

May 11, 2026

**National Stock Exchange of India Limited**

Trading Symbol: **NETWORK18**

Through: NEAPS

**BSE Limited**

SCRIP CODE: **532798**

Through: BSE Listing Centre

Dear Sir / Madam,

**Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Postal Ballot Notice**

We enclose herewith Postal Ballot Notice ("Notice") dated April 18, 2026, along with the Statement pursuant to the applicable provisions of the Companies Act, 2013 read with the Listing Regulations, for seeking approval of the Members of the Company on the following resolution forming part of the Notice:

Description of Resolution	Type of Resolution
Appointment of Mr. Raj Kumar Jain (DIN: 01741527) as an Independent Director of the Company	Special

Notice is being sent only through electronic mode to those members of the Company whose names appear on the register of members / register of beneficial owners, as on Friday, May 8, 2026 ("Cut-Off Date"), received from the Depositories and whose e-mail address is registered with the Company's Registrar and Transfer Agent, KFin Technologies Limited ("KFinTech") / Depository Participant(s) / Depositories.

Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses as per the instructions given in the enclosed Notice.

The Company has engaged the services of KFinTech, as the agency to provide e-voting facility. The e-voting facility will be available during the following period:

<b>Commencement of e-voting:</b>	9:00 a.m. (IST) on Tuesday, May 12, 2026
<b>End of e-voting:</b>	5:00 p.m. (IST) on Wednesday, June 10, 2026

Please note that communication of assent or dissent of the Members would take place only through the remote e-voting system. The instructions for remote e-voting are provided in the Notice.

The Notice is also available on the Company's website at [https://www.nw18.com/Reports/Notices%20&%20Disclosures/NW18%20Postal%20Ballot April 2026.pdf](https://www.nw18.com/Reports/Notices%20&%20Disclosures/NW18%20Postal%20Ballot%20April%202026.pdf).

For **Network18 Media & Investments Limited**

**Shweta Gupta**

Company Secretary & Compliance Officer

Encl: as above

**Network18 Media & Investments Limited**

(CIN - L65910MH1996PLC280969)

Regd. office: First Floor, Empire Complex, 414- Senapati Bapat Marg, Lower Parel, Mumbai-400013

T: +91 22 40019000 / 66667777 W: [www.nw18.com](http://www.nw18.com) E: [investors.n18@nw18.com](mailto:investors.n18@nw18.com)



## Network18 Media & Investments Limited

(CIN – L65910MH1996PLC280969)

**Registered Office:** First Floor, Empire Complex, 414, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013.  
Tel: +91 22 4001 9000 / 6666 7777

**Website:** <http://www.nw18.com>; E-mail: [investors.n18@nw18.com](mailto:investors.n18@nw18.com)

### POSTAL BALLOT NOTICE

**[Pursuant to Section 110 of the Companies Act, 2013, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]**

To The Members of the Company,

**NOTICE** is hereby given that the resolution set out below is proposed for approval by the members of Network18 Media & Investments Limited (“**the Company**”) by means of Postal Ballot, only by remote e-voting process (“**e-voting**”) being provided by the Company to all its members to cast their votes electronically, pursuant to Section 110 of the Companies Act, 2013 (“**the Act**”), Rule 22 of the Companies (Management and Administration) Rules, 2014 (“**the Rules**”) and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, read with other relevant circulars, including General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (“**MCA Circulars**”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolution proposed in this Postal Ballot Notice and additional information as required under the Listing Regulations is attached.

