

To,
National Stock Exchange of India Limited,
Listing Department,
Exchange Plaza, C-7, Block G,
Bandra Kurla Complex, Bandra East,
Mumbai-400 051

Series: SME

Pursuant to Regulation 30 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, This is to inform you that an Annual General Meeting (“AGM”) of Members of Madhya Pradesh Today Media Limited (“Company”) will be held on Monday, 29th September, 2025 at 04.00 p.m.(IST) through Video Conferencing(“VC”)/Other Audio-Visual Means (“OAVM”) to transact the business set out in the AGM Notice dated 04th September, 2025. The Copy of an AGM notice is attached.

<https://pradeshtoday.com/investors/corporate-governance/>

Thanking you,
Yours faithfully,
For Madhya Pradesh Today Media Limited

Mr. Hradayesh Kumar Dixit
Managing Director
DIN:03146320

Phone: 0755-7185600

Phone 0755-7185600 CIN: L22120MP2010PLC024758

Madhya Pradesh Today Media Ltd.

CORPORATE OFFICE : Plot No.-5, Press Complex Zone-1 MP Nagar, Bhopal-11 Ph. 0755-7185600 **INDORE :** Balarao Engle Parisar, MTH Compound, Indore Press Club, MG Road, Indore Ph.:0731-4987731 **JABALPUR :** Block No.-7, Second Floor, JDA Building, Civic Center, Jabalpur Ph.0761-4002555 **GWALIOR :** Sada Bhawan, City Centre Gwalior (MP) Ph.0751-4031700 **UJJAIN :** 10 Kalidas Marg, Near AK Building, Maksir 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 Enclave, Gita Nagar, New Delhi **MUMBAI :** 408, 4th Floor, Land Mark Building, Opp. Raheja Classic Complex, New Link Road, Andheri (W) Mumbai-400053, Ph.-22-26740076 **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 LTD.

MADHYA PRADESH TODAY MEDIA LIMITED
Registered office: Plot No.5, Press Complex, Zone - I, M. P. Nagar, Bhopal - 462 011
Website: www.epaper.pradeshtoday.com Email Id: cs@pradeshtoday.org,
Phone: 0755-30955555, 3095500
CIN: L22120MP2010PLC024758

NOTICE OF 15th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 15th Annual General Meeting of Madhya Pradesh Today Media Limited will be held on Monday the 29th September 2025 at 04:00 P.M. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") 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, 2025, together with the Reports of the Directors and Auditors thereon.
2. To consider appointment of a Director in place of Mr. Kaustubh Dixit [DIN: 07219025], as a Director who retires by rotation in terms of Section 152(6) and being eligible, offers himself for reappointment.

Special Business

3. To consider and if thought fit, to pass, with or without modification(s), the following Resolution *as a Special Resolution*:

RE-APPOINTMENT OF MR. HRADAYESH KUMAR DIXIT AS A CHAIRMAN CUM MANAGING DIRECTOR AND FIX THEIR REMUNERATION:

"**RESOLVED THAT** pursuant to the provisions of Section 2(54), 196, 197, 203 & Schedule V and any other applicable provisions, if any, of the Companies Act, 2013(including any statutory modifications or re-enactments thereof for the time being in force), Articles of Association of the Company and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and approval of the members at the Annual General Meeting of the Company, be and is hereby accorded for the re-appointment of Mr. Hradayesh Kumar Dixit (DIN:03146320), Director of the Company whose office is not liable to determine by retirement by rotation , for a period of 3 (Three) years w.e.f. 05th Day of July, 2025 and payment of remuneration not exceeding of Rs. 2,50,000/- (Rupees Two Lacs Fifty Thousand only) per month, inclusive of all perquisites linked incentives and other facilities as may be agreed to by the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board and Nomination and Remuneration Committee be and are hereby authorised to vary, amend, modify and revise from time to time the terms of remuneration payable to Mr. Hradayesh Kumar Dixit (DIN:03146320), Director, within the above overall limit, as may be deemed appropriate.

RESOLVED FURTHER THAT the draft letter of appointment as placed before the board, be and is hereby approved and the same was taken on record by the Board.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the board of directors, be and is hereby authorized to take all actions and to do all such deeds, matters and things, as it may in its absolute discretion deems necessary, proper, desirable or expedient and to settle any question, difficulty or doubt that may arise in this regard.

RESOLVED FURTHER THAT pursuant to provisions stipulated under sub section 3 of section 179 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014, any directors of the Company be & is hereby authorized to file the resolution with the Registrar of Companies, Gwalior along with the requisite e-form.”

