 7thMay, 2018.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF.**A proxy need not be a member of the Company. Proxies in order to be effective must be received by the Company at its Registered Office not later than forty-eight hours before the Commencement of the meetings. Proxies submitted on behalf of companies, societies etc. must be supported by an appropriate resolution / authority, as applicable. A person shall not act as Proxy for more than 50 members and holding in the aggregate not more than 10 percent of the total voting share capital of the Company. However, a single person may act as a proxy for a member holding more than 10 percent of the total voting share capital of the Company provided that such person shall not act as a proxy for any other person.
3. Every member entitled to vote at the 9th Annual General Meeting (AGM) of the Company can inspect the proxies lodged at the Company at any time during the business hours of the Company during the period beginning twenty-four hours before the time fixed for the commencement of the 9th and ending on the conclusion of the meeting. However, a prior notice of not less than 03 (Three) days in writing of the intentions to inspect the proxies lodged shall be required to be provided to the Company.
4. The Company has notified closure of Register of Members and Share Transfer Books from Saturday, 21stSeptember, 2019 toFriday, 27thSeptember, 2019 (both days inclusive)Books for the purpose of 9thAnnual General Meeting of Madhya Pradesh Today Media Limited.
5. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business to be transacted at the 9th AGM as set out in the Notice is annexed hereto.
6. A route map showing directions to reach the venue of the 9thAGM is given along with this Annual Report as per requirement of the Secretarial Standards – 2 on General Meeting.
7. The Securities Exchange Board of India (SEBI) has mandated submission of Permanent Account (PAN) every participant in Securities market. Members holding shares in electronic form are, therefore, requested to submit PAN to their Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to **M/s. Bigshare Services Pvt. Ltd.**
8. Corporate members intending to send their authorised representatives to attend the 9thAGM are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the 9thAGM.

9. In case of joint holders attending the 9thAGM, only such joint holder who is higher in the order of names will be entitled to vote.
10. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, during business hours up to the date of the 9thAGM.
11. In accordance with the provisions of Section 101 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014, this Notice and the Annual Report of the Company for the Financial Year 2018 ~ 2019 are being sent by e-mail to those Members who have registered their e-mail address with the Company's Registrars and Share Transfer Agents (RTA) (in respect of shares held in physical form) or with their Depository Participants (DPs) (in respect of shares held in electronic form) and made available to the Company by NSDL and CDSL.
12. Members are advised to register / update their address, e-mail addresses to their DPs in case of shares held in electronic forms and to the Company's RTA in case of shares held in physical form for receiving all communications, including Annual Report, Notices, Circulars, etc. from the Company.
13. Members desiring any relevant information on accounts at the 9thAGM are requested to write to the Company well in advance to ensure that such requests reach the Company's registered office at least 7 days before the date of the 9thAGM, so as to enable the Company to keep the information ready.
14. Entry to the venue will be strictly regulated by the attendance slip which is annexed to the proxy form. Members are requested to produce the attendance slip duly signed along with photo identity proof i.e. PAN Card / Driving license / Passport Copy, if any, at the entrance of venue.
15. Members holding shares in physical form and desirous of making a nomination in respect of their shareholdings in the Company, as permitted under Section 72 of the Companies Act, 2013 read with Rule 19 of Companies (Share Capital & Debentures) Rules, 2014, may fill SH-13 and send the same to the office of RTA of the Company. In case of shares held in dematerialized form, the nomination / change in nomination should be lodged with their DPs.
16. Members, who hold shares in:
 - a). Multiple De-mat accounts and/ or
 - b). One or more folios in physical form are advised to consolidate their holdings in single Demat account.
17. Members are requested to correspond with RTA for all matters relating to shareholding in the Company.
18. Members please note that as a measure of economy, copies of the 9thAnnual Report will not be distributed at the 9thAGM venue.
19. Prevention of Frauds: You are advised to exercise due diligence and notify your DP of any change in address, stay abroad or demise of any shareholder as soon as

