

Annexure- VI
ISSUE OF COMMERCIAL PAPER (C P):
LETTER OF OFFER

PART I

PROPOSED DATE OF ISSUE : 13-Feb-25
 CREDIT RATING FOR CP : CRA -1: ICRA Ltd. CRA -2: CRISIL Ratings Ltd.
 DATE OF RATING : 06-Feb-25 06-Feb-25
 VALIDITY FOR ISSUANCE : 3 months 60 days
 VALIDITY PERIOD FOR RATING : 1 Year 1 Year
 FOR AMOUNT : Rs. 500 crs Rs. 500 crs
 CONDITIONS (IF ANY) : None None
 EXACT PURPOSE OF ISSUANCE OF CP : Repayment of Working Capital loans availed from Banks/working capital purposes
 CREDIT SUPPORT (IF ANY) : NA
 A) DESCRIPTION OF INSTRUMENT : NA
 B) AMOUNT : NA
 C) ISSUED BY : NA
 D) IN FAVOUR OF : NA

Net Worth of the Guarantor Company : None
 Names of Companies to Which Guarantor Has Issued Similar Guarantee : Not Applicable
 Extent of the Guarantee Offered By the Guarantor Company : Not Applicable
 Conditions under Which the Guarantee Will Be Invoked : Not Applicable

Details of Current Tranche:

| ISIN | Amount (Rs Crore) | Maturity Date | Current Credit Rating | Validity Period of Rating | Credit Rating Agency |
|--------------|-------------------|---------------|-----------------------|---------------------------|-------------------------------|
| INE501G14EC7 | 80.00 | 13-May-25 | ICRA A1+ / CRISIL A1+ | 1 Year / 1 Year | ICRA Ltd./CRISIL Ratings Ltd. |

Name and address of the trustee: NA

Listing:

Proposed to be listed/ unlisted: : **Proposed to be Listed**

ISSUING AND PAYING AGENT : HDFC BANK LTD, Treasury Operations, Lodha – I, Think Techno Campus, Building – Alpha, 4th Floor Office, Kanjur Marg (E), Mumbai 400 0042

MARKET CONVENTIONS : FIMMDA CONVENTIONS

CP Borrowing Limit (as per BR) : Rs. 500 Crs

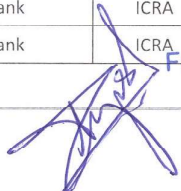
Supporting Board Resolution : Board Resolution Dt. 15th JULY 2015 & BFC Resolution Dt. 23rd March 2023

Total CP Outstanding (as on date) : Rs.230 Crores (Including this CP)

Details of CPs issued during the last 15 months: *

| ISIN | Issue Date | Amount (Rs Crs) | Maturity Date | O/s Amount (Rs Crs) | IPA | CRA | Rating | Rated Amount |
|--------------|------------|-----------------|---------------|---------------------|-----------|------|----------|--------------|
| INE501G14DI6 | 17-Nov-23 | 50.00 | 13-Feb-24 | NIL | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |
| INE501G14DJ4 | 24-Nov-23 | 50.00 | 22 Feb 24 | NIL | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |
| INE501G14DK2 | 23-Jan-24 | 50.00 | 07-Mar-24 | NIL | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |
| INE501G14DL0 | 25-Jan-24 | 50.00 | 26-Mar-24 | NIL | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |
| INE501G14DM8 | 28-Feb-24 | 50.00 | 20-Mar-24 | NIL | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |
| INE501G14DN6 | 07-Mar-24 | 50.00 | 06-May-24 | NIL | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |
| INE501G14DO4 | 22-Mar-24 | 50.00 | 20-Jun-24 | NIL | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |
| INE501G14DP1 | 27-Mar-24 | 50.00 | 25 Jun 24 | NIL | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |
| INE501G14DQ9 | 08-May-24 | 50.00 | 30-Jul-24 | NIL | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |
| INE501G14DR7 | 28-May-24 | 50.00 | 27-Jun-24 | NIL | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |
| INE501G14DS5 | 31-May-24 | 50.00 | 28-Jun-24 | NIL | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |
| INE501G14DT3 | 21-Jun-24 | 50.00 | 07-Nov-24 | NIL | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |
| INE501G14DU1 | 27-Jun-24 | 50.00 | 25-Sep-24 | NIL | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |
| INE501G14DV9 | 01-Aug-24 | 50.00 | 25-Oct-24 | NIL | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |

For HT MEDIA LIMITED


 Authorised Signatory



HT MEDIA LIMITED
 Regd. Office : Hindustan Times House
 18-20, Kasturba Gandhi Marg
 New Delhi - 110001
 Tel.: 66561234 Fax : 66561270
 www.hindustantimes.com
 E-mail : corporatedept@hindustantimes.com
 CIN : L22121DL2002PLC117874

| | | | | | | | | |
|--------------|-----------|-------|-----------|-------|-----------|------|----------|------------|
| INE501G14DW7 | 20-Sep-24 | 80.00 | 16-Dec-24 | NIL | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |
| INE501G14DY3 | 27-Sep-24 | 50.00 | 24-Dec-24 | NIL | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |
| INE501G14DX5 | 30-Sep-24 | 50.00 | 27-Dec-24 | NIL | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |
| INE501G14DZ0 | 08-Nov-24 | 50.00 | 04-Feb-25 | NIL | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |
| INE501G14EB9 | 26-Dec-24 | 50.00 | 24-Mar-25 | 50.00 | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |
| INE501G14EA1 | 30-Dec-24 | 50.00 | 26-Mar-25 | 50.00 | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |
| INE501G14ED5 | 11-Feb-25 | 50.00 | 09-May-25 | 50.00 | HDFC Bank | ICRA | ICRA A1+ | Rs 500 Crs |

will be repaid on/before this CP issue

^will be issued along with this CP issue

Details of Other Debt Instruments Outstanding as on 30th Sep 2024:

(Rs. in Crores rounded to nearest decimal)

| ISIN | Issue Date | Amount | Maturity Date | Amount O/s* |
|--------------|------------|--------|---------------|-------------|
| INE501G07013 | 31-Dec-21 | 96.00 | 31-Dec-2024 | 32.00 |

Bank fund based facilities from banks/Financial institutions:

| Name of the Bank | Nature of facility | Outstanding Amount/ Limit* (Rs Crores) | Asset Classification |
|----------------------------|--|---|-------------------------|
| Axis Bank | Fund Based (CC/OD, Buyers Credit etc.) | 6.87/50.00 | Standard |
| HDFC Bank | Fund Based (CC/OD, Buyers Credit etc.) | 155/340.00 | Standard |
| DBS Bank Ltd/DBS Singapore | Fund Based (CC/OD, Buyers Credit etc.) | 12.30/125.00 | Standard |
| ICICI Bank | Fund Based (OD/STL) | 11.80/70.00 | Standard |
| Barclays Bank | Fund Based (OD/ STL) | NIL/50.00 | Standard |
| RBL Bank | Fund Based (OD/STL) | NIL/2.00 | Standard |
| Deutsche Bank | Fund Based (OD/ STL) | 55/150.00 | Standard |
| Standard Chartered Bank | Fund Based (OD/ STL) | NIL/5.00 | Standard |

* Fund based utilization as on 30th Sep'24, Exchange rate for conversion of facility sanctioned/ utilized in USD used is @83.80

NAME AND ADDRESS OF ISSUER : HT Media Ltd,
 Hindustan Times House, 18-20 Kasturba Gandhi Marg, New Delhi-110001
 LINE OF BUSINESS : Media/ Publishing House
 CHIEF EXECUTIVE : Mr. Praveen Someshwar
 GROUP AFFILIATION (if any) :

Financial Summary:

(All figures in lacs)

| Particulars | 9 Months ending 31-Dec-24 | FY 2023-2024 | FY 2022- 2023 | FY 2021-2022 | FY 2020-2021 |
|---|---------------------------------|--------------|------------------|--------------|--------------|
| Equity Share Capital | 4,626 | 4,626 | 4,625 | 4,625 | 4,611 |
| Net Worth (As per The Companies Act, 2013) | 49,827 | 65,755 | 77,617 | 105,243 | 107,035 |
| Investment In subsidiaries/ Affiliates | 10,710 | 13,782 | 16,035 | 21,300 | 24,441 |
| Short Term Debt | 55,012 | 49,142 | 49,384 | 42,327 | 45,050 |
| Other Debt (Includes Long term debt and current Portion of it) | 12,477 | 21,203 | 17,323 | 27,600 | 23,986 |
| Gross Income (Includes Other Income) | 83,071 | 101,017 | 101,228 | 87,540 | 62,868 |
| Operating Profit PBITD (Net of exceptional Item if any) /(Loss before interest, depreciation and tax) | 7,577 | 246 | (6,493) | 10,561 | 133 |
| PBTD/(Loss before depreciation and tax) | 3.062 | (6,070) | (12,362) | 6,156 | (4,453) |
| PAT/(Loss after tax) | (1,672) | (11,868) | (27,515) | (2,012) | (8,135) |

For HT MEDIA LIMITED

 Authorised Signatory

AUDIT QUALIFICATIONS (if any) : NIL
MATERIAL LITIGATION : NIL
REGULATORY STRICTURES : NIL

Details of Default of CPs, Including Technical Delay in Redemption during Past Three Years:

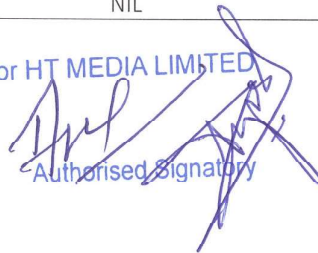
| Instruments Type | Issue Date | Amount Issued (Rs Crs) | Maturity Date | Amount O/s (Rs Crs) | Credit Rating | Credit rating agency | IPA Name |
|------------------|------------|------------------------|---------------|---------------------|---------------|----------------------|----------|
| NIL | | | | | | | |

Details of Default and Delay in Redemption of Any Other Borrowings during Last Three Years:

| Instruments Type | Issue Date | Amount Issued (Rs Crs) | Maturity Date | Amount O/s (Rs Crs) | Credit Rating | Credit rating agency | IPA Name |
|------------------|------------|------------------------|---------------|---------------------|---------------|----------------------|----------|
| NIL | | | | | | | |

For HT Media Ltd

For HT MEDIA LIMITED



Authorised Signatory

AUTHORISED SIGNATORY OF THE ISSUER

DATE: 12-Feb-25

ORIGINAL / AUTHENTICATED COPY OF ANY DOCUMENT RELATED TO ABOVE INFORMATION WILL BE MADE AVAILABLE TO THE INVESTORS ON REQUEST

Annexure I
Letter of Offer

1. Shareholding of the issuer's promoters and the details of the shares pledged by the promoters, if any

| S. No. | Promoter Name | Face Value per share (Rs.) | No. of shares at 31-12-2024 | Shares Pledged |
|--------|-----------------------------|----------------------------|-----------------------------|----------------|
| 1 | The Hindustan Times Limited | 2 | 161,777,090 | NIL |
| 2 | Shobhana Bhartia | 2 | 1 | NIL |
| 3 | Priyavrat Bhartia | 2 | 1 | NIL |
| 4 | Shamit Bhartia | 2 | 1 | NIL |
| | Total | | 161,777,093 | |

2. Long Term credit rating, if any, obtained by the issuer – CRISIL AA-
 3. Unaccepted credit ratings, if any, assigned to the issuer – No such case
 4. Any material event/development having implications for the financials/credit quality resulting in material liabilities, corporate restructuring event which may affect the issue or the investor's decision to invest in the CP/NCD – No such case
 5. Details of statutory auditor and changes thereof in the last three financial years –

| Name, address | Date of appointment | Date of cessation | Remarks (viz. reasons for change etc) |
|---|-------------------------------|---------------------------|--|
| S.R. Batliboi & Co. LLP, Chartered Accountants (Firm Registration No. 301003E/E300005) Add: 67, Institutional Area Sector 44, Gurugram – 122003, Haryana | 21 st August, 2024 | -- | - S.R. Batliboi & Co. LLP was appointed as Statutory Auditor of HT Media Limited by the Board of Directors on August 21, 2024, to hold office for a period of 5(five) consecutive years from the conclusion of 22 nd Annual General Meeting ('AGM') till the conclusion of AGM to be held in calendar year 2029, subject to the approval of members. |
| B S R and Associates, Chartered Accountants [Firm Registration No. 128901W] ('B S R') Add: Building No. 10, (8th Floor), Tower B, DLF Cyber City Phase-II, Gurgaon 122002, Haryana | 11 th July, 2019 | 27 th Sep 2024 | - BSR was appointed as Statutory Auditor of the Company on July 11, 2019, to fill the casual vacancy arising out of resignation of Price Waterhouse & Co Chartered Accountants LLP [Firm Registration No. 304026E/E-300009] and to hold office till the conclusion of Annual General Meeting (AGM) held on September 26, 2019. - BSR has been appointed as Statutory Auditor of the Company to hold office for a period of 5 (five) consecutive years from the conclusion of AGM held on September 26, 2019 till the conclusion of AGM to be held in the calendar year 2024 |

6. An issuer which is either an NBFC or an HFC shall disclose the residual maturity profile of its assets and liabilities in the following format: **Not Applicable**

| Category | Up to 30/31 days | >1 month -2 months | >2 months - 3 months | >3 months - 6 months | >6 months - 1 year | >1 year -3 years | >3 years 5 years | >5 years | Total |
|-----------------------------------|------------------|--------------------|----------------------|----------------------|--------------------|------------------|------------------|----------|-------|
| Deposit | | | | | | | | | |
| Advances | | | | | | | | | |
| Investments | | | | | | | | | |
| Borrowings | | | | | | | | | |
| Foreign CurrencyAssets (FCA) | | | | | | | | | |
| Foreign CurrencyLiabilities (FCL) | | | | | | | | | |

For HT MEDIA LIMITED


 Authorised Signatory