4. To consider and if thought fit to pass, with or without modification, the following resolution as a Special Resolution:

Appointment of Mr. Shantanu Dixit (DIN: 03146408), as a Whole Time Director.

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any under the Companies Act, 2013 (‘the Act’) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable Rules made thereunder [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force] the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, Mr. Shantanu Dixit (DIN: 03146408), who was appointed as an Additional Director (Whole-time Director) and, with effect from June 27 2025, be appointed as Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Section 152, 196, 197, 203, and other applicable provisions, if any, read with Schedule V of the Act, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors (hereinafter referred to as the “Board” which term shall include any Committee of the Board), the approval of the Members of the Company be and is hereby accorded for the appointment of Mr. Shantanu Dixit (DIN: 03146408), as an Whole-time Director of the Company, designated as Whole-Time Director & Chief Financial Officer, liable to retire by rotation, to hold office for a period of 3(three) years commencing from 27th June 2025 upto June 26 2028 (both days are inclusive), on the terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice convening this meeting (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment), with liberty to the Board to alter and vary the terms and conditions of the said reappointment in such manner as may be agreed to between the Board and Mr. Shantanu Dixit (DIN: 03146408), in accordance with the Act.

5. Increase in borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013.

To consider and, if thought fit, to pass the following Resolution as a Special Resolution: “

RESOLVED THAT pursuant to the provisions of section 180(1)(c) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and all other enabling provisions if any, and the Articles of Association of the Company, the consent of the Company be and is hereby accorded to the Board of Directors (“the Board”) to borrow any sum(s) of money, from time to time, including by way of issuance of debentures/bonds (including FCCBs), at their discretion from bank(s), financial institution(s), any other lending institution(s) or any other person(s) on such security and on such terms and conditions as may be considered suitable by the Board of Directors up to a limit not exceeding an aggregate of Rs.200 Crore (Rupees Two Hundred Crore Only), notwithstanding that the money to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business), may exceed, at any time, the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board (including any Committee of the Board) be and is hereby authorized to finalize, settle and execute such documents/deeds/writings/papers/agreements as may be required and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to resolve any question, difficulty or doubt that may arise in relation thereto or otherwise considered by the Board to be in the best interest of the Company.”

6. MAKING INVESTMENT(S) AND/OR PROVIDING LOAN(S) AND GIVE GUARANTEE (S) IN EXCESS OF THE LIMITS PRESCRIBED UNDER SECTION 186 OF THE COMPANIES ACT, 2013

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof and in accordance with the Memorandum and Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company for giving any loan to any person or body corporate, give any guarantee or provide security in connection with a loan to any other body corporate or person; and acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, any sum or sums of moneys on such terms and conditions and with or without security as the Board of Directors may think fit from time to time which together with the loans, guarantee, security and investment given/provided/made by the Company, from time to time in one or more tranches, may exceed the aggregate permissible limit i.e. 60% of the paid-up capital of the Company and its free reserves and securities premium account or 100% of its free reserves and securities premium account whichever is more, provided that the aggregate of such sum or sums of moneys shall not at any time exceed the aggregate limit of Rs.200 Crores (Rupees Two Hundred Crores Only).

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of the Directors of the Company be and is hereby authorized to take from time to time all decisions and such steps as may be necessary for giving loans, guarantees or providing securities or for making such investments and to give corporate guarantee and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem necessary or appropriate or desirable including to settle any question, difficulty or doubt that may arise in respect of such investments / loans / guarantees / securities made or given or provided by the Company (as the case may be).

7. To consider and if thought fit, pass, the following resolution as an Ordinary Resolution:

Appointment of Secretarial Auditor.

“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of the Company be and is hereby accorded for appointment of M/s. HSPN & Associates LLP Company Secretaries, Company Secretaries (Peer review No. 6035/2024) as the Secretarial Auditor of the Company for a period of five (5) years, commencing from FY 2025-2026 to till FY 2029-2030, to conduct a Secretarial Audit of the Company and to furnish the Secretarial Audit Report.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to fix the annual remuneration plus applicable taxes and out-of-pocket expenses payable to them during their tenure as the Secretarial Auditors of the Company, as determined by the Audit Committee in consultation with the said Secretarial Auditors.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to take such steps and do all such acts, deeds, matters, and things as may be considered necessary, proper, and expedient to give effect to this Resolution.