- possible. Do not leave your Demat account dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified.
20. Confidentiality of Security Details: Do not disclose your Folio Nos. / DP ID / Client ID to unknown persons. Do not hand over signed blank transfer deeds, delivery instruction slips to any unknown persons.
 21. Dealing of Securities with Registered Intermediaries: Members must ensure that they deal with only SEBI registered intermediaries and must obtain a valid contract note / confirmation memo from the broker / sub-broker, within 24 hours of execution of the trade and it should be ensured that the Contract Note / Confirmation Memo contains order no., trade no., trade time, quantity, price and brokerage.
 22. Members can opt for one mode of voting i.e. either by physical Assent / Dissent or through e-voting. If Members opt for e-voting then do not vote by Physical Assent / Dissent or vice versa. However, in case Members cast their vote both by Physical Assent / Dissent and e-voting, then voting done through e-voting shall prevail and voting done by Physical Assent / Dissent will be treated as invalid.
 23. In terms of the provisions of Section 107 of the Companies Act, 2013, since the resolutions as set out in this Notice are being conducted through e-voting or physical Assent / Dissent, the said resolutions will not be decided on a show of hands at the 9thAGM. The voting right of all shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date i.e. Friday the September 20th, 2019, may cast their vote electronically.
 24. In Compliance with the provisions of Section 108 of the Act and the Rules framed thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements [LODR]), Regulations, 2015 hereinafter referred to as "Listing Regulations (including any statutory modification(s) and/or re-enactment(s) for the time being in force), the members are provided with the facility to cast their electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. In order to enable its Members, who do not have access to e-voting facility to send their assent or dissent in writing in respect of the resolutions as sent out in this Notice, the Company is enclosing a Ballot Form with the Notice. Instructions for Ballot form are given at the back of the said form and instructions for e-voting are given here in below. Resolutions passed Members though Ballot Forms or e-voting is /are deemed to have been passed as if they have been passed at the 9thAGM.
 25. Shri Hemant Shetye Partner of M/s. HS Associates, Company Secretaries, C.P. No.2827. ; Practicing Company Secretary [Membership No. FCS: 1483], has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process (including the ballot forms received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
 26. The facility for voting, either through electronic voting system or ballot or polling paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remove e-voting or by ballot form shall be above to exercise their right at the meeting.

27. The members who have cast their vote by remote e-voting or by ballot form prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
28. Members can opt for only one mode of voting, i.e. either by Ballot Form or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and vote cast through ballot Form shall be treated as invalid.
29. Members who do not have access to e-voting facility may send duly completed Assent / Dissent Form (enclosed with the Annual Report) so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Shri Hemant Shetye, Partner of M/s. HS Associates, Company Secretaries, C.P. No.2827; Practicing Company Secretary [Membership No. FCS: 2827], at the Registered Office of the Company not later than, Thursday the September 26, 2019(5.00 p.m. IST). Members have the option to request for physical copy of the Assent / Dissent Form by sending an e-mail to cs@pradeshtoday.org by mentioning their Folio / DP ID and Client ID No. However, the duly completed Assent / Dissent Form should reach to our Registered Office i.e. Madhya Pradesh Today Media Limited, Plot No. 5, Press Complex, Zone-I, M.P. Nagar, Bhopal-462 011 not later than Thursday the September 26, 2019 (5.00 p.m. IST). Assent / Dissent Form received after this date will be treated as invalid.
30. The instructions for e-voting are as under:
 - A. Instructions for Demat folios:

The instructions for shareholders voting electronically are as under:

 - (i) The voting period begins on Monday, September 23, 2019 at IST 9.00 a.m. and ends on Friday, September 26, 2019 at IST 5.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on Friday the September 20th, 2019 i.e. the date prior to the commencement of book closure being the cut-off date may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) The shareholders should log on to the e-voting website www.evotingindia.com
 - (iii) Click on Shareholders.
 - (iv) Now Enter your User ID
[a]. For CDSL: 16 digits beneficiary ID, [b]. For NSDL: 8 Character DP ID followed by 8 Digits Client ID, [c]. Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - (v) Next enter the Image Verification as displayed and Click on Login.
 - (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
 - (vii) If you are a first-time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
	<ul style="list-style-type: none"> Members who have not updated their PAN with the Company / Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.
	<ul style="list-style-type: none"> In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) **Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login & password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- B. In case of members receiving the physical copy of the Notice of the AGM (for Members whose e-mail addresses are not registered with the Company/Depositories):
- i. Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.
 - ii. Initial password is provided in the enclosed ballot form: EVEN (E-voting Event Number) + USER ID and PASSWORD.

