

**HT MEDIA LIMITED**

Regd. Office : Hindustan Times House, 2nd Floor
18 - 20, Kasturba Gandhi Marg
New Delhi - 110001
Tel.: 011 66561355
<https://www.htmedia.in>
E-mail : corporatedept@hindustantimes.com
CIN : L22121DL2002PLC117874

Annexure 1
LETTER of OFFER

Issue of Commercial Paper (CP) & Non-Convertible Debentures (NCD) of original or initial maturity up to one year

PART I

Issuer Details	
Name and Address of Issuer	HT MEDIA LIMITED
Business Segment / Activity	-Printing and Publishing of Newspapers and media -Radio Broadcasting - Job portal platform
Chief Executive (Managing Director / President / CEO / CFO / Equivalent Official in the hierarchy as per Constitution of the Issuer entity)	-Smt. Shobhana Bhartia, Chairperson & Editorial Director (Designated as Managing Director under Companies Act, 2013) -Shri Sameer Singh, Chief Executive Officer -Shri Piyush Gupta, Group CFO
Group Affiliation (If Any)	List attached as "Supporting -1"

PART II

Issue Details		
ISIN	INE501G14EO2	
Proposed Date of Issue	26-Dec-2025	
Amount (Rs.)	50,00,00,000/-	
Tenor and Date of Maturity	88 Days and 24-Mar-2026	
Proposed to be Listed / Unlisted	Proposed to be Listed	
End Use of CP / NCD proposed (specific details)	Repayment of Working Capital loans availed from banks/working capital purposes	
Market Conventions	FIMMDA Conventions	
Credit Rating Details for the Proposed Issue	Credit Rating – 1	Credit Rating – 2 (obtained if any)
Credit Rating Issuer	CRA -1: ICRA Ltd.	CRA -2: CRISIL Ratings Ltd
Rating	ICRA A1+	CRISIL A1+
Date of Rating	08-Dec-25	08-Dec-25
Validity of Issuance	3 months	60 days
Validity period for rating	1 Year	1 Year
For Amount (Rs.)	Rs. 500 Crs	Rs. 500 Crs
Conditions (If Any)	None	None
Long term credit rating obtained by the Issuer		CRISIL AA-
Unaccepted Credit Rating assigned to the Issuer	No Such case	
Issuing and Paying Agent Details (Name and Address)	HDFC Bank Ltd E-13/39, 2nd Floor, Harsha Bhawan, Middle Circle, Connaught Place, New Delhi-110001	

For HT MEDIA LIMITED

Authorised Signatory

**HT MEDIA LIMITED**

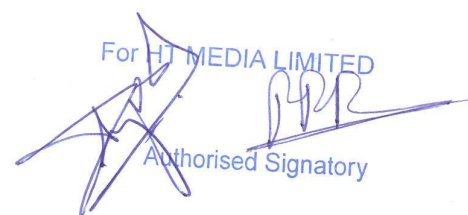
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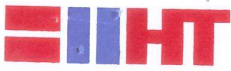
Debtenture Trustee Details (Name and Address) (In case of NCD)	N.A.	E-mail : corporatedept@hindustantimes.com CIN : L22121DL2002PLC117874
Credit Enhancement Details (If any)	N.A.	
Description of Instrument	N.A.	
Amount (Rs. In Lacs)	N.A.	
In Favor of	ISSUER OF CP / NCD	HOLDER OF CP / NCD
Name and Address of the Guarantor	N.A.	
Net worth of the Guarantor (Rs. In Lacs)	N.A.	
Extent of The Guarantee Offered by the Guarantor for the Issue	N.A.	
Conditions under which the guarantee will be invoked	N.A.	
Trustee Details (Name and Address)	N.A.	
Whether guarantor is a group entity If yes,	(Yes / No) N.A.	
Names of Companies to which Guarantor has issued similar guarantees,- N.A.		
Name	Extent of Guarantee	Conditions Under Which the guarantee will be invoked
1		
2		
3		

*PART III***A. Issuer Financial Details**

CP / NCD Borrowing	CP
Date of Board Resolution	15-Jul-15, 23-Mar-23 and 02-May-25
1. Limit approved by Board	Rs. 500 Crs
2. Limit as per CRA	Rs. 500 Crs
3. Limit approved by Regulator concerned (if applicable)	

B. Details of CP / NCD and other Debt Instruments outstanding as on date of Letter of Offer CP / NCD / other Debt Instruments (Including Liabilities not redeemed on due date)

