

**DIGICONTENT LIMITED**

(formerly known as HT Digital Ventures Limited)

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CIN: L74999DL2017PLC322147

Ref: DCL/CS/160/2021

21st September, 2021

BSE Limited
P.J. Tower, Dalal Street
MUMBAI - 400 001

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra - Kurla Complex, Bandra (East)
MUMBAI - 400 051

Scrip Code: 542685
Trading Symbol: DGCONTENT

Dear Sirs,

Sub: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") - Proceedings of 4th Annual General Meeting (AGM)

This is to inform you that the 4th AGM of members of Digicontent Limited was held today i.e. 21st September, 2021 via Video Conferencing/Other Audio Visual Means.

In the above connection, please find enclosed herewith proceedings of the said AGM in due compliance of Regulation 30 of SEBI LODR.

This is for your information and records.

Thanking you,

Yours faithfully,

For **DIGICONTENT LIMITED**

(Vikas Prakash)
Company Secretary

A9



Encl.: As above

DIGICONTENT LIMITED
PROCEEDINGS OF 4th ANNUAL GENERAL MEETING

The 4th Annual General Meeting (“AGM/Meeting”) of the Members of Digicontent Limited was held on Tuesday, the 21st September, 2021 via Video Conferencing (VC)/Other Audio Visual Means (OAVM), in accordance with the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circular(s) issued by Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI), from time to time, in this regard.

The meeting commenced at 11:00 AM (IST) and concluded at 11:57 A.M. (IST) (including time allowed for e-voting at the meeting i.e. InstaPoll). 143 nos. of Members attended the AGM through VC.

Directors present:

Mr. Priyavrat Bhartia, *Chairman*

Mr. Vivek Mehra, *Independent Director, Chairman of Audit Committee*

Mr. Praveen Someshwar, *Non-executive Director, and representing Chairman of Nomination & Remuneration Committee and Stakeholders' Relationship Committee*

Mr. Dinesh Mittal, *Non-executive Director*

In attendance:

Mr. Puneet Jain, *Chief Executive Officer*

Mr. Ajay Nair, *Chief Financial Officer*

Mr. Vikas Prakash, *Company Secretary*

Mr. Rajesh Arora and Mr. Kunal Kapur, *representatives of B S R and Associates, Chartered Accountants (Statutory Auditor)*

Mr. Manish Gupta, *representative of RMG & Associates, Company Secretaries (Secretarial Auditor)*

Gist of proceedings:

Mr. Priyavrat Bhartia, Chairman, welcomed the members who have joined the AGM through VC/OAVM. The requisite quorum being present, the meeting was called to order. Chairman introduced the Directors and Key Managerial Personnel to the members. He mentioned that Ms. Suchitra Rajendra, Independent Director could not attend the meeting due to her pre-occupation and Mr. Ajay Relan, Independent Director was unable to attend the meeting due to medical exigency.

Chairman stated that necessary steps have been taken as required by law to enable the Members to participate and vote on all the items of agenda set out in the notice convening the AGM.



Mr. Vikas Prakash, Company Secretary apprised the Members that in accordance with the provisions of Companies Act, 2013 & Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has extended to its members the facility to exercise their right to vote on all the items of agenda of this meeting through remote e-voting facility, and e-voting at the AGM i.e. InstaPoll. He stated that remote e-voting facility commenced at 9.00 a.m. on 17th September, 2021 and concluded at 5.00 p.m. on 20th September, 2021. Members who could not cast their vote through remote e-voting can vote at the AGM. Mr. Sanket Jain, Practicing Company Secretary, has been appointed as the Scrutinizer to scrutinize the voting process, and he has also joined the AGM through VC. He also mentioned that the "Register of Directors & Key Managerial Personnel and their shareholding" and the "Register of Contracts and Arrangements in which Directors are Interested" are available for inspection by members electronically.

Since the Annual Report containing the Board's Report, financial statements and other reports, alongwith notice of this meeting were already circulated to the members at their registered email address, the same were taken as read.

Company Secretary stated that the report of Statutory Auditor on Standalone & Consolidated Financial Statements for the financial year ended on 31st March, 2021, is a modified opinion in relation to the Company's classification as a Core Investment Company. Management's comments on the qualification of Statutory Auditor have been provided in the Board's report. The qualified opinion of Statutory Auditor with respect to Company's classification as a Core Investment Company matter was read out by the Company Secretary.

Since, there was no qualification or observation or adverse remark or disclaimer in the Secretarial Auditor's Report, the same was not required to be read at the meeting.

Items of business:

Following items of business set out in the notice convening this AGM were transacted at the meeting as Ordinary Resolution(s):

Ordinary Business


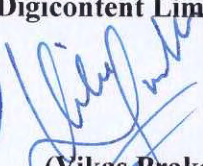
1. To receive, consider and adopt:
 - a) the audited standalone financial statements of the Company for the financial year ended 31st March, 2021 and the reports of the Board of Directors and Auditor thereon; and
 - b) the audited consolidated financial statements of the Company for the financial year ended 31st March, 2021 and report of the Auditor thereon.
2. To appoint Mr. Priyavrat Bhartiya (DIN: 00020603) as a Director, who retires by rotation and, being eligible, offers himself for re-appointment.



Thereafter, shareholders who had pre-registered themselves as 'Speaker' were given the opportunity to express their views/speak at the AGM. The queries/questions of shareholders were suitably replied by CEO, CFO and CS.

Chairman announced that all items of the business set out in the notice convening the meeting has been considered and e-voting at the meeting i.e. InstaPoll is being activated and same will be available for next 15 minutes. Thereafter, the meeting will be concluded. The results of voting shall be declared within the time prescribed therefor, and will be uploaded on the Company's website and shall be intimated to the Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited.

Company Secretary proposed a vote of thanks to the chair.

For Digicent Limited


(Vikas Prakash)
Company Secretary

Place: New Delhi

Date: September 21, 2021

Note: The above document does not constitute minutes of the proceedings of the Annual General Meeting.