C. Other instructions:

- 1). The e-voting period commence on Monday, September 23, 2019 at IST 9.00 a.m. and ends on Thursday, September 26, 2019 at IST 5.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Friday the September 20th, 2019 may cast their vote electronically.
- 2). The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date (record date) of Friday the September 20, 2019.
- 3). In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
- 4). The scrutinizer shall, immediately after the conclusion of voting at the 9th AGM, would count the votes cast at the meeting, thereafter unblock the votes cast though remote e-voting in the presence of at least two witness not in the employment of the Company and make, not later than three days for conclusion of the meeting, a consolidated Scrutinizers Report of the total votes cast in favour or against, if any, to the Chairman or a person

authorized by him in writing who shall countersign the same.

- 5). The Results declared along with the Scrutinizers Report shall be placed on the Company's website www.pradeshtoday.com and on the website of CDSL www.evoting.cdsl.com immediately after the result is declared. The Company shall simultaneously forward the results to National Stock Exchange of India Limited (NSE), where the shares of the Company are listed.
- 6). The shareholders can also access the Annual Report 2018 ~ 2019 of the Company circulated to the Members of the Company and other information about the Company on Company's website, i.e. www.pradeshtoday.com or on Stock Exchange website, which is www.nseindia.com.
- 7). Members are requested to come and occupy their seats at least 15 minutes before commencement of 9thAGM. Due to SECURITY REASONS, note that briefcase / bags / eatables / electronic gadgets such as a mobile, laptop, camera, pens with camera etc., will NOT be allowed along with members / proxies in the 9thAGM venue during meeting hours. In case any member/proxy brings electronic gadgets or other items mentioned above the same has to be deposited with security outside the 8thAGM venue at the owners' risk.
- 8). Members who are holding shares in identical order of names in more than one folio are requested to write to the Company requesting the Company to consolidate their holdings in one folio.
- 9). As per Section 118(10) of the Companies Act, 2013 read with the Secretarial Standards for General Meeting issued by Institute of Company Secretaries of India "NO GIFTS, GIFT COUPONS OR CASH IN LIEU OF GIFTS SHALL BE DISTRIBUTED TO MEMBERS AT OR IN CONNECTION WITH THE 9thAGM".

**By Order of the Board of Directors
For Madhya Pradesh Today Media Limited**

**Sd/-
Anuj Agarwal
Company Secretary**

**Place: Bhopal
Date: August 28th 2019
Registered Office:
Plot No.5, Press Complex, Zone - I, M. P. Nagar,
Bhopal - 462 011**

31. Additional information on directors recommended for appointment / re-appointment as required under Regulation 36 (3) of SEBI (LODR) Regulations, 2015.

Name of the Director	Shantanu Dixit
Director Identification Number	03146408
Date of appointment	02/08/2017
Brief resume of the Director including nature of expertise in specific functional areas	Mr. Dixit is the Whole Time Director and CFO of the Madhya Pradesh Today Media Limited. He has completed B.B.A in 2012 from Punjab Technical University. Mr. Dixit is with the rare combination of excellence, conscientious administration, dynamic management skills and academic depth, contributed to research, education. His contribution has led to optimization of output, outcome and delivery. He is on the Board of Company since 2012 and he is also providing advises to the Board of Director on all aspects of the organization's activities. Under his leadership, company received many awards and successfully organized Madhya Pradesh 1st Auto Show ever.
No. of shares held in the Company	1219960
Directorships and Committee memberships held in other companies (Excluding alternate directorship, directorships in private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013. Membership and Chairmanship of Audit Committee and Stakeholder's Relationship Committee have been included.)	N.A.
Inter-se relationships between Directors	Son of Mr. Hradayesh Kumar Dixit, Managing Director of the Company and brother of Mr. Hradayesh Kumar Dixit, Director of the Company.

EXPLANATORY STATEMENT
as required by Section 102 of the Companies Act, 2013

ITEM NO. 4

The Companies Act, 2013, has prescribed a new format of Memorandum of Association (“MOA”) for public companies limited by shares. Accordingly, with a view to align the existing MOA of the Company with Table A of the Schedule I of the Act and in accordance with Section 4 and 13 of the Act, it is proposed to alter the MOA of the Company by merging, altering and retaining the Objects under Clause III (C) - “The Other Objects are” with Clause III (B) - “The Objects Incidental or Ancillary to the attainment of the Main Objects are” to the extent possible and also to rename and renumber the Clause III (A) and III (B) of the Object Clause.

