

July 20, 2020

To
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001.
Company Scrip Code: - 500189

To
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai-400 051.
Company Script Code: NXTDIGITAL

SUB: Notice of meeting of the Board of Directors.

Dear Sir / Madam,

We refer to our letter dated **June 25, 2020** towards cancelling / rescheduling 219th meeting of Board of Directors of the Company to be held on **Friday, June 26, 2020**.

We are pleased to inform you that said 219th meeting of the Board of Directors of the Company is rescheduled to be held on **Friday, July 31, 2020** *inter-alia* to consider and approve:

- a) Audited Standalone Financial Results of the Company for the quarter and year ended **March 31, 2020**.
- b) Audited Consolidated Financial Results of the Company for the year ended **March 31, 2020**

These results are without giving effect of scheme of arrangement by and between Company and Indosind Media & Communications limited (IMCL) by which Media and Communication undertaking of IMCL will get demerged into the Company after necessary judicial and regulatory approvals.

Further, in accordance with the Company's Code of Conduct to Regulate, Monitor and Report Trading by Insiders and Internal Procedures, the 'trading window' for dealing in the securities of the Company is closed for the Directors/ Officers and Designated Employees of the Company from **Wednesday, April 01, 2020** till 48 hours after the announcement of the Financial Results i.e. up to **Saturday, August 02, 2020** (both days inclusive).

The Company vide its letter dated **August 12, 2019** and **August 27, 2019** had intimated to exchanges towards approval of the Scheme of Arrangement by and between Company and Indusind Media & Communications limited (IMCL) by which Media and Communication undertaking of IMCL demerged in to Company in accordance with the provisions of Section 230 to 232 read with Section 52 and 66 of the Companies Act, 2013 by the Board of Directors.

The appointed date of the Scheme of Arrangement is **October 01, 2019**. The National Company Law Tribunal [NCLT] has fixed final hearing on **July 28, 2020**.

Accordingly:

- (1) On **July 31, 2020**, the Board will consider and approve Audited Consolidated Financial Results of the Company for the year ended **March 31, 2020** without giving effect of Scheme of



(Formerly known as Hieshaja Ventures Limited)

Registered Office: IN CENTRE, 49/50 MIDC, 12th Road, Andheri (E), Mumbai - 400 093
T: +91 - 22 - 2820 8585 W: www.nxtdigital.co CIN. No. L51900MH1985PLC036896

Arrangement. The Company will publish Audited Consolidated Financial Results of the Company for the year ended **March 31, 2020** along with Audited Standalone Financial Results of the Company for the quarter and year ended **March 31, 2020** without giving any effect of the above Scheme of Arrangement.

(2) On getting approval of Scheme of Arrangement from the NCLT and filing with Registrar of Companies (ROC) i.e. effective date of Scheme of Arrangement the Board of Directors of the Company will

(a) consider and approve Audited Consolidated Financial Results of the Company and the Audited Standalone Financial Results of the Company for the year ended **March 31, 2020**, after giving effect of the Scheme of Arrangement

(b) Similarly, the Company will publish Audited Consolidated Financial Results of the Company and the Audited Standalone Financial Results of the Company for the year ended **March 31, 2020** after giving effect of the Scheme of Arrangement.

(3) In the Annual Report for 2019-2020, Company will print the Audited Consolidated Financial Results and the Audited Standalone Financial Results for the year ended **31st March 2020** after giving effect of Scheme of Arrangement duly approved by the Board and same will be placed before the Members for adoption at the ensuing **35th Annual General Meeting**.


Kindly take the note of same. If you are required any clarifications, we will be glad to provide the same.

Kindly arrange to disseminate the above information for the benefit of the Members of the Company.

Thanking you.

Yours faithfully,

For NXTDIGITAL LIMITED
(Formerly known as Hinduja Ventures Limited)


Ashok Mansukhani
Managing Director
DIN: 00143001



July 20, 2020

To
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001.
Company Scrip Code: - 500189

To
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai-400 051.
Company Script Code: NXTDIGITAL

SUB: Notice of meeting of the Board of Directors.

