



July 4, 2025

National Stock Exchange of India Limited

Trading Symbol: **NETWORK18**

Through: NEAPS

BSE Limited

SCRIP CODE: **532798**

Through: BSE Listing Centre

Dear Sirs,

Sub: Voting results of the 30th Annual General Meeting of the Company held on July 3, 2025 - Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We enclose herewith:

1. Voting results of the business transacted at the AGM – Annexure I
2. Consolidated report of the Scrutinizer on remote e-voting prior and during the AGM – Annexure II

For **Network18 Media & Investments Limited**

Shweta Gupta
Company Secretary and Compliance Officer

Encl. : as above

Network18 Media & Investments Limited

(CIN - L65910MH1996PLC280969)

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NETWORK18 MEDIA & INVESTMENTS LIMITED
Voting Results

Date of the AGM/EGM:	July 3, 2025
Total number of shareholders on record date(i.e., June 26, 2025 - cut-off date for voting purpose):	5 71 293
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	8 152

Agenda-wise disclosure

The Mode of voting for all resolutions was remote e-voting and e-voting at the Meeting.

Resolution 1(a): Consideration and adoption of Audited Financial Statement of the Company for the financial year ended March 31, 2025 and the Reports of the Board of Directors and Auditors thereon (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 and Promoter Group	E-Voting	87 72 58 759	87 72 58 759	100.0000	87 72 58 759	0	100.0000	0.0000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	87 72 58 759	87 72 58 759	100.0000	87 72 58 759	0	100.0000	0.0000
Public- Institutions	E-Voting	10 91 37 813	10 15 20 299	93.0203	10 15 20 299	0	100.0000	0.0000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	10 91 37 813	10 15 20 299	93.0203	10 15 20 299	0	100.0000	0.0000
Public- Non Institutions *	E-Voting	55 56 03 446	9 78 09 374	17.6042	9 77 10 305	99 069	99.8987	0.1013
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	55 56 03 446	9 78 09 374	17.6042	9 77 10 305	99 069	99.8987	0.1013
Total	154 20 00 018	107 65 88 432	69.8177	107 64 89 363	99 069	99.9908	0.0092	

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public- Institutions	0
Public- Non Institutions	0
Total	0

Whether resolution is passed or not ? (Yes or No): Yes

Resolution 1(b): Consideration and adoption of Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2025 and the Report of the Auditors thereon (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 and Promoter Group	E-Voting	87 72 58 759	87 72 58 759	100.0000	87 72 58 759	0	100.0000	0.0000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	87 72 58 759	87 72 58 759	100.0000	87 72 58 759	0	100.0000	0.0000
Public- Institutions	E-Voting	10 91 37 813	10 15 20 299	93.0203	10 15 20 299	0	100.0000	0.0000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	10 91 37 813	10 15 20 299	93.0203	10 15 20 299	0	100.0000	0.0000
Public- Non Institutions *	E-Voting	55 56 03 446	9 78 09 374	17.6042	9 77 10 305	99 069	99.8987	0.1013
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	55 56 03 446	9 78 09 374	17.6042	9 77 10 305	99 069	99.8987	0.1013
Total		154 20 00 018	107 65 88 432	69.8177	107 64 89 363	99 069	99.9908	0.0092

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public- Institutions	0
Public- Non Institutions	0
Total	0

Whether resolution is passed or not ? (Yes or No): Yes

Resolution 2:

Appointment of Mr. P.M.S. Prasad (DIN: 00012144), a Director retiring by rotation (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 and Promoter Group	E-Voting	87 72 58 759	87 72 58 759	100.0000	87 72 58 759	0	100.0000	0.0000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	87 72 58 759	87 72 58 759	100.0000	87 72 58 759	0	100.0000	0.0000
Public- Institutions	E-Voting	10 91 37 813	10 15 20 299	93.0203	9 74 91 784	40 28 515	96.0318	3.9682
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	10 91 37 813	10 15 20 299	93.0203	9 74 91 784	40 28 515	96.0318	3.9682
Public- Non Institutions *	E-Voting	55 56 03 446	9 78 02 731	17.6030	9 76 96 500	1 06 231	99.8914	0.1086
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	55 56 03 446	9 78 02 731	17.6030	9 76 96 500	1 06 231	99.8914	0.1086
Total		154 20 00 018	107 65 81 789	69.8172	107 24 47 043	41 34 746	99.6159	0.3841

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public- Institutions	0
Public- Non Institutions	0
Total	0

Whether resolution is passed or not ? (Yes or No): Yes

Resolution 3:

Appointment of Ms. Jyoti Deshpande (DIN: 02303283), a Director retiring by rotation (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 and Promoter Group	E-Voting	87 72 58 759	87 72 58 759	100.0000	87 72 58 759	0	100.0000	0.0000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	87 72 58 759	87 72 58 759	100.0000	87 72 58 759	0	100.0000	0.0000
Public- Institutions	E-Voting	10 91 37 813	10 15 20 299	93.0203	9 74 91 784	40 28 515	96.0318	3.9682
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	10 91 37 813	10 15 20 299	93.0203	9 74 91 784	40 28 515	96.0318	3.9682
Public- Non Institutions *	E-Voting	55 56 03 446	9 78 02 731	17.6030	9 77 02 295	1 00 436	99.8973	0.1027
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	55 56 03 446	9 78 02 731	17.6030	9 77 02 295	1 00 436	99.8973	0.1027
Total		154 20 00 018	107 65 81 789	69.8172	107 24 52 838	41 28 951	99.6165	0.3835

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public- Institutions	0
Public- Non Institutions	0
Total	0

Whether resolution is passed or not ? (Yes or No): Yes

Resolution 4: Approval for continuation of Mr. P.M.S. Prasad (DIN: 00012144) as a Non-Executive Director, liable to retire by rotation, notwithstanding his attaining the age of seventy-five years (Special 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 and Promoter Group	E-Voting	87 72 58 759	87 72 58 759	100.0000	87 72 58 759	0	100.0000	0.0000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	87 72 58 759	87 72 58 759	100.0000	87 72 58 759	0	100.0000	0.0000
Public- Institutions	E-Voting	10 91 37 813	10 15 20 299	93.0203	9 80 61 429	34 58 870	96.5929	3.4071
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	10 91 37 813	10 15 20 299	93.0203	9 80 61 429	34 58 870	96.5929	3.4071
Public- Non Institutions *	E-Voting	55 56 03 446	9 78 07 934	17.6039	9 76 89 164	1 18 770	99.8786	0.1214
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	55 56 03 446	9 78 07 934	17.6039	9 76 89 164	1 18 770	99.8786	0.1214
Total		154 20 00 018	107 65 86 992	69.8176	107 30 09 352	35 77 640	99.6677	0.3323

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public- Institutions	0
Public- Non Institutions	0
Total	0

Whether resolution is passed or not ? (Yes or No): Yes

Resolution 5:

Ratification of the remuneration of the Cost Auditor for the financial year ending March 31, 2026 (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 and Promoter Group	E-Voting	87 72 58 759	87 72 58 759	100.0000	87 72 58 759	0	100.0000	0.0000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	87 72 58 759	87 72 58 759	100.0000	87 72 58 759	0	100.0000	0.0000
Public- Institutions	E-Voting	10 91 37 813	10 15 20 299	93.0203	10 15 20 299	0	100.0000	0.0000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	10 91 37 813	10 15 20 299	93.0203	10 15 20 299	0	100.0000	0.0000
Public- Non Institutions *	E-Voting	55 56 03 446	9 78 03 134	17.6030	9 76 86 958	1 16 176	99.8812	0.1188
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	55 56 03 446	9 78 03 134	17.6030	9 76 86 958	1 16 176	99.8812	0.1188
Total		154 20 00 018	107 65 82 192	69.8173	107 64 66 016	1 16 176	99.9892	0.0108

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public- Institutions	0
Public- Non Institutions	0
Total	0

Whether resolution is passed or not ? (Yes or No): Yes

Resolution 6:

Re-appointment of Ms. Renuka Ramnath (DIN:00147182), as an Independent Director of the Company (Special 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 and Promoter Group	E-Voting	87 72 58 759	87 72 58 759	100.0000	87 72 58 759	0	100.0000	0.0000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	87 72 58 759	87 72 58 759	100.0000	87 72 58 759	0	100.0000	0.0000
Public- Institutions	E-Voting	10 91 37 813	10 15 20 299	93.0203	10 12 63 929	2 56 370	99.7475	0.2525
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	10 91 37 813	10 15 20 299	93.0203	10 12 63 929	2 56 370	99.7475	0.2525
Public- Non Institutions *	E-Voting	55 56 03 446	9 78 03 131	17.6030	9 77 01 111	1 02 020	99.8957	0.1043
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	55 56 03 446	9 78 03 131	17.6030	9 77 01 111	1 02 020	99.8957	0.1043
Total		154 20 00 018	107 65 82 189	69.8173	107 62 23 799	3 58 390	99.9667	0.0333

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public- Institutions	0
Public- Non Institutions	0
Total	0

Whether resolution is passed or not ? (Yes or No): Yes

Resolution 7:

Appointment of Secretarial Auditor (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 and Promoter Group	E-Voting	87 72 58 759	87 72 58 759	100.0000	87 72 58 759	0	100.0000	0.0000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	87 72 58 759	87 72 58 759	100.0000	87 72 58 759	0	100.0000	0.0000
Public- Institutions	E-Voting	10 91 37 813	10 15 20 299	93.0203	9 99 72 886	15 47 413	98.4758	1.5242
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	10 91 37 813	10 15 20 299	93.0203	9 99 72 886	15 47 413	98.4758	1.5242
Public- Non Institutions *	E-Voting	55 56 03 446	9 78 03 130	17.6030	9 77 03 116	1 00 014	99.8977	0.1023
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	55 56 03 446	9 78 03 130	17.6030	9 77 03 116	1 00 014	99.8977	0.1023
Total		154 20 00 018	107 65 82 188	69.8173	107 49 34 761	16 47 427	99.8470	0.1530

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public- Institutions	0
Public- Non Institutions	0
Total	0

Whether resolution is passed or not ? (Yes or No): Yes

Resolution 8:

Approval for Material related party transactions of the Company (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 and Promoter Group	E-Voting	87 72 58 759	0	0.0000	0	0	0.0000	0.0000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	87 72 58 759	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	10 91 37 813	10 15 20 299	93.0203	9 99 72 886	15 47 413	98.4758	1.5242
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	10 91 37 813	10 15 20 299	93.0203	9 99 72 886	15 47 413	98.4758	1.5242
Public- Non Institutions *	E-Voting	55 56 03 446	8 54 60 195	15.3815	8 53 53 621	1 06 574	99.8753	0.1247
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	55 56 03 446	8 54 60 195	15.3815	8 53 53 621	1 06 574	99.8753	0.1247
Total		154 20 00 018	18 69 80 494	12.1258	18 53 26 507	16 53 987	99.1154	0.8846

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public- Institutions	0
Public- Non Institutions	0
Total	0

Whether resolution is passed or not ? (Yes or No): Yes

(1) * Includes the following:-

- a. 68,372 shares representing 0.00% of share capital of the Company transferred to Investor Education and Protection Fund Authority. The voting rights on these shares remain frozen until the rightful owner claims the shares.
- b. 46,428 shares representing 0.00% of share capital of the Company transferred to Unclaimed Suspense Account pursuant to Regulation 39(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule VI thereto. The voting rights on these shares remain frozen until the rightful owner claims the shares.
- c. 6,89,408 shares representing 0.04% of share capital of the Company held by the Trustees in NETWORK18 TRUST - PhyS pursuant to the scheme of arrangement, for the benefit of shareholders of erstwhile e-Eighteen.com Limited and TV18 Broadcast Limited and holding shares in physical form. The Trustees of these Trusts are not entitled to vote in respect of the shares held by such Trusts.
- d. 8,162 shares representing 0.00% of share capital of the Company held in Unclaimed Securities-Suspense Escrow Account for the benefit of shareholders whose shares got rejected while executing corporate action pursuant to the scheme of arrangement. The voting rights on these shares remain frozen until the rightful owner claims the shares.

(2) \$ Represents valid votes polled

Note: All the aforesaid resolutions have been passed with requisite majority.

The Chairman
Network 18 Media & Investments Limited

Dear Sir,

Sub: Consolidated Report on remote e-voting and voting through Electronic Voting system at the 30th Annual General Meeting ("AGM"), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and General Circular No. 09/2024 dated September 19, 2024 read together with No. 09/2023 dated September 25, 2023, No. 10/2022 dated December 28, 2022, No. 2/2022 dated May 5, 2022, No. 21/2021 dated December 14, 2021, No. 19/2021 dated December 8, 2021, No. 02/2021 dated January 13, 2021, No. 20/2020 dated May 5, 2020, No. 17 /2020 dated April 13, 2020, No. 14/2020 dated April 8, 2020, issued by the Ministry of Corporate Affairs (MCA), Government of India and Circular dated January 5, 2023 issued by the Securities and Exchange Board of India (SEBI) (collectively referred to as "MCA & SEBI Circulars") at the AGM of Network 18 Media & Investments Limited held on Thursday, July 03, 2025 at 4:00 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

I, B. Narasimhan, a Company Secretary in Practice, (Proprietor of BN & Associates, Company Secretaries), have been appointed by the Board of Directors of Network18 Media & Investments Limited (the "**Company**") as a Scrutinizer for the purpose of scrutinizing the remote e-voting process and the process of voting through electronic means at the AGM (i.e. Insta Poll) for ascertaining the requisite majority, as per the provisions of Section 108 of the Companies Act, 2013 (the "**Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("**Rules**"), as amended, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), on the resolutions contained in the Notice dated June 03, 2025, calling the 30th AGM of the Company, held on Thursday, July 03, 2025, at 4:00 p.m. (IST) through VC / OAVM.