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ISIN	Issue Date	Amount Issued	Maturity Date	Amount O/S (Rs)	IPA	Debt Trustee (in case of NCD)	Registrar (CRA)	Rating	Rated Amount
INE501G14EN4	24-Dec-25	50.00	20-Mar-26	50.00	HDFC Bank	N.A.	ICRA	ICRA A1+	Rs 500 Crs

C. Fund-based facilities from banks/Financial institutions, if any

Name of the Bank	Nature of facility	Outstanding Amount/ Limit* (Rs Crores)	Asset Classification
Axis Bank	Fund Based (CC/OD, Buyers Credit etc.)	47/50.00	Standard
HDFC Bank	Fund Based (CC/OD, Buyers Credit etc.)	275/340.00	Standard
DBS Bank Ltd/DBS Singapore	Fund Based (CC/OD, Buyers Credit etc.)	103.03/125.00	Standard
ICICI Bank	Fund Based (OD/STL)	NIL/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)	39/150.00	Standard
Standard Chartered Bank	Fund Based (OD/ STL)	NIL/5.00	Standard

*Fund based utilization as on 30th Sep25, Exchange rate for conversion of facility sanctioned/utilized in USD used is @88.7875

D. Shareholding Details of Promoters/Details of share Pledged

S. No.	Promoter Name	Face Value per share (Rs.)	No. of shares at 30-09-2025	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	

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E. Financial Summary*(Including Net worth / Equity / Investment in subsidiaries / Affiliates)*

(Rs. In Lacs)

Particulars	H-1 FY 2025-26	FY 2024-2025	FY 2023-2024	FY 2022-2023	FY 2021-2022
Equity Share Capital	4,626	4,626	4,626	4,625	4,625
Net Worth (As per The Companies Act, 2013)	39,025	45,021	65,755	77,617	105,243
Investment In subsidiaries/ Affiliates	13,666	16,266	13,782	16,035	21,300
Short Term Debt	58,177	48,870	49,142	49,384	42,327
Other Debt (Includes Long term debt and current Portion of it)	5,887	9,540	21,203	17,323	27,600
Gross Income (Includes Other Income)	49,420	116,347	101,017	101,228	87,540
Operating Profit PBITD (Net of exceptional Item if any) /(Loss before interest, depreciation and tax)	(1,575)	6,193	246	(6,493)	10,561
PBTD/(Loss before depreciation and tax)	(4,171)	231	(6,070)	(12,362)	6,156
PAT/(Loss after tax)	(6,372)	(6468)	(11,868)	(27,515)	(2,012)

Note: If the Issuer has not been in existence for three years, the information of the Issuer for the period such information is available shall be disclosed.

F. Details of Statutory auditor and changes thereof in the last three financial years

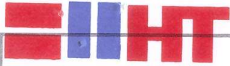
Name, address	Date of appointment	Date of cessation	Remarks (viz. reasons for change etc)
S.R. Batliboi & Co. LLP, Chartered Accountants (Firm Registration No. 301003E/E300005) Add: 67, Institutional Area Sector 44, Gurugram – 122003, Haryana	21 st August, 2024	--	- S.R. Batliboi & Co. LLP is appointed as Statutory Auditor of HT Media Limited by the Board of Directors on August 21, 2024, and subsequently by the shareholders 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.
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 .

G. *Details of default in repayment of CP, NCD or any other debt instrument and other financial indebtedness including corporate guarantee issued in the past five financial years including in the current financial year:- No such case*

H. Details of any other material event / development having implications for the financials /

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credit quality resulting in material liability, corporate restructuring events or other matters affecting the issue or investor's decision.

None other than whatever has been disclosed in the Quarterly / latest Audited Financials/ others disclosures given by the company in public domain.

I. Material Litigation if any:

(All ongoing and outstanding material litigation irrespective of age to be reported)

None other than whatever has been disclosed in the Quarterly / latest Audited Financials/ others disclosures given by the company in public domain.

J. Regulatory Strictures, if any:

*(Regulatory strictures issued during the past five Financial Years to be reported.
Also, any regulatory structure which continue to be applicable is to be disclosed)*

None other than whatever has been disclosed in the Quarterly / latest Audited Financials/ others disclosures given by the company in public domain.

K. 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 Currency Assets (FCA)									
Foreign Currency Liabilities (FCL)									

Authorized Signatory of the Issuer

Date : 24-Dec-25

Original / authenticated copy of any document related to above information will be made available to the investors on request.

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