#### Special Business

To approve the appointment of Mr. Raj Kumar Jain (DIN: 01741527) as an Independent Director of the Company and in this regard, to consider and if thought fit, to pass the following resolution as a **Special Resolution**:

“**RESOLVED THAT** in accordance with the provisions of Sections 149, 150, and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (‘the Act’) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the appointment of Mr. Raj Kumar Jain (DIN: 01741527), who was appointed as an Additional Director, designated as an Independent Director, pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, being eligible, as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years with effect from March 25, 2026 be and is hereby approved;

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board of Directors  
For **Network18 Media & Investments Limited**

Place: Mumbai  
Date: April 18, 2026

**Shweta Gupta**  
Company Secretary and Compliance Officer

Registered Office:  
First Floor, Empire Complex, 414, Senapati Bapat Marg, Lower Parel,  
Mumbai, Maharashtra-400013.  
T: +91 22 4001 9000 / 6666 7777  
CIN: L65910MH1996PLC280969  
Website: [www.nw18.com](http://www.nw18.com); Email id: [investors.n18@nw18.com](mailto:investors.n18@nw18.com)

**Notes:**

1. A statement pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice and additional information as required under the Listing Regulations is attached.
2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those members whose names appear in the register of members / register of beneficial owners as on **Friday, May 8, 2026 ("Cut-Off Date")** received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Physical copies of this Postal Ballot Notice along with postal ballot forms and prepaid business reply envelopes are not being sent to members for this Postal Ballot.
3. The Company has engaged the services of KFin Technologies Limited ("**KFinTech**" or "**Registrar and Transfer Agent**") as the agency to provide e-voting facility.
4. This Postal Ballot Notice will also be available on the Company's website at [www.nw18.com](http://www.nw18.com), websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of KFinTech at <https://evoting.kfintech.com>.
5. In accordance with the MCA Circulars, the Company has made necessary arrangements for the members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) Members holding shares in physical mode, who have not registered / updated their e-mail address with the Company, are requested to register / update their e-mail address by submitting Form ISR-1 (available on the website of the Company at [www.nw18.com](http://www.nw18.com)) duly filled and signed along with requisite supporting documents to KFinTech at Selenium Tower B, Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad- 500 032.
6. Only a person, whose name is recorded in the register of members / register of beneficial owners, as on the Cut-Off Date, maintained by the Depositories shall be entitled to participate in the e-voting. A person who is not a member as on the Cut-Off Date, should treat this Postal Ballot Notice for information purpose only.
7. **Voting rights of a member / beneficial owner (in case of electronic shareholding) shall be in proportion to his / her / its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.**
8. Pursuant to the provisions of Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars, Regulation 44 of the Listing Regulations read with Section VI-C of the SEBI Master Circular bearing reference no. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026, as amended ("**SEBI Master Circular**"), and SS-2 and any amendments thereto, the Company is providing the facility to the members to exercise their right to vote on the proposed resolution electronically. The instructions for e-voting are provided as part of this Postal Ballot Notice.
9. **The e-voting period commences at 9:00 a.m. (IST) on Tuesday, May 12, 2026 and ends at 5:00 p.m. (IST) on Wednesday, June 10, 2026.**

The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by KFinTech upon expiry of the aforesaid period.
10. The Board of Directors has appointed Mr. Neelesh Kr. Jain, Practicing Company Secretary (Membership No. : FCS-5593), Proprietor, M/s, N. K. J. & Associates, Company Secretaries, as Scrutiniser for conducting the Postal Ballot through e-voting process, in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the said purpose. The Scrutiniser's decision on the validity of the votes cast in the Postal Ballot shall be final.
11. The Scrutiniser will submit his report, after the completion of scrutiny, to the Chairman of the Company or any person authorised by him. The results of e-voting will be announced on or after Thursday, June 11, 2026, and will be displayed on the Company's website at [www.nw18.com](http://www.nw18.com) and the website of KFinTech at <https://evoting.kfintech.com>. The results will simultaneously be communicated to the Stock Exchanges and will also be displayed at the registered office of the Company.