The Board at its meeting held on August 28th, 2019 has approved alteration of the MOA of the Company and recommends the Special Resolution set forth in Item No. 4 of the Notice for approval of the Members. The proposed draft MOA is being uploaded on the Company’s website for perusal by the Members. Further, a copy of the proposed MOA of the Company would be available for inspection for the Members at the Registered Office / Corporate Office of the Company during the office hours on any working day, except Saturdays, Sundays and public holidays, between 11.00 a.m. to 5.00 p.m. till the date of AGM. The aforesaid documents are also available for inspection at the AGM. None of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the resolution except to the extent of their shareholding, if any, in the Company

By Order of the Board of Directors
For Madhya Pradesh Today Media Limited

Sd/-
Anuj Agarwal
Company Secretary

Place: Bhopal
Date: August 28th, 2019
Registered Office:
Plot No.5, Press Complex, Zone - I, M. P. Nagar,
Bhopal - 462 011

MADHYA PRADESH TODAY MEDIA LIMITED

Registered office: Plot No.5, Press Complex, Zone - I, M. P. Nagar, Bhopal - 462 011
 Website: www.pradeshtoday.com Email Id: cs@preaeshtoday.org Phone:0755-3095555,3095500
 CIN: L22120MP2010PLC024758

Form No. MGT - 11
 PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies
 (Management and Administration) Rules, 2014]

Name of the Member(s):
 Registered address:
 E-mail
 ID:.....
 Folio No. / DP ID and Client ID:.....
 I/We, being the Member(s) of Shares of the above-named
 Company, hereby appoint

1. Name:..... E-Mail ID:
 Address:.....
 Signature.....or failing him/her

2. Name:.....E-Mail ID
 Address:
 Signature.....or failing him/her

3. Name:..... E-Mail ID:
 Address:.....
 Signature.....

as my/our proxy to attend and vote (on a poll) for me/us and my/our behalf at the Annual General Meeting, to be held on September 27th, 2019 at 2.00 p.m. at Plot No. 5, Press Complex, Zone-I, M.P. Nagar, Bhopal-462 011, Madhya Pradesh, India and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:

I/We wish my above proxy (ies) to vote in the manner as indicated in the box below:

Resolution No.	Description	For	Against
	Ordinary Businesses		
01	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Directors and Auditors thereon.		
02	To confirm the payment of Interim Dividend for the financial year 2018 -19.		
03	To consider appointment of a Director in place of Mr. Shantanu Dixit (DIN: 03146408) who retires by rotation and being eligible, offers himself for reappointment.		
	Special Resolution:		
4	Alteration of Memorandum of Association as per the provisions of the Companies Act, 2013:		

signed this day of2019

Affix a Re. 1/-
Revenue Stamp

.....
..
Signature of
Shareholder

.....
Signature of first proxy holder

.....
Signature of second proxy holder

.....
Signature of third proxy
holder

* Please against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

Notes:

1. This Form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
2. A proxy need not be a Member of the Company.
3. In case the Member appointing proxy is a body corporate, the proxy form should be signed under its seal or be signed by an officer or an attorney duly authorized by it and an authenticated copy of such authorization should be attached to the proxy form.
4. A person can act as proxy on behalf of such number of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Further, a Member holding more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.
5. Appointing a proxy does not prevent a Member from attending the meeting in person if he/she so wishes
6. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

MADHYA PRADESH TODAY MEDIA LIMITED

Registered office: Plot No.5, Press Complex, Zone - I, M. P. Nagar, Bhopal - 462 011

Website: www.pradeshtoday.com Email Id: cs@preaestoday.org,

Phone: 0755-30955555, 3095500

CIN: L22120MP2010PLC024758

**ATTENDANCE SLIP
Annual General Meeting**

**ATTENDANCE SLIP
(To be presented at the entrance)**

Members Name	DP ID _____ _____
Proxy Name	Folio No./Client ID

I/We hereby record my/our presence at the Annual General Meeting of the Company held on Friday the September 27, 2019 at 2.00 P.M. at the registered office of the Company situated at Plot No. 5, Press Complex, Zone-I, M.P. Nagar, Bhopal-462 011, Madhya Pradesh, India

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL. JOINT SHAREHOLDER(S) MAY OBTAIN ADDITIONAL SLIP AT THE VENUE OF THE MEETING.

