
TV TODAY
NETWORK
आज तक
INDIA TODAY
आज तक
आज तक HD
सबसे तेज़ | सबसे ज़्यादा
INDIA TODAY
TELEVISION
दिल्ली आजतक
तेज़
MUMBAI तक
MP तक
MOBILE तक
Life तक
KIDS तक
UP तक
TECH तक
SPORTS तक
RAJASTHAN तक
PUNJAB तक
NEWS तक
GUJARAT तक
FOOD तक
FIT तक
DUNIYA तक
DILLI तक
CRIME तक
BIZ तक
BIHAR तक
BHARAT तक
ASTRO तक
ISHQ
104.8 FM
ITMI


mediaplex

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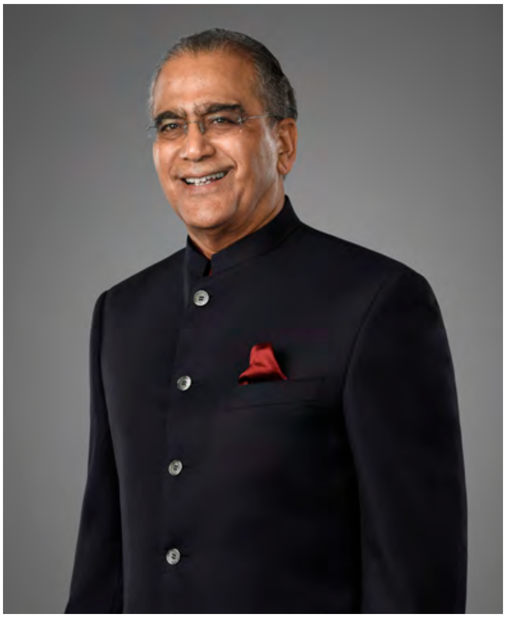
Forward Looking Statement

The statement(s) made in this Annual Report describing the Company's objective, expectations and predictions may be forward looking statement within the meaning of applicable securities laws and regulations. These statements and expectations envisaged by the management are only estimates and actual results may differ from such expectations due to known and unknown risks, uncertainties and other factors including, but not limited to, changes in economic conditions, government policies, technology changes and exposure to market risks and other external and internal factors, which are beyond the control of the Company.

INDIA TODAY GROUP

Chairman's Message



AROON PURIE
Chairman

Dear Shareholders,

The Indian Media and Entertainment (M&E) sector continues to show great potential, and the headroom for future growth is significant. The industry is expected to grow at a much faster rate than the global average. The short-term impact of events such as demonetisation and GST is progressively fading away and the long-term benefits could help the economy as well as the sector grow faster.

Your company launched Aaj Tak HD, the first Hindi news channel of the country in HD format. It provides superior quality viewership, advanced, high-quality graphics of news in HD and clutter-free environment. In addition to taking "Aaj Tak" to another level vis-à-vis the competition in terms of viewer experience and perception, the channel attracts premium viewership and advertisers.

Digital media continued to grow at a fast pace. Digital consumption will grow, and monetisation avenues will see great innovation to cater to the new Indian customer segments. Interestingly, mobile subscriber growth was led by rural markets. The growth of digital infrastructure is enabling Indians to fulfil their need for personal content consumption.

We have responded proactively to this change of consumer behavior by launching 20 digital channels in different genres ranging from regional news to lifestyle. They have all been well received by their respective audiences.

The strategy of the company has been to expand its content footprint on every available platform to meet the information needs of the consumer. With five broadcast channels it reaches on an average 276 million viewers every month. The digital channels reach nearly 77.6 million unique visitors monthly. The India Today Group also has a significant social media presence with a fan base of 120 million and the India Today Twitter handle activated in 2015, has crossed 5 million. All this makes your company a multimedia powerhouse.

In order to establish itself as the benchmark in the field of fact-checked stories and busting misinformation in mainstream and social media, a fact check team has been set up within the company which works independently of other editorial operations. The fact check team has strengthened the in-house quality control mechanism by minimising the chances of errors across the network, thus enhancing the credibility of the company.

The overall performance of your company during FY 2018-19 has been satisfactory. The operating profit margin for the year was 26.66% (on a standalone basis).

The demerger of our newspaper undertaking of Mail Today Newspapers Private Limited (indirect wholly-owned subsidiary) and merging of the same alongwith India Today Online Private Limited (wholly-owned subsidiary) with the company is pending before the National Company Law Appellate Tribunal.

I would like to place on record my sincere appreciation to the Board of Directors for their guidance and support. I would also like to express my gratitude to all our stakeholders for their continuing faith in the company. Further, I would like to express my heartfelt thanks to all the employees of the company. It is their hard work and invaluable contribution which continue to provide us strength to forge ahead in our endeavour.

Warm regards,

Aroon Purie

INDIA TODAY GROUP

Vice Chairperson's Message

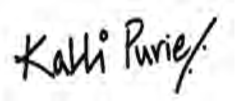
Dear Shareholders,

We are in the midst of transformational times, therefore, living by yesterday's logic is not an option. We stand proud as market leaders by always thinking forward. Technology is changing at such a rapid pace and is offering our industry so many new platforms with such exciting possibilities. With a high brand authority like Aaj Tak and India Today Television, it's an incredible time to be looking at new opportunities.

This year we have launched Aaj Tak HD to a tremendous response. Being India's first hindi news HD channel is befitting of brand Aaj Tak. Editorial innovations like our newly minted Anti fake news cells (AFWA), Data Intelligence Unit (DIU) and Political Stock Exchange (PSE) have again proven we are ahead of the curve. The Taks ecosystem of digital only specialized channels is thriving and 9 more Taks have been launched this year. I am delighted with all that we have been able to achieve and the value we have added in 2018-19.

I am really hopeful about the new high potential options that technology is now offering us. And our effort will always be to keep our shareholders and viewers ahead by exploiting these prospects to the best of our ability.

Warm regards,



Kalli Purie

KALLI PURIE
Vice Chairperson

TV TODAY NETWORK

T.V. TODAY NETWORK LIMITED

T.V. Today Network Ltd. (TVTN) is an India-based company engaged is broadcasting operations. Part of the India Today Group, the company operates mainly in three segments, namely digital, television and radio broadcasting.

With its corporate office in Noida, India, the company is spearheaded by Mr Aroon Purie, Chairman & Whole-time Director, and Ms Kalli Purie, Vice-Chairperson & Managing Director. Its shares are listed on Bombay Stock Exchange Limited and the National Stock Exchange of India Limited.

The company operates five news channels, namely Aaj Tak, Aaj Tak HD, India Today, Tez and Dilli Aaj Tak. The company also operates three FM radio stations under brand ISHQ 104.8 FM in Delhi, Mumbai and Kolkata. We have an unmatched digital footprint through Aaj Tak & India Today websites, social media and we continue to aggressively build on it with our new digital-first ecosystem of the Taks.

LAUNCH OF AAJ TAK HD

India's No. 1 television news channel with over 250 million viewers, Aaj Tak announced the **launch of India's first Hindi HD news channel-Aaj Tak HD,** adding another channel in the existing portfolio.

Reinforcing its 19-year legacy of being a pioneer, Aaj Tak marked another milestone by ushering in the future through its HD avatar. Aaj Tak HD powers rich exclusives, superior picture and audio quality, lesser ad breaks, making it the preferred news destination.

Aaj Tak has had many firsts to its name, being the first to use 3D augmented reality graphics during UP elections, the first to use drone cameras, the first to launch Election Express—