12. Resolution passed by the Members through Postal Ballot will be deemed to have been passed as if it has been passed at a General Meeting of the Members. The Resolution, if passed by the requisite majority, shall be deemed to be passed on Wednesday, June 10, 2026 i.e., the last date specified for the remote e-voting.
13. All the documents referred to in this Postal Ballot Notice will be available for inspection electronically from the date of circulation of this Postal Ballot Notice until the last date of e-voting. Members seeking to inspect such documents can send an email to [investors.n18@nw18.com](mailto:investors.n18@nw18.com) mentioning his / her / its folio number / DP ID and Client ID.
14. **PROCEDURE FOR E-VOTING:**

**(i) E-VOTING FACILITY:**

- a. The Company is providing e-voting facility of KFinTech to its members to exercise their right to vote on the proposed resolution by electronic means.
- b. **The e-voting facility will be available during the following voting period:**

Commencement of e-voting:	9:00 a.m. (IST) on Tuesday, May 12, 2026
End of e-voting:	5:00 p.m. (IST) on Wednesday, June 10, 2026

The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by KFinTech upon expiry of the aforesaid period.

- c. **The manner of e-voting by (i) individual members holding shares of the Company in demat mode, (ii) members other than individuals holding shares of the Company in demat mode, (iii) members holding shares of the Company in physical mode, and (iv) members who have not registered their e-mail address, is explained in the instructions given hereinbelow.**

**(ii) INFORMATION AND INSTRUCTIONS RELATING TO E-VOTING:**

- a. **Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.**
- b. **INFORMATION AND INSTRUCTIONS FOR E-VOTING BY INDIVIDUAL MEMBERS HOLDING SHARES OF THE COMPANY IN DEMAT MODE:**

As per the SEBI Master Circular, all "individual members holding shares of the Company in demat mode" can cast their vote, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. The procedure to login and access e-voting, as devised by the Depositories / Depository Participant(s), is given below:

<b>PROCEDURE TO LOGIN THROUGH WEBSITES OF DEPOSITORIES</b>	
<b>National Securities Depository Limited ("NSDL")</b>	<b>Central Depository Services (India) Limited ("CDSL")</b>
<p><b>1. Users already registered for IDeAS e-Services facility of NSDL may follow the following procedure:</b></p> <ol style="list-style-type: none"> <li>i. Type in the browser / Click on the following e-Services link: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></li> <li>ii. Click on the button "<b>Beneficial Owner</b>" available for login under "<b>IDeAS</b>" section.</li> <li>iii. A new page will open. Enter your User ID and Password for accessing IDeAS.</li> <li>iv. On successful authentication, you will enter your IDeAS service login. Click on "<b>Access to e-voting</b>" under <b>Value Added Services</b> on the panel available on the left hand side.</li> <li>v. You will be able to see Company Name "<b>Network18 Media &amp; Investments Limited</b>" on the next screen. <b>Click on the e-Voting link available against Network18 Media &amp; Investments Limited or select e-Voting service provider "KFinTech"</b> and you will be re-directed to e-voting page of KFinTech to cast your vote without any further authentication.</li> </ol> <p><b>2. Users not registered for IDeAS e-Services facility of NSDL may follow the following procedure:</b></p> <ol style="list-style-type: none"> <li>i. To register, type in the browser / Click on the following e-Service link <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>.</li> <li>ii. Select option "<b>Register Online for IDeAS</b>" available on the left hand side of the page or click on <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>.</li> <li>iii. Proceed to complete registration using your DP ID-Client ID, Mobile Number etc.</li> <li>iv. After successful registration, please follow steps given under Sr. No.1 above to cast your vote.</li> </ol> <p><b>3. Users may directly access the e-Voting module of NSDL as per the following procedure:</b></p> <ol style="list-style-type: none"> <li>i. Type in the browser / Click on the following link: <a href="https://www.evoting.nsdl.com/">https:// www.evoting.nsdl.com/</a></li> <li>ii. Click on the button "Login" available under "<b>Shareholder / Member</b>" section.</li> <li>iii. On the login page, enter User ID (i.e. (a)16-character demat account number held with NSDL, starting with IN (b) alpha-numeric User ID already set by the member), Login Type, i.e. through typing Password (in case you are registered on NSDL's e-voting platform) / through generation of OTP (in case your mobile / e-mail address is registered in your demat account) and Verification Code as shown on the screen.</li> </ol> <p>As an alternate OTP based login, click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/">https://eservices.nsdl.com/SecureWeb/evoting/</a></p>	<p><b>1. Users already registered for Easi / Easiest facility of CDSL may follow the following procedure:</b></p> <ol style="list-style-type: none"> <li>i. Visit URL: <a href="https://web.cdslindia.com/myeasitoken/home/login">https://web.cdslindia.com/myeasitoken/home/login</a> or URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>ii. Click on New System Myeasi</li> <li>iii. Login with your registered user id and password.</li> <li>iv. You will see Company Name "Network18 Media &amp; Investments Limited" on the next screen. Click on the e-Voting link available against Network18 Media &amp; Investments Limited or select e-Voting service provider "KFinTech" and you will be re-directed to e-voting page of KFinTech to cast your vote without any further authentication.</li> </ol> <p><b>2. Users not registered for Easi / Easiest facility of CDSL may follow the following procedure:</b></p> <ol style="list-style-type: none"> <li>i. Option to register is available at <a href="https://web.cdslindia.com/myeasitoken/Home/EasiRegistration">https://web.cdslindia.com/myeasitoken/Home/EasiRegistration</a></li> <li>ii. Proceed with completing the required fields.</li> <li>iii. Follow the steps given in point 1</li> </ol> <p><b>3. Users may directly access the e-Voting module of CDSL as per the following procedure:</b></p> <ol style="list-style-type: none"> <li>i. Type in the browser / Click on the following link: <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a></li> <li>ii. Provide Demat Account Number and PAN.</li> <li>iii. System will authenticate user by sending OTP on registered Mobile &amp; e-mail as recorded in the Demat Account.</li> <li>iv. On successful authentication, you will enter the e-voting module of CDSL. <b>Click on the E-voting link available against Network18 Media &amp; Investments Limited or select e-Voting service provider "KFinTech"</b> and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication.</li> </ol>