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

**Sd/-
Megha Neema
Company Secretary
(Membership No. A39643)**

**Place: Bhopal
Date: 4th September 2025
Registered Office:
MADHYA PRADESH TODAY MEDIA LIMITED
CIN: L22120MP2010PLC024758
Plot No.5, Press Complex, Zone - I, M. P. Nagar,
Bhopal - 462 011
Tel: 0755-7185600
epaper.pradeshtoday.com**

**EXPLANATORY STATEMENT
IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO
SECTION 102 OF THE COMPANIES ACT, 2013 ("THE ACT")**

Item No. 3

Mr. Hradayesh Kumar Dixit was appointed as the Managing Director of the Company for a period of five years effective from July 05, 2022 till July 04, 2025, and the said re-appointment was approved by the Shareholders at the Annual General Meeting held on 30th September 2022. Considering the significant contribution made by Mr. Hradayesh Kumar Dixit towards the growth of the Company during last 10 years, the Board of Directors of the Company at its meeting held on June 27, 2025 has, subject to the approval of the Shareholders and re-appointed Mr. Hradayesh Kumar Dixit as Managing Director of the Company for term of 3 (Three) years with effect from July 5, 2025 on the terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee of the Company and approved by the Board of Directors.

The appointment and remuneration of Mr. Hradayesh Kumar Dixit is in compliance with the provisions of Sections 196, 197, the Rules made thereunder read with Schedule V of the Act and other relevant and applicable provisions, if any, of the Act and the Articles of Association of the Company.

He is not disqualified from being appointed as Director in terms of Section 164 of the Act and also eligible to act as Managing Director of the Company pursuant to applicable provisions of the Act.

The Company has received his consent to act as Managing Director of the Company. The Notice read with Explanatory Statement should be considered as written Memorandum setting out the terms of appointment and remuneration of Mr. Hradayesh Kumar Dixit as Managing Director as required under Section 190 of the Companies Act, 2013.

Shareholders' approval is hereby sought for the reappointment and remuneration payable to Mr. Hradayesh Kumar Dixit as Managing Director of the Company for a period of 3 (Three) years effective from July 5, 2025. The Board recommends the Resolution as set out under business item no. 3 in the notice of this meeting for approval of the Members by means of a Special Resolution.

I. General Information

- (a) Nature of industry: Publication of newspaper and Media related Advertisement
- (b) Date or expected date of commencement of commercial production: Not applicable (Company is an existing company).
- (c) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: N.A.

(d) Financial performance based on given indicators

Particulars	2022-2023	2023-2024	2024 - 2025
Gross Income	2202.14	2176.06	2224.47
Profit before Tax	346.54	360.25	375.75
Profit after Tax	243.88	252.63	318.85
Net worth	3887.95	4459.44	4140.59

(e) Foreign investments or collaborations, if any.

II. Information about the appointee:

S. No.	Particulars	
a)	Background Details	Mr. Hradayesh Kumar Dixit was Managing Director of the Company
b)	Past Remuneration	Rs. 2,50,000 P.M.
c)	Recognition or Awards	N.A.
d)	Job profile and his Suitability	His current term of appointment as a Managing Director of the Company was expired on 05th July 2025. Considering his knowledge of various aspects relating to the Company's affairs and long business experience, the Board of Directors is of the opinion that for smooth and efficient running of the business, the services of Mr. Hradayesh Kumar Dixit should be available to the Company.
e)	Remuneration Proposed	Rs.2,50,000/- (Rupees Two Lacs Fifty Thousand only) .
f)	Comparative remuneration profile with respect to industry, size of the Company, profile of the position & person (in case of expatriates the relevant details would be with respect to the country of his origin)	Mr. Hradayesh Kumar Dixit has vast experience in Management. Mr. Dixit has rich experience of handling various areas of business and is well known in Media industry. Mr. Dixit has begun a lot of new initiatives in the Company since he joined as Managing Director. Considering their general industry and the specific company profile the proposed remuneration is in line with the industry levels and that of comparatively placed Companies in India.
g)	Pecuniary relationship directly or indirectly with the company, or relationship with the Managerial personnel, if any.	Mr. Hradayesh Kumar Dixit has a relationship with the Company as Managing Director. Also Mr. Dixit is holding 12,09,940 consisting of 26.49% shares of the Company. Mr. Shantanu Dixit, Whole Time Director and Mr. Kaustubh Dixit, Non-Executive Director of the Company both are sons of Mr. Dixit.

III. Other information

Reasons of loss or inadequate profits	The Company is passing a Special Resolution pursuant to the proviso to the sub-section (1) of Section 197 of the Companies Act, 2013 and as a matter of abundant precaution, as the profitability of the Company may be adversely impacted in future due to business environment during the period for which remuneration is payable to Mr. Hradayesh Kumar Dixit.
Steps taken or proposed to be taken for improvement	Necessary efforts are being made to increase the production and efficiency which in turn will add to the growth of the business as well as the profitability.
Expected increase in productivity and profits in measurable terms	The company is committed to build the business operations within budget and considering that the business operates on a going concern basis, it is believed that financial position of the company will increase considerably in the coming years.