The **MCA & SEBI Circulars** provide for relaxation in the manner in which an AGM will be held including the manner of sending the Notices and Annual Reports to the Members and the manner of voting at the meeting.

As mentioned in the Notice, the deemed venue of the AGM was the Registered Office of the Company.

Further :

1. The management of the Company is responsible to ensure compliance with the requirements of the Act, Rules, MCA & SEBI Circulars and Listing Regulations relating to



voting through electronic means (i.e. by remote e-voting and through Insta Poll on the resolutions contained in the Notice of the AGM).

2. My responsibility as a Scrutinizer is restricted to making a Scrutinizer's report of the votes cast "in favour of" or "against" the resolutions stated in the Notice of the AGM, based on the reports generated from the remote e-voting and voting through Insta Poll system provided by KFin Technologies Limited ("KFin"), the agency authorised under the Rules to provide e-voting facilities and accordingly engaged by the Company. KFin is also the Registrar and Transfer Agent (RTA) of the Company.
3. I have also verified various compliances as mentioned in Rules prescribed for remote e-voting, made by the Company and mentioned in this report.
4. I confirm that the Company has complied with the process of sending the Annual Report including Notice of AGM electronically to those Members who have registered their e-mail addresses with Depositories / Company / RTA / Depository Participants. The Notices sent through email contained the detailed procedure to be followed by the Members for casting their votes electronically as provided in the Rules and MCA & SEBI Circulars.
5. KFin had provided a system for recording the votes of the Members electronically (through remote e-voting and Insta Poll) on all the items sought to be transacted at the AGM.
6. The Company had uploaded the Notice of AGM containing all the items of the business to be transacted thereat on the website of the Company, in order to facilitate the Members to cast their vote through E-Voting. The Notice of AGM was also uploaded on the website of KFin and the websites of Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited.
7. As per the MCA & SEBI Circulars, the Company had advertised in the newspapers, asking Members, who have not registered their email ids with the Company or KFin or with the respective Depository Participant, to do so and to the extent, details provided by the Members were considered for sending the Notice of the AGM and the Annual Report 2024-25.
8. The **Cut-off date** for the purposes of identifying the Members who were entitled to vote on the resolutions placed for approval of the Members was **Thursday, June 26, 2025**.
9. As prescribed in the Rules, the remote e-voting facility was kept open from **9:00 a.m. (IST) on Sunday, June 29, 2025 to 5:00 p.m. (IST) on Wednesday, July 02, 2025**.
10. In compliance with the clause 3(A)(IV) of the MCA Circular dated May 5, 2020, the Company had published an advertisement prior to sending Notice of AGM to the Members in the English newspaper 'Financial Express' and Marathi newspaper 'Navshakti', on June 10, 2025, The Notice published in the Newspaper contained the required information as provided under clause IV (a) to (f) of the said circular.
11. Further, in compliance with Rule 20(4)(v) of the Rules, the Company had also published an advertisement, 21 days before the date of the AGM, in English newspaper 'Financial Express' and in Marathi newspaper 'Navshakti' on June 12, 2025 The notice published in the newspaper carried the required information as specified in Sub Rule 4(v),(a) to (h) of the said Rule.
12. I submit my report on remote e-voting and for the voting through Insta Poll as under:



- i. The votes cast through remote e-voting were blocked on Wednesday, July 02, 2025 after 5:00 p.m. (i.e. end of remote e-voting period), however, we had the access to the data, for the limited purpose of identifying those Members who have participated through remote e-voting process and the details of the Members were downloaded on July 02, 2025, from the e-voting portal of KFin.
- ii. After the conclusion of voting at the AGM through Insta Poll, the votes cast at the Meeting were counted first and thereafter the votes cast through remote e-voting were unblocked and the details containing, *inter alia*, the list of Members, who voted "for" or "against" each of the resolutions, that were put to vote, were generated from the e-voting system of KFin and was also witnessed by 2 witnesses, Mr. K Venkataraman and Mr. Kartik Madrecha, who are not in the employment of the Company and / or KFin. The witnesses signed this report in confirmation of the fact that the votes were unblocked in their presence on Thursday July 03, 2025.