<p><b><u>evotinglogin.jsp</u></b>. Enter 8-digit DP ID, 8-digit Client ID, PAN No., Verification code as shown on the screen and click on 'Generate OTP' button. Enter the OTP received on your registered email id / mobile number and click on 'Log-in' button.</p> <p>After successful authentication, you will be redirected to NSDL Depository website, wherein you can see e-Voting page.</p> <p>iv. You will be able to see Company Name: "Network18 Media &amp; Investments Limited" on the next screen. <b>Click on the e-Voting link available against Network18 Media &amp; Investments Limited or select e-Voting service provider "KFinTech"</b> and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication.</p>	
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#### Procedure to login through their demat accounts / Website of Depository Participant

Individual Shareholders holding shares of the Company in Demat mode can **access e-Voting facility provided by the Company using login credentials of their demat accounts** (online accounts) through their **demat accounts / websites of Depository Participants** registered with NSDL/CDSL. An option for "**e-Voting**" will be available once they have successfully logged-in through their respective logins. Click on the option "**e-Voting**" and they will be redirected to e-Voting modules of NSDL/CDSL (as may be applicable). **Click on the e-Voting link available against Network18 Media & Investments Limited or select e-Voting service provider "KFinTech"** and you will be re-directed to the e-Voting page of KFinTech to cast your vote without any further authentication.