Your directors recommend Resolution No. 3 as a Special Resolution for approval by the members, except Shri Mr. Hradayesh Kumar Dixit, being an appointee and Mr. Shantanu Dixit, Executive Director and Chief Financial Officer and Mr. Kaustubh Dixit, Promoter Director of the Company, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.

Item No. 4

Pursuant to the provisions of Sections 152, 196, 197, 203 and schedule V of the Companies Act, 2013 read with relevant rules as may be amended from time to time and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification or re-enactment thereof, for the time in being in force) and Article of Association and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on June 27 2025, have approved the appointment of Mr. Shantanu Dixit (DIN: 03146408) as an Additional Director (Whole-time Director) for a period of three years commencing from June 27 2025 to June 26 2028, who shall hold office upto the date of the forthcoming General Meeting .He shall be liable to retire by rotation.

Accordingly, the appointment of Mr. Shantanu Dixit (DIN: 03146408) as a Whole-time Director of the Company, designated as Whole-Time Director, would require the approval of members of the Company.

Mr. Shantanu Dixit (DIN: 03146408) is well Educated and Qualified his B.B.A Mr. Shantanu Dixit was appointed as a Whole Time Director of the Company. He looked after trading operations in Soya DOC, Rice, pulses in one of the group companies and also looked after Energy Projects related work in one of the group companies. Mr. Shantanu Dixit is with the rare combination of excellence, conscientious administration, dynamic management skills and academic depth. His contribution has led optimization of output, outcome and delivery. Under his leadership company received many awards and successfully organized 1st Auto Show of Madhya Pradesh

The principal terms and conditions of re-appointment of Mr. Shantanu Dixit (DIN: 03146408) (hereinafter referred to as “the appointee”) are given below:

1. Name & Designation of Director: Mr. Shantanu Dixit (DIN: 03146408), Whole Time Director.
2. Date of Appointment: June 27 2025.
3. Period: 03 years (from June 27 2025 to June 26 2028).
4. The Whole Time Director shall exercise and perform such powers and duties as the Board shall from time to time determine and subject to any directions and restrictions given and imposed by the Board. The Whole Time Director shall devote his whole-time attention and abilities to the business of the Company. During the period of his employment, the Whole Time Director shall whenever require by the Company undertake such travelling in India / abroad as the Board may from time to time direct in connection with or in relation to the business of the Company
5. Salary (p.m.): Rs.1,50,000/- (Rupees One Lacs Fifty Thousand Only) p.m. with power to Board to vary from time to time within the limits of schedule V of the Companies Act.

II. PERQUISITES:

Mr. Shantanu Dixit (DIN: 03146408) as a Whole Time Director will be entitled for following perquisites, which shall not be part of the ceiling of remuneration.

- (a) Contribution to provident Fund, Superannuation fund or annuity fund to the extent such contribution either singly or put together are not taxable under the Income Tax Act, 1961.
- (b) Gratuity: as per the rules of the Company, payable in accordance with the Approved Gratuity Fund and which shall not exceed half a month's salary for each completed year of service.
- (c) Children's education allowance: In case of children studying in or outside India, an allowance limited to a maximum of Rs.12,000/- per month per child or actual expenses incurred, whichever is less such allowance is admissible upto a maximum of two children.
- (d) Holiday passage for children studying outside India/family staying abroad: Return holiday passage once in a year by economy class or once in two years by first class to children and to the members of the family from the place of their study or stay abroad India if they are not residing in India with the managerial person.

- (e) Leave travel concession: Return passage for self and family in accordance with the rules specified by the Company where it is proposed that the leave be spent in home country instead of anywhere in India.
- III. Salary and perquisites specified herein shall be payable to the Whole Time Director notwithstanding the inadequacy or no profits in any financial year during the currency of tenure of his office as such.
- IV. The whole Time Director shall not be paid any sitting fee for attending the meetings of the Board of Director or committee thereof.
- V. The whole Time Director shall not become interested or otherwise concerned directly or through his wife or minor children in any selling agency of the Company as per the provisions of the Law in force as applicable to the company.

The terms and conditions including the remuneration payable to the Whole Time Director for the appointment and terms and condition may be altered and varied from time to time by the Board as it may, in its discretion, deem fit.

Mr. Shantanu Dixit (DIN: 03146408), is not debarred from holding the office of Director by virtue of any order of the Securities & Exchange Board of India or any other such Authority. Mr. Shantanu Dixit (DIN: 03146408), as a Whole Time Director designated is interested and concerned in the Resolution mentioned at Item No. 4 of the Notice.