The results of the remote e-voting together with that of the voting conducted at the AGM by way of Insta Poll are as under:

ORDINARY BUSINESS

Item No. 1 (a) of the Notice:

Consideration and adoption of the audited financial statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon. (As an Ordinary Resolution)

Votes in favour of the resolution		Votes against the resolution		Invalid votes
Nos.	%age	Nos.	%age	Nos.
107,64,89,363	99.9908	99,069	0.0092	NIL

The resolution stands passed with the requisite majority.

Item No. 1 (b) of the Notice:

Consideration and adoption of the audited consolidated financial statement of the Company for the financial year ended March 31, 2025 and the report of the Auditors thereon. (As an Ordinary Resolution)

Votes in favour of the resolution		Votes against the resolution		Invalid votes
Nos.	%age	Nos.	%age	Nos.
107,64,89,363	99.9908	99,069	0.0092	NIL

The resolution stands passed with the requisite majority.



Item No. 2 of the Notice:

Appointment of Mr. P.M.S. Prasad (DIN: 00012144), a Director retiring by rotation. (As an Ordinary Resolution)

Votes in favour of the resolution		Votes against the resolution		Invalid votes
Nos.	%age	Nos.	%age	Nos.
107,24,47,043	99.6159	41,34,746	0.3841	Nil

The resolution stands passed with the requisite majority.

Item No. 3 of the Notice:

Appointment of Ms. Jyoti Deshpande (DIN: 02303283), a Director retiring by rotation. (As an Ordinary Resolution)

Votes in favour of the resolution		Votes against the resolution		Invalid votes
Nos.	%age	Nos.	%age	Nos.
107,24,52,838	99.6165	41,28,951	0.3835	Nil

The resolution stands passed with the requisite majority.

SPECIAL BUSINESS

Item No. 4 of the Notice:

Approval for continuation of P.M.S. Prasad (DIN: 00012144) as a Non Executive Director, liable to by rotation, notwithstanding his attaining the age of 75 years . (As a Special Resolution)

Votes in favour of the resolution		Votes against the resolution		Invalid votes
Nos.	%age	Nos.	%age	Nos.
107,30,09,352	99.6677	35,77,640	0.3323	Nil

The resolution stands passed with the requisite majority.

Item No. 5 of the Notice:

Ratification of the remuneration of Cost Auditor for the financial year ending March 31, 2026. (As an Ordinary Resolution)



Votes in favour of the resolution		Votes against the resolution		Invalid votes
Nos.	%age	Nos.	%age	Nos.
107,64,66,016	99.9892	1,16,176	0.0108	Nil

The resolution stands passed with the requisite majority.

Item No.6 of the Notice:

Re-appointment of Ms. Renuka Ramnath (DIN : 00147182), as an Independent Director of the Company (As a Special Resolution)

Votes in favour of the resolution		Votes against the resolution		Invalid votes
Nos.	%age	Nos.	%age	Nos.
107,62,23,799	99.9667	3,58,390	0.0333	Nil

The resolution stands passed with the requisite majority.

Item

Item No.7 of the Notice:

Appointment of Secretarial Auditor (As an Ordinary Resolution)

Votes in favour of the resolution		Votes against the resolution		Invalid votes
Nos.	%age	Nos.	%age	Nos.
107,49,34,761	99.8470	16,47,427	0.1530	Nil

The resolution stands passed with the requisite majority.

Item No 8 of the Notice :

Approval for material related party transactions of the company (As an Ordinary Resolution) #

Votes in favour of the resolution		Votes against the resolution		Invalid votes
Nos.	%age	Nos.	%age	Nos.
18,53,26,507	99.1154	16,53,987	0.8846	Nil

For the voting results, the votes cast by members who are eligible to vote in terms of Regulation 23 of Listing Regulations have been considered.

The resolution stands passed with the requisite majority.



All the Resolutions mentioned in the AGM Notice dated June 03, 2025 as per the details mentioned above stand passed with the requisite majority and deemed to be passed as on the date of the AGM i.e. July 03, 2025.

Thanking you,
Yours Faithfully



CS B. Narasimhan
Company Secretary in Practice
(FCS no 1303 COP no 10440)

Proprietor
BN & Associates
COMPANY SECRETARIES
UDIN No: F001303G000678826



Place: Mumbai

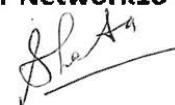
Date: July 04, 2025

The following were the witnesses to the unblocking of the votes cast through remote e-voting.


1. Mr. K Venkataraman


2. Mr. Kartik Madrecha

Countersigned
For Network18 Media & Investments Limited


Shweta Gupta
Company Secretary and Compliance Officer

Place: Mumbai

Date: July 04, 2025