**Members who are unable to retrieve User ID/Password are advised to use "Forgot User ID" / "Forgot Password" option available on the websites of Depositories / Depository Participants.**

#### Contact details in case of any technical issue on NSDL Website

Members facing any technical issue during login can contact NSDL helpdesk by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call at : 022 - 4886 7000 / 022 - 2499 7000

#### Contact details in case of any technical issue on CDSL Website

Members facing any technical issue during login can contact CDSL helpdesk by sending a request at [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com) or contact at 1800 210 9911

### c. INFORMATION AND INSTRUCTIONS FOR REMOTE E-VOTING BY (I) MEMBERS OTHER THAN INDIVIDUALS HOLDING SHARES OF THE COMPANY IN DEMAT MODE AND (II) ALL MEMBERSHOLDING SHARES OF THE COMPANY IN PHYSICAL MODE

(I) (A) In case a member receives an e-mail from the Company / KFinTech [for members whose e-mail address is registered with the Company / Depository Participant(s)] which will include details of E-Voting Event Number (EVEN), USER ID and password, they will have to follow the following process:

- (a) Launch internet browser by typing the URL: <https://evoting.kfintech.com>
- (b) Enter the login credentials (**User ID and password provided in the e-mail**). The **EVEN (E-Voting Event Number) 9681**, followed by folio number or DP ID- Client ID will be your User ID. If you are already registered with KFinTech for e-voting, you can use the existing password for logging-in. If required, please visit <https://evoting.kfintech.com> / or contact toll-free number 1800 309 4001 (from 9:00 a.m. (IST) to 6:00 p.m. (IST) on all working days) for assistance on your existing password.
- (c) After entering these details appropriately, click on "LOGIN".
- (d) You will now reach Password Change Menu wherein you are required to mandatorily change your password upon logging-in for the first time. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@,#,\$,etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail address, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. **It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.**
- (e) You need to login again with the new credentials.

- (f) On successful login, the system will prompt you to select the E-Voting Event Number (EVEN) for Network18 Media & Investments Limited.
- (g) On the voting page, enter the number of shares as on the Cut-Off Date under either "FOR" or "AGAINST" or alternatively, you may partially enter any number under "FOR" / "AGAINST", but the total number under "FOR" / "AGAINST" taken together should not exceed your total shareholding as on the Cut-Off Date. You may also choose to "ABSTAIN" and vote will not be counted under either head.
- (h) Members holding shares under multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.
- (i) Voting has to be done for each item in this Postal Ballot Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as "ABSTAINED".
- (j) You may then cast your vote by selecting an appropriate option and click on "SUBMIT".
- (k) A confirmation box will be displayed. Click "OK" to confirm, else "CANCEL" to modify.
- (l) Once you confirm, you will not be allowed to modify your vote.
- (m) Institutional / Corporate Members (i.e., other than Individuals, HUFs, NRIs, etc.) are also required to send legible scanned certified true copy (in PDF Format) of the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutiniser at e-mail id: [nw18.scrutinizer@kfintech.com](mailto:nw18.scrutinizer@kfintech.com) with a copy marked to [evoting.network18@kfintech.com](mailto:evoting.network18@kfintech.com). Such authorisation shall contain necessary authority for voting by its authorised representative(s). It is also requested to upload the same in the e-voting module in their login. The scanned image of the above-mentioned documents should be in the naming format "Network18 Media & Investments Limited - Postal Ballot 2026".

**(B) In case a member whose e-mail address is not registered / updated with the Company / KFinTech / Depository Participant(s), please follow the following steps to generate your login credentials:**

- (a) Members holding shares in physical mode, who have not registered / updated their e-mail address with the Company, are requested to register / update the same by writing to the Company at [investors.n18@nw18.com](mailto:investors.n18@nw18.com) or to KFinTech at [nwminvestor@kfintech.com](mailto:nwminvestor@kfintech.com) with details of folio number and attaching form ISR-1 available on the Company's website at [www.nw18.com](http://www.nw18.com).
  - (b) **Members holding shares in dematerialised mode who have not registered their e-mail address with their Depository Participant(s) are requested to register / update their e-mail address with the Depository Participant(s) with which they maintain their demat accounts.**
  - (c) After due verification, the Company / KFinTech will forward your login credentials to your registered e-mail address.
  - (d) Follow the instructions at (I) (A) (a) to (m) to cast your vote.
- (II) Members can also update their mobile number and e-mail address in the "user profile details" in their e-voting login on <https://evoting.kfintech.com>.**
- (III) Any member who has forgotten the User ID and Password, may obtain / generate / retrieve the same from KFinTech in the manner as mentioned below:**