None of the other Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Resolution.

Statement containing required information as per category A of part II of sub section II of the Schedule V of the Companies Act, 2013 is given below:

I. General Information

a.	Nature of industry	Publication of newspaper and Media related Advertisement
b.	Date or expected date of commencement of commercial production	Not applicable (Company is an existing company).
c.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable.

d.	Financial performance based on given indicators (Rs. In Lakhs)	Particulars	2022-2023	2023-2024	2024 - 2025
		Gross Income	2202.14	2176.06	2224.47
		Profit before Tax	346.54	360.25	375.75
		Profit after Tax	243.88	252.63	318.85
		Net worth	3887.95	4459.44	4140.59
e	Foreign investments or collaborations, if any.	There are no direct foreign investments or collaborations in the Company.			

II. Information about the appointee:

a.	Background Details	Mr. Shantanu Dixit (DIN: 03146408) was appointed as a Whole Time Director.
b.	Past Remuneration	N.A
c.	Recognition or Awards	N.A.
d.	Job profile and his suitability	Mr. Shantanu Dixit (DIN: 03146408) is well Educated and Qualified his B.B.A Mr. Shantanu Dixit was appointed as a Whole Time Director of the Company. He looked after trading operations in Soya DOC, Rice, pulses in one of the group companies and also looked after Energy Projects related work in one of the group companies. Mr. Shantanu Dixit is with the rare combination of excellence, conscientious administration, dynamic management skills and academic depth. His contribution has led optimization of output, outcome and delivery. Under his leadership company received many awards and successfully organized 1st Auto Show of Madhya Pradesh
e.	Remuneration proposed	Rs.1,50,000/- (Rupees One Lacs Fifty Thousand only)
f.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position & person (in case of expatriates the relevant details would be with respect to the country of his origin)	Taking into consideration the size of the Company, the nature of the industry, the profile, knowledge, skills and responsibilities shouldered by him, the proposed remuneration is commensurate and comparable with the remuneration drawn by managerial personnel in similar capacities in other companies in related industry.
g.	Pecuniary relationship directly or indirectly with the company, or relationship with the Managerial personnel, if any.	Son of Mr. Hradayesh Kumar Dixit, Managing Director of the Company and brother of Mr. Kaustubh Dixit, Non- Executive Director of the Company.

III. Other information

Reasons of loss or inadequate profits	The Company is passing a Special Resolution pursuant to the proviso to the sub-section (1) of Section 197 of the Companies Act, 2013 and as a matter of abundant precaution, as the profitability of the Company may be adversely impacted in future due to business environment during the period for which remuneration is payable to Mr. Shantanu Dixit.
Steps taken or proposed to be taken for improvement	Necessary efforts are being made to increase the production and efficiency which in turn will add to the growth of the business as well as the profitability.
Expected increase in productivity and profits in measurable terms	The company is committed to build the business operations within budget and considering that the business operates on a going concern basis, it is believed that financial position of the company will increase considerably in the coming years.

Your directors recommend Resolution No.4 as a Special Resolution for approval by the members, except Mr. Shantanu Dixit, being an appointee and Mr. Hradayesh Kumar Dixit, Managing Director and Mr. Kaustubh Dixit, Promoter Director of the Company, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

Item No. 5:

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 (the "Rules") (as amended from time to time), the Board of Directors have the powers to borrow money, where the money to be borrowed, together with the money already borrowed by the company could exceed aggregate of its paid-up share capital, free reserves and securities premium, apart from temporary loans obtained from the company's bankers in the ordinary course of business provided a consent by way of Special Resolution by the Shareholders of the Company has been obtained.

Keeping in view the future plans of the Company and to fulfil long term strategic and business objectives and as a measure of achieving greater financial flexibility and to enable optimal financing structure, the Board of Directors in its meeting held on September 4 2025 has, subject to the approval of shareholders of the Company, proposed and approved for seeking the shareholder approval for giving authorization to board of directors under section 180(1)(c) of the Companies Act, 2013 upto an aggregate limit of Rs.200 crores. (Rupees Two Hundred crores only)

None of the Directors or Key Managerial Personnel or their relative(s) is / are in any way concerned or interested, in passing of the above-mentioned resolution except to the extent of their directorship and shareholding in the Company (if any). Accordingly, consent of the members is sought for passing a Special Resolution as set out at Item No. 5 of this Notice, in relation to the details as stated above and thus the Board of Directors recommends the said Resolution for the approval of the shareholders of the Company as a Special Resolution.