Signature of the
Member/Proxy

FORM NO SH-13
Nomination Form
[Pursuant to section 72 of the Companies Act, 2013 and rule 19(1) of the Companies
(Share Capital and Debentures) Rules 2014]

To,
 Madhya Pradesh Today Media Limited
 Plot No.5, Press Complex, Zone - I,
 M. P. Nagar, Bhopal - 462 011

I/We _____
 the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of Securities	Folio No.	No of Securities	Certificate No	Distinctive No

PARTICULARS OF NOMINEE/S -

Name:	
Date of Birth:	
Father's/Mother's/Spouse's name:	
Occupation:	
Nationality:	
Address:	
E-mail Id:	
Relationship with the security holder:	

IN CASE NOMINEE IS A MINOR -

Date of Birth	
Date of attaining majority	
Name of guardian	
Address of guardian	

Name:	
Address:	
Name of the Security Holder (s):	
Signature	
Witness with the name and address:	

Form No. SH-14

Cancellation or Variation of Nomination [Pursuant to section 72 of the Companies Act, 2013 and rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014]

To,
Madhya Pradesh Today Media Limited
Plot No.5, Press Complex, Zone - I,
M. P. Nagar, Bhopal - 462 011

I/We hereby cancel the nomination(s) made by me/us in favor of.....
.....

.....(name and address of the nominee) in respect of the below mentioned securities

Or

I/We hereby nominate the following person in place of as nominee in respect of the below mentioned securities in whom shall vest all rights in respect of such securities in the event of my/our death

PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of Securities	Folio No.	No of Securities	Certificate No	Distinctive No

PARTICULARS OF NOMINEE/S

Name: Nationality:
Date of Birth: Address:
Occupation: E-mail Id:
Father's/Mother's/Spouse's name: Relationship with the security holder:

IN CASE NOMINEE IS A MINOR -

Date of Birth Name of guardian:
Date of attaining majority Address of guardian:
Name and address of security holder (s) Signature
Name and address of witness Signature

Please fill this Nomination form in Duplicate after carefully reading the instruction given below:

1. The Nomination can be made by individual's only holdings shares singly or jointly. Non-individuals including Society, Trust, Body Corporate, Partnership firm, Karta of Hindu Undivided Family and Power of Attorney holder cannot nominate.
2. The nominee shall not be a Trust, Society, Body Corporate, and Partnership firm, Karta of Hindu Undivided Family and power of attorney holder.
3. The shareholder [s] can nominate a minor as a nominee and in that event the name and address of the guardian shall be provided.
4. As per section 72 of Companies Act 2013, if the shares are held by more than one person jointly, then the joint holders may together nominate a person to whom all the rights in the shares of the Company shall vest, in the event of death of all the joint holders.
5. If the shares are held jointly, subsequent to the death of anyone of the holders, the shares would not be registered in favour of the nominee but would be transferred in the name of the surviving shareholders.
6. The nomination form filled in "duplicate" should be lodged with the Registrar and Share transfer Agent of the Company i.e. M/s._ Bigshare Services Pvt. Ltd, 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai, Maharashtra, 400059 Tel: (022) - 40430200 / 62638200 Email: info@bigshareonline.com

The shareholder[s] can delete or change an earlier nomination by executing Form No. SH-14
(Cancellation or Variation of Nomination form)

7. Nomination stands cancelled whenever the shares in the given folio are transferred/ dematerialized. Also in case of change in folio due to consolidation/ transmission a new nomination has to be filed.

8. The nomination made through Form No. SH-13 will be considered valid if the nomination made by the holder[s] of the shares is registered with the company before the death of the registered holder[s] of the shares.
9. Kindly note that the nomination being a legal document should be dated by the nominator and the witness should certify that the nominator has signed the form in their presence. Furthermore, the date of execution on the Nomination Form should match with the date of witness, witnessing the document.