- (a) If the mobile number of the Member is registered against Folio No. / DP ID Client ID,

**In case the shares are held in dematerialized mode:** The Member may send SMS: **MYEPWD** <space> E-voting Event Number + Folio No. or DP ID Client ID to **9212993399**

Example for NSDL : MYEPWD <space> IN12345612345678

Example for CDSL : MYEPWD <space> 14023345612345678

**In case the shares are held in physical mode:** The member may send SMS: MYEPWD <space> E-Voting Event Number+ Folio No. to 9212993399

Example for Physical: MYEPWD <Space> XXXX123456789

- (b) If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the member may click “Forgot Password” and enter Folio No. or DP ID - Client ID and PAN to generate password.
  - (c) Member may call on KFinTech’s toll-free number 1800 309 4001 (from 9:00 a.m. (IST) to 6:00 p.m. (IST) on all working days).
  - (d) Member may send an e-mail request to [evoting.network18@kfintech.com](mailto:evoting.network18@kfintech.com). After due verification of the request, User ID and password will be sent to the member.
  - (e) If the member is already registered with KFinTech’s e-voting platform, then he / she / it can use his / her / its existing password for logging-in.
- (IV) In case of any query on e-voting, members may refer to the “Help” and “FAQs” sections / E-voting user manual available through a dropdown menu in the “Downloads” section of KFinTech’s website for e-voting: <https://evoting.kfintech.com> or contact KFinTech as per the details given below.

**(V) CONTACT DETAILS FOR ASSISTANCE ON E-VOTING:**

**Members are requested to note the following contact details for addressing e-voting related grievances:**

Mr. V. Balakrishnan, Vice President  
KFin Technologies Limited  
Unit: Network18 Media & Investments Limited  
Selenium Tower B, Plot No. 31 & 32,  
Gachibowli, Financial District,  
Nanakramguda, Hyderabad 500 032.  
Toll-free No.: 1800 309 4001  
(from 9:00 a.m. (IST) to 6:00 p.m. (IST) on all working days).  
E-mail: [evoting.network18@kfintech.com](mailto:evoting.network18@kfintech.com)

**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

The following Statement sets out all material facts relating to the Special Business proposed in this Postal Ballot Notice:

The Nomination & Remuneration Committee, after evaluating and considering the skills, experience and knowledge that would be available to the Board of Directors and pursuant to the provisions of the Companies Act, 2013 (“the Act”) read with the Articles of Association of the Company, recommended to the Board of Directors the appointment of Mr. Raj Kumar Jain (DIN 01741527), as an Independent Director of the Company. The Board of Directors, at its meeting held on March 25, 2026 considered the recommendation and appointed Mr. Raj Kumar Jain, with effect from March 25, 2026, as an Additional Director, designated as an Independent Director of the Company. The Board of Directors also approved that the term of office of Mr. Raj Kumar Jain as an Independent Director will be for 5 (five) consecutive years from March 25, 2026, subject to the approval of members of the Company.

Mr. Raj Kumar Jain is qualified to be appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has also received a declaration from Mr. Raj Kumar Jain that he meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and Regulation 16 (1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and that he is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India or Ministry of Corporate Affairs or any such statutory authority.

The Company has also received a notice under Section 160 of the Act from a member proposing the candidature of Mr. Raj Kumar Jain for the office of Independent Director of the Company.

In the opinion of the Board of Directors, Mr. Raj Kumar Jain fulfils the conditions for appointment as an Independent Director as specified in the Act and the Listing Regulations. Mr. Raj Kumar Jain is independent of the management and possesses appropriate skills, experience, knowledge and capabilities, required for the role of Independent Director.