Item No. 6:

Pursuant to the provisions of Section 186 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 (the "Rules") (as amended from time to time), the Board of Directors of a Company can give any loan to any person or body corporate, give any guarantee or provide security in connection with a loan to any other body corporate or person; and acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, any sum or sums of moneys on such terms and conditions and with or without security as the Board of Directors may think fit from time to time which together with the loans, guarantee, security and investment given/provided/made by the Company, beyond the maximum permissible limit under Section 186 of the Companies Act, 2013 i.e. 60% of the paid-up capital of the Company and its free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more, provided that if special resolution has been passed by the shareholders of the Company to that effect.

Keeping in view the future plans of the Company and to fulfil long term strategic and business objectives and as a measure of achieving greater financial flexibility and to enable optimal financing structure, the Board of Directors in its meeting held on September 4 2025 has, subject to the approval of shareholders of the Company, has proposed and approved for seeking the shareholder approval for setting up limit upto an aggregate amount of Rs.200 Crores and to give powers to the Board of Directors or any duly constituted committee thereof to that effect under Section 186 of the Companies Act, 2013.

The loan(s), guarantee(s), security(ies) and investment(s), as the case may be, shall be made in accordance with the applicable provisions of the Companies Act, 2013 and relevant rules made thereunder.

None of the Directors or Key Managerial Personnel or their relative(s) is / are in any way concerned or interested, in passing of the above-mentioned resolution except to the extent of their directorships and shareholding in the Company (if any).

Accordingly, consent of the members is sought for passing a Special Resolution as set out at Item No. 6 of this Notice, in relation to the details as stated above and thus the Board of Directors recommends the said Resolution for the approval of the shareholders of the Company as a Special Resolution.

Item no. 7:

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("the Act"), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act.

Furthermore, pursuant to recent amendments to Regulation 24A of the SEBI Listing Regulations, every listed entity is required to conduct a Secretarial Audit and annex the Secretarial Audit Report to its annual report. Additionally, a listed entity must appoint a Secretarial Audit firm for a maximum of two terms of five consecutive years, with shareholder approval to be obtained at the Annual General Meeting.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors has approved the appointment of M/s. HSPN & Associates LLP, (HSPN) Company Secretaries, as the Secretarial Auditors of the Company for a period of five years, commencing from financial year 2025-2026 to 2029-2030. The appointment is subject to shareholders' approval at the Annual General Meeting.

While recommending HSPN for appointment, the Board and the Audit Committee evaluated various factors, including the firm's capability to handle a diverse, its existing experience in the Company's business segments. HSPN was found to be well-equipped to manage the scale, diversity, and complexity associated with the Secretarial Audit of the Company.

The terms and conditions of HSPN appointment include a tenure of five years, from financial year 2025-2026 to 2029-2030. The fixed remuneration for the Secretarial Audit for the year 2025 is set at Rs.1,35,000/- (Rupees One Lacs Thirty-Five Thousand only), plus applicable taxes and other. The proposed fees are determined based on the scope of work, and the time and expertise required by HSPN to conduct the audit effectively. Additional fees for statutory certifications and other professional services will be determined separately by the management, in consultation with HSPN, and will be subject to approval by the Board of Directors and/or the Audit Committee. The remuneration for the subsequent years from 2026 to 2029 will also be approved by the Board and/ or the Audit Committee.

HSPN has provided its consent to act as the Secretarial Auditors of the Company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the SEBI Listing Regulations. Accordingly, the consent of the shareholders is sought for the appointment of HSPN as the Secretarial Auditors of the Company.

The Board of Directors recommends the resolution for approval by the Members, as set out at Item No. 5 of the Notice.

None of the Directors, Key Managerial Personnel (KMP), or their relatives have any financial or other interest in the proposed resolution.

NOTES:

1. The Ministry of Corporate Affairs ("MCA") permitted holding of the AGM through VC/OAVM, without physical presence of the Members at a common venue. In compliance with the MCA Circulars, AGM of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed to be the venue for the AGM. [General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013", General Circular Nos. 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 in relation to "Clarification on holding of AGM through VC/OAVM, collectively referred to as "MCA Circulars"]

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Bigshare
3. Bigshare Services Pvt. Ltd. for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by Bigshare.
4. In accordance with the circulars issued by MCA and SEBI, the Notice of the 15th AGM along with Annual Report for the financial year 2024-25 is being sent by electronic mode to Members whose e-mail ids are registered with the Company / Registrar & Share Transfer Agent (RTA) or the Depository Participants (DPs). Additionally, in accordance with Regulation 36(1)(b) of the Listing Regulations, the Company is also sending a letter to Members whose e-mail ids are not registered with Company/RTA/DP providing the weblink of Company's website from where the Annual Report for financial year 2024-25 can be accessed.
5. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
6. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
7. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM.