Dear Sir / Madam,

We refer to our letter dated June 25, 2020 towards cancelling / rescheduling 219th meeting of Board of Directors of the Company to be held on Friday, June 26, 2020.

We are pleased to inform you that said 219th meeting of the Board of Directors of the Company is rescheduled to be held on **Friday, July 31, 2020** *inter-alia* to consider and approve:

- a) Audited Standalone Financial Results of the Company for the quarter and year ended March 31, 2020
- b) Audited Consolidated Financial Results of the Company for the year ended March 31, 2020

Without giving effect of scheme of arrangement by and between Company and IndusInd Media & Communications limited (IMCL) by which Media and Communication undertaking of IMCL demerged into the Company.

Further, in accordance with the Company's Code of Conduct to Regulate, Monitor and Report Trading by Insiders and Internal Procedures, the 'trading window' for dealing in the securities of the Company is closed for the Directors/ Officers and Designated Employees of the Company from Wednesday, April 01, 2020 till 48 hours after the announcement of the Financial Results i.e. up to Saturday, August 02, 2020 (both days inclusive).

The Company vide its letter dated August 12, 2019 and August 27, 2019 intimated to exchanges towards approval of the Scheme of Arrangement by and between Company and IndusInd Media & Communications limited (IMCL) by which Media and Communication undertaking of IMCL demerged in to Company in accordance with the provisions of Section 230 to 232 read with Section 52 and 66 of the Companies Act, 2013 by the Board of Directors.

The appointed date of the Scheme of Arrangement is October 01, 2019. The National Company Law Tribunal [NCLT] has fixed final hearing on July 28, 2020.

Accordingly:

(1) On July 31, 2020, the Board will consider and approve Audited Consolidated Financial Results of the Company for the year ended March 31, 2020 without giving effect of Scheme of Arrangement. The Company will publish Audited Consolidated Financial Results of the Company



(formerly known as Hinduja Ventures Limited)

Registered Office: IN CENTRE, 49/50 MIDC, 12TH Road, Andheri (E), Mumbai – 400 093
T: +91 – 22 – 2820 8585 W: www.nxtdigital.co CIN. No. L51900MH1985PLC036896



for the year ended March 31, 2020 along with Audited Standalone Financial Results of the Company for the quarter and year ended March 31, 2020 without giving any effect of the above Scheme of Arrangement.

(2) On getting approval of Scheme of Arrangement from NCLT and filing with Registrar of Companies (ROC) i.e. effective date of Scheme of Arrangement the Board of Directors of the Company will

(a) consider and approve Audited Consolidated Financial Results of the Company and the Audited Standalone Financial Results of the Company for the year ended March 31, 2020, after giving effect of the Scheme of Arrangement

(b) Similarly, the Company will publish Audited Consolidated Financial Results of the Company and the Audited Standalone Financial Results of the Company for the year ended March 31, 2020 after giving effect of the Scheme of Arrangement.

(3) In the Annual Report 2019-2020, Company will print the Audited Consolidated Financial Results and the Audited Standalone Financial Results for the year ended 31st March 2020 after giving effect of Scheme of Arrangement duly approved by the Board and same will be placed before the Members for adoption at the ensuing 35th Annual General Meeting.

Kindly take the note of same. If you are required any clarifications, we will be glad to provide the same.

Kindly arrange to disseminate the above information for the benefit of the Members of the Company.

Thanking you.

Yours faithfully,

**For NXTDIGITAL LIMITED
(Formerly known as Hinduja Ventures Limited)**

MANSUKHAN I ASHOK
HIRANAND
Digitally signed by
MANSUKHANI ASHOK
HIRANAND
Date: 2020.07.20
16:01:33 +05'30'

**Ashok Mansukhani
Managing Director
DIN: 00143001**



(formerly known as Hinduja Ventures Limited)

Registered Office: IN CENTRE, 49/50 MIDC, 12TH Road, Andheri (E), Mumbai – 400 093
T: +91 – 22 – 2820 8585 W: www.nxtdigital.co CIN. No. L51900MH1985PLC036896