Mr. Raj Kumar Jain’s vast experience in the fields of Sales, Marketing, and Supply Chain will immensely benefit the Company. He also possess skills in Strategy Development, Finance and Risk Management, Governance, Human Resource and Leadership etc. He was the Chief Executive Officer at The Times of India Group (Bennett Coleman & Co. Ltd.) one of India’s oldest and largest media companies. He has assured the Board of Directors that he will devote as much time as is required for discharging his responsibilities as an Independent Director. In view of the above, the appointment of Mr. Raj Kumar Jain as an Independent Director is in the interest of the Company.

Details of Mr. Raj Kumar Jain pursuant to the provisions of (i) Listing Regulations; and (ii) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are provided in the “Annexure” to this Postal Ballot Notice.

He shall be paid remuneration by way of fee for attending meetings of the Board and/or Committees thereof or for any other meetings, as may be decided by the Board of Directors and reimbursement of expenses for participating in the Board and other meetings.

In accordance with the provisions of Sections 149, 150, 152 read with Schedule IV to the Act and other applicable provisions of the Act, appointment of Mr. Raj Kumar Jain as an Independent Director requires approval of members of the Company.

Further, in terms of Regulation 25(2A) of the Listing Regulations, appointment of Mr. Raj Kumar Jain as an Independent Director requires approval of members of the Company by passing a special resolution.

Accordingly, the approval of members is sought for appointment of Mr. Raj Kumar Jain as an Independent Director of the Company.

Copy of the letter of appointment issued to Mr. Raj Kumar Jain setting out the terms and conditions of appointment is available for inspection by the members electronically. Members seeking to inspect the same can send an email to [investors.n18@nw18.com](mailto:investors.n18@nw18.com).

Mr. Raj Kumar Jain is interested in the resolution set out in this Postal Ballot Notice with regard to his appointment. Relatives of Mr. Raj Kumar Jain may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives, are in any way concerned or interested, financially or otherwise, in the resolution.

The Board of Directors commends the Special Resolution set out in this Postal Ballot Notice for approval by the members.

By Order of the Board of Directors  
For **Network18 Media & Investments Limited**

**Shweta Gupta**  
Company Secretary and Compliance Officer

Place: Mumbai  
Date: April 18, 2026

**Registered Office:**

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414, Senapati Bapat Marg, Lower Parel,  
Mumbai, Maharashtra-400013  
T: +91 22 4001 9000 / 6666 7777  
CIN: L65910MH1996PLC280969  
Website: [www.nw18.com](http://www.nw18.com)  
Email id: [investors.n18@nw18.com](mailto:investors.n18@nw18.com)

**INFORMATION AT GLANCE**

<b>PARTICULARS</b>	<b>INFORMATION</b>
<b>“Cut-Off Date” for participation of members of the Company for e-voting</b>	Friday, May 8, 2026
<b>e-voting commencement time and date</b>	At 9.00 a.m. (IST) on Tuesday, May 12, 2026
<b>e-voting end time and date</b>	At 5.00 p.m. (IST) on Wednesday, June 10, 2026
<b>Date on which the resolution shall be deemed to have been passed</b>	Last date of voting i.e. Wednesday, June 10, 2026
<b>Date of announcement of voting result</b>	on or after Thursday, June 11, 2026
<b>Name, address and contact details of e-voting service provider</b>	KFin Technologies Limited Selenium, Tower B, 6th floor, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032 Email: <a href="mailto:nwminvestor@kfintech.com">nwminvestor@kfintech.com</a> Toll Free/ Phone Number: 1800 309 4001 WhatsApp Number: (91) 910 009 4099 Website: <a href="https://ris.kfintech.com/">https://ris.kfintech.com/</a>
<b>Email Registration &amp; Contact Update Process</b>	Members holding shares in Demat mode: Contact respective Depository Participants Members holding shares in Physical form: Send Form ISR-1 and other relevant docs at KFin Technologies Limited, Unit: Network18 Media & Investments Limited, Selenium, Tower-B, Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 or at the email ID <a href="mailto:nwminvestor@kfintech.com">nwminvestor@kfintech.com</a>

