

October 1, 2020

To,  
National Stock Exchange of India Ltd.  
Regd. Office: "Exchange Plaza"  
Bandra-Kurla Complex,  
Bandra (East),  
Mumbai - 400 051

Sub: Disclosure under Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Symbol : MPTODAY  
Series : SME

Dear Sir/Madam,

Pursuant to the Provisions of Regulations 44(3) of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 enclosed herewith Voting results of the business transacted at the 10<sup>th</sup> Annual General Meeting of Madhya Pradesh Today Media Limited held on 29<sup>th</sup> September, 2020 at 2:00 P.M. through Video Conferencing/ Other Audio Visual Means.

Further, the Consolidated Report of the Scrutinizer, Mr. Hemant Shetye, Partner of HS Associates, Practicing Company Secretaries on the voting done through remote e- voting at 10<sup>th</sup> Annual General Meeting is also enclosed herewith. The Said results will be available on the website of the Company [www.pradeshtoday.com](http://www.pradeshtoday.com). Also, we would like to inform you that all resolutions contained in the Notice of 10<sup>th</sup> Annual General Meeting were passed by the Members of the Company with requisite majority.

Kindly take the same on your record and oblige.

Thanking You,  
Yours Faithfully,

For Madhya Pradesh Today Media Limited

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



Registered Office: Plot No. 5, Press Complex, Zone - I, M.P. Nagar, Bhopal-462011  
Website: [www.pradeshtoday.com](http://www.pradeshtoday.com) Email id: [cs@pradeshtoday.org](mailto:cs@pradeshtoday.org) Phone 0755-30955555, 3095500  
CIN: L22120MP2010PLC024758

Madhya Pradesh Today Media Ltd.

Details of Voting Results of 10th Annual General Meeting

Date of the AGM	29 <sup>th</sup> September, 2020
Total number of shareholders on record date	316
No. of shareholder's present in the meeting either in person or through proxy:	NIL
Promoters and Promoter Group	6
Public	4
Proxy	NIL
No. of Shares attended the meeting through Video Conferencing	6 Promoter and Promoter Group
Promoters and Promoter Group:	4 Public
Public:	

Mode of voting: E-voting and Ballot:

1. Resolution: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Directors and Auditors thereon.								
Resolution Required: (Ordinary or Special)			Ordinary Resolution					
Whether Promoter/ Promoter group are interested in the agenda / resolution			No					
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes – in Favour	No of Votes- against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)] *100	(7) = [(5)/(2)] *100
Promoter & Promoter Group	E-voting	24,40,000	24,40,000	100	24,40,000	0.00	100	0.00
	Poll*		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	Total	24,40,000	24,40,000	100	24,40,000	0.00	100	0.00
Public Institution	E-voting	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	Total	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Public Non-Institution	E-voting	21,28,000	4000	0.18	4000	0.00	100	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	Total	21,28,000	4000	0.18	4000	0.00	100	0.00
Total		45,68,000	24,44,000	53.50	24,44,000	0.00	100	0.00

Thus, based on the Results, the said Ordinary Resolution as contained in Item No.1 is passed by unanimously.

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Madhya Pradesh Today Media Ltd.

Resolution 2: 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.

Resolution Required: (Ordinary or Special)			Ordinary Resolution					
Whether Promoter/ Promoter group are interested in the agenda / resolution			No					
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No of Votes - in Favour	No of Votes-against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter & Promoter Group	E-voting	24,40,000	24,40,000	100	24,40,000	0.00	100	0.00
	Poll*		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>24,40,000</b>	<b>24,40,000</b>	<b>100</b>	<b>24,40,000</b>	<b>0.00</b>	<b>100</b>	<b>0.00</b>
Public Institution	E-voting	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
Public Non-Institution	E-voting	21,28,000	4000	0.18	4000	0.00	100	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>21,28,000</b>	<b>4000</b>	<b>0.18</b>	<b>4000</b>	<b>0.00</b>	<b>100</b>	<b>0.00</b>
<b>Total</b>		<b>45,68,000</b>	<b>24,44,000</b>	<b>53.50</b>	<b>24,44,000</b>	<b>0.00</b>	<b>100</b>	<b>0.00</b>

Thus, based on the Results, the said Ordinary Resolution as contained in Item No.2 is passed by unanimously.



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Madhya Pradesh Today Media Ltd.

\*Resolution 3: Reappointment of Mr. Shantanu Dixit [DIN: 03146408] as the Whole-Time Director cum CFO of the Company.

Resolution Required: (Ordinary or Special)			Ordinary Resolution					
Whether Promoter/ Promoter group are interested in the agenda / resolution			Yes					
Category	Mode of Voting	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes - in Favour	No of Votes-against	% of votes in favour on votes polled	%of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	24,40,000	12,10,040*	49.59	12,10,040	0.00	100	0.00
	Poll*		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>24,40,000</b>	<b>12,10,040</b>	<b>49.59</b>	<b>12,10,040</b>	<b>0.00</b>	<b>100</b>	<b>0.00</b>
Public Institution	E-voting	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
Public Non-Institution	E-voting	21,28,000	4,000	0.18	4,000	0.00	100	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>21,28,000</b>	<b>4,000</b>	<b>0.18</b>	<b>4,000</b>	<b>0.00</b>	<b>100</b>	<b>0.00</b>
<b>Total</b>		<b>45,68,000</b>	<b>12,14,040*</b>	<b>26.57</b>	<b>12,14,040</b>	<b>0.00</b>	<b>100</b>	<b>0.00</b>

Thus, based on the Results, the said Special Resolution as contained in Item No.3 is passed by unanimously.

\* This Resolution pertains to re-appointment of Mr. Shantanu Dixit as a Whole-Time Director and CFO of the Company on remuneration of Rs. 3,00,000/- (Three Lakhs) per month, who is a part of Promoter/Promoter group, therefore, voting of Mr. Shantanu Dixit was considered as invalid and not included in total votes in favour of the resolution.

For Madhya Pradesh Today Media Private Limited

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



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**CIN: L22120MP2010PLC024758**

**Madhya Pradesh Today Media Ltd.**

**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 10<sup>th</sup> Annual General Meeting of the Equity Shareholders of **MADHYA PRADESH TODAY MEDIA LIMITED** held on Tuesday 29<sup>th</sup> 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 3<sup>rd</sup> September, 2020 for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 3<sup>rd</sup> September, 2020 ("Notice") calling 10<sup>th</sup> Annual General Meeting of its Equity Shareholders ("the Meeting"/"AGM"). The AGM was convened on Tuesday 29<sup>th</sup> 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, 13<sup>th</sup> 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., 22<sup>nd</sup> 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: 29<sup>th</sup> September 2020

Place: -Mumbai

ICSI UDIN: F002827B000801900



Witness

1. Kunal Sakpal

2. Prathamesh Gaonkar