However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.

8. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at epaper.pradeshtoday.com/investors/investors.aspx The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com respectively. The AGM Notice is also disseminated on the website of M/s. Bigshare Services Pvt. Ltd. (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
9. Institutional/Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/ Authorization etc., authorizing its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization shall be sent to the Scrutinizer by email through their registered email address to hs@hspnassociates.in/kunal@hspnassociates.in with copies marked to the Company at cs@pradeshtoday.org and to its RTA at info@bigshareonline.com.
10. The Company has notified closure of Register of Members and Share Transfer Books from Tuesday, 23rd September, 2025 to Monday, 29th September, 2025 (both days inclusive) Books for the purpose of 15th Annual General Meeting of Madhya Pradesh Today Media Limited.
11. Since the 15thAGM will be held through VC/OAVM, the route map is not annexed.
12. 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.**
13. In case of joint holders attending the 15th AGM, only such joint holder who is higher in the order of names will be entitled to vote.
14. Relevant documents referred to in the accompanying Notice and the Statements 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 15thAGM.
15. A member holding shares either in physical or dematerialized form, as on cut-off date, i.e., as on Monday September 22, 2025, may cast their votes electronically. The e-voting period commences on Friday, September 26, 2025 (9:00 a.m. IST) and ends on Sunday, September 28, 2025 (5:00 p.m. IST). The e-voting module will be disabled by Bigshare thereafter. A member will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. as on Monday September 22, 2025. A person who is not a member as on the cut-off date is requested to treat this Notice for information purposes only.

16. 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 2024-25 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.
17. Any person holding shares in physical form, and non-individual shareholders who acquire shares of the Company and become members of the Company after the Notice is sent and holding shares as of the cut-off date, i.e. Monday the September 22, 2025, may obtain the login ID and password by sending a request at Bigshare Services Pvt. Ltd. However, if he / she is already registered with Bigshare for remote e-voting, then he / she can use his / her existing user ID and password for casting the vote. In case of individual shareholders holding securities in demat mode, who acquire shares of the Company and become members of the Company after the Notice is sent and holding shares as of the cut-off date i.e. Monday the September 22, 2025, may follow steps mentioned in the Notice under "Instructions for e-voting"
18. 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.
19. Members seeking any information/desirous of asking any questions at the Meeting with regard to the accounts or any matter to be placed at the Meeting are requested to send email to the Company at cs@pradeshtoday.org at least 7 days before the Meeting. The same will be replied by the Company suitably.
20. 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.
21. Members are requested to correspond with RTA for all matters relating to shareholding in the Company.
22. 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.
23. 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.

24. 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.
25. The Company has appointed Mr. Hemant Shetye, Company Secretary, having Membership No. FCS-2827 & Certificate of Practice No. 1483 and/or Mr. Kunal Sakpal, having Membership No. ACS: 75123 & Certificate of Practice No.27860 Designated Partner of M/s HSPN & Associates LLP, Practicing Company Secretaries, as the Scrutinizer for conducting the e- voting process in a fair and transparent manner.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM/EGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

- i. The voting period begins on Friday, September 26, 2025 (9:00 a.m. IST) and ends on Sunday, September 28, 2025 (5:00 p.m. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Monday, 22nd September, 2025 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- iv. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
1. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>(1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.</p> <ul style="list-style-type: none"> ▪ After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly. For joining the meeting click on "VIEW EVENT DETAILS (CURRENT)" under 'EVENTS' option, Select event for which you are desire to attend the AGM/EGM under the dropdown option, click on the option VOTE NOW on right hand side top corner, you need to click on "VC/OAVM" link placed beside of "VIDEO CONFERENCE LINK" option. <p>1) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</p>

	<p>2) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.</p>
Individual Shareholders holding securities in demat mode with NSDL	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your</p>

	vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser:
<https://ivote.bigshareonline.com>
- Click on “LOGIN” button under the ‘INVESTOR LOGIN’ section to Login on E-Voting Platform.

- Please enter you '**USER ID**' (User id description is given below) and '**PASSWORD**' which is shared separately on you register email id.
 - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
 - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
 - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

***Note** If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on '**Forgot your password?**'
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**Reset**'.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on "**VOTE NOW**" option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.

- Shareholder can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**REGISTER**” under “**CUSTODIAN LOGIN**”, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with “**User id and password will be sent via email on your registered email id**”.

NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**CUSTODIAN LOGIN**’ tab and further Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**’.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
 - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
 - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.
- Note:** The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)
- Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

4. Procedure for joining the AGM/EGM through VC/ OAVM:

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the AGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to attend the AGM/EGM under the dropdown option.
- For joining virtual meeting click on the option **VOTE NOW** on right hand side top corner.

- For joining virtual meeting, you need to click on “VC/OAVM” link placed beside of “VIDEO CONFERENCE LINK” option.
- Members attending the AGM/EGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the AGM/EGM are as under:

- The Members can join the AGM/EGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM/EGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM/EGM.
- Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the AGM/EGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions (‘FAQs’) available at <https://ivote.bigshareonline.com>, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

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

**Sd/-
Megha Neema
Company Secretary
(Membership No. A39643)**

**Place: Bhopal
Date: 4th September 2025
Registered Office:
MADHYA PRADESH TODAY MEDIA LIMITED
CIN: L22120MP2010PLC024758
Plot No.5, Press Complex, Zone – I, M. P. Nagar,
Bhopal - 462 011
Tel: 0755-7185600
epaper.pradeshtoday.com**

Additional information on directors recommended for appointment / reappointment as required under Regulation 36(3) of SEBI (LODR) Regulations, 2015 and SS-2 issued by the Institute of Company Secretaries of India, is as follows:

Details of Directors seeking Appointment/Re-appointment at the 15th Annual General Meeting

Name of Director	Kaustubh Dixit	Mr. Hradayesh Kumar Dixit	Mr. Shantanu Dixit
Director Identification Number (DIN)	07219025	03146320	03146408
Designation/ category of the Director	Non- Executive Director	Managing Director	Whole Time Director
Date of Birth / Age	14-08-1995 Age: 30	27-06-1968 Age: 57	10-12-1991 Age: 34
Date of the first appointment on the Board	28-07-2017	18-11-2010	27-06-2025
Qualifications	BMBS	Master's degree in Journalism from Makhanlal University, Bhopal	B.B.A
Brief Profile, Experience, and Expertise in specific functional areas	He is the Non-Executive Director of the Madhya Pradesh Today Media Limited. He has completed BMBS from Daly College Business School (DMU, Leicester) in the year 2016. He is currently advising to the board an independent view on the running of our business, governance and boardroom best practice	He is the Co-Founder of Madhya Pradesh Today Media Limited (Pradesh Today Media Group). He is Presently Chairman & Managing Director of Pradesh Today Media Group. He holds Master's degree in Journalism from Makhanlal University, Bhopal. He has been on the Board of Company since inception. He has more than 20 years of experience in the publishing and newspaper business. Under his guidance Pradesh Today Media Group publishes Hindi Daily Evening Newspaper called Pradesh Today in over 52 districts, in Madhya Pradesh with a largest circulation daily. Pradesh Today is	Mr. Shantanu Dixit (DIN: 03146408) is well Educated and Qualified his B.B.A Mr. Shantanu Dixit was appointed as a Whole Time Director of the Company. He looked after trading operations in Soya DOC, Rice, pulses in one of the group companies and also looked after Energy Projects related work in one of the group companies. Mr. Shantanu Dixit is with the rare combination of excellence, conscientious administration, dynamic management skills and academic depth. His contribution has led optimization of output, outcome and delivery. Under his leadership company received many awards and successfully organized 1 st Auto

		Madhya Pradesh's biggest evening newspaper. Under his dynamic leadership with clear future vision, the company has progressed to make Pradesh Today one of largest read newspaper of the Madhya Pradesh.	Show of Madhya Pradesh
Directorships held in other companies including listed companies (^) and excluding Foreign companies as of the date of this Notice	N.A.	N.A.	N.A.
Relationship between Directors inter-se	1. Son of Mr. Hradayesh Kumar Dixit, Managing Director of the Company. 2. Brother of Mr. Shantanu Dixit, CFO of the Company.	Father of Mr. Shantanu Dixit and Mr. Kaustubh Dixit.	Son of Mr. Hradayesh Kumar Dixit, Managing Director of the Company and brother of Mr. Kaustubh Dixit, Non-Executive Director of the Company
Terms and condition of appointment / reappointment	Re-appointment in terms of Section 152(6) of the Companies Act, 2013..	Reappointment of Managing Director.	Appointed as an whole time Director
Name of listed entities from which the person has resigned in the past three years	Nil	Nil	Madhya Pradesh Today Media Limited.
Shareholding in the Company including shareholding as a beneficial owner	20 Equity Shares (0.00%)	12,09,940 (Twelve Lacs Nine Thousand Nine Hundred Forty Only) (26.49%)	12,29,960 (26.93%) (Twelve Lacs Twenty-Nine Thousand Nine Hundred Sixty only)

