

June 18, 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 Scrip Code: NXTDIGITAL

SUB: Notice of meeting of the Board of Directors.

Dear Sir / Madam,

This is to inform you that the Meeting of the Board of Directors of the Company is scheduled to be held on **Friday, June 26, 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 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 1, 2020 till 48 hours after the announcement of the Financial Results i.e. up to Sunday, June 28, 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 Scheme of Arrangement is placed before the National Company Law Tribunal [NCLT] for its approval.

Accordingly:

On June 26, 2020, the Board will consider and approve Audited Standalone Financial Results of the Company for the quarter and year ended March 31, 2020 and 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 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.

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- (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 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.

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 NXT DIGITAL LIMITED
(Formerly known as Hinduja Ventures Limited)


Ashok Mansukhani
Managing Director
DIN: 00143001



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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 1, 2020 till 48 hours after the announcement of the Financial Results i.e. up to Sunday, June 28 , 2020 (both days inclusive).

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The appointed date of the Scheme of Arrangement is October 01, 2019. The Scheme of Arrangement is placed before the National Company Law Tribunal [NCLT] for its approval.

Accordingly:

- (1) On June 26, 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 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 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.



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

HINDUJA GROUP



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 NXT DIGITAL LIMITED
(Formerly known as Hinduja Ventures Limited)

Sd/-
Ashok Mansukhani
Managing Director
DIN: 00143001



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