## Annexure to the Postal Ballot Notice

<b>MR. RAJ KUMAR JAIN</b>	
Age	67 Years
Qualifications	<ul style="list-style-type: none"> <li>• Engineering Degree from Delhi College of Engineering.</li> <li>• MBA from Kellogg School of Business</li> </ul>
Experience (including expertise in specific functional area) / Brief Resume	<p>Mr. Raj Kumar Jain is a veteran corporate professional and an entrepreneur, with vast experience in Sales, Marketing and Supply Chain. Before starting his entrepreneurial journey in 2020, Raj was Chief Executive Officer of The Times of India Group (Bennett Coleman &amp; Co. Ltd.) one of India's oldest and largest media companies.</p> <p>In year 2006, Raj spearheaded JV between Walmart Inc. and Bharti Group to establish a pan India wholesale cash &amp; carry, multi format retail and supply chain business.</p> <p>Prior to Walmart, Raj was APAC Head, Marketing &amp; Supply Chain at Whirlpool Corporation based in Shanghai, China. During his 10 years at Whirlpool, he also served as MD &amp; CEO of Whirlpool India Ltd. and launched the Whirlpool brand in India.</p> <p>Raj started his career at Hindustan Lever Ltd. His career spanning over 16 years in Unilever India and U.K. included several key managerial positions in Sales, Marketing, and Supply Chain. Raj is Ex-Chairperson of the Board of American Chamber of Commerce &amp; Industry (AMCHAM), served on the advisory board of HOPE Foundation. He also served on the Board of ASCI (The Advertising Standards Council of India).</p> <p>Raj founded Bounce Inc. in 2020 which is a boutique management and operations consulting firm helping clients with India market entry, operating efficiency improvement and 'phygital' transformation initiatives. He is also the Managing Director of Clicktech Retail Private Limited.</p>
Terms and Conditions of Appointment	As per the resolution set out in this Postal Ballot Notice read with statement pursuant to Section 102 of the Act.
Remuneration last drawn (including sitting fees, if any) (FY2025-26)	Sitting Fees: ₹1,00,000/-
Remuneration proposed to be paid	He shall be paid remuneration by way of fee for attending meetings of the Board and/or Committees thereof or for any other meetings, as may be decided by the Board of Directors and reimbursement of expenses for participating in the Board and other meetings.
Date of first appointment on the Board	March 25, 2026
Shareholding in the Company including shareholding as a beneficial owner as on date of Postal Ballot Notice	Nil
Relationship with other Directors / Key Managerial Personnel	Not related to any Director/Key Managerial Personnel of the Company or its subsidiaries or associate companies.
Number of meetings of Board attended	FY 2025-26: 100% (1 meeting held since his appointment on the Board of the Company) FY 2026-27(till the date of this Postal Ballot Notice):100% (1 meeting held)

Directorships of other Boards as on date of Postal Ballot Notice	SRF Limited
	JK Agri Genetics Limited
	Relaxo Footwears Limited
	J.K. Fenner (India) Limited
	Clicktech Retail Private Limited
	New Trends Commerce Private Limited
	Sabhyata Foundation
Membership / Chairpersonship of Committees of other Boards as on date of Postal Ballot Notice	<b>SRF Limited</b>
	Audit Committee – Member
	Stakeholders Relationship Committee – Chairman
	<b>JK Agri Genetics Limited</b>
	Audit Committee – Member
	Nomination and Remuneration Committee – Chairman
	Stakeholders Relationship Committee - Chairman
	<b>Relaxo Footwears Limited</b>
Audit Committee – Member	
Risk Management Committee - Member	
Listed entities from which the Director has resigned in the past three years	Nil

By order of the Board of Directors  
For Network18 Media & Investments Limited

**Shweta Gupta**  
Company Secretary and Compliance Officer

Place: Mumbai  
Date: April 18, 2026

**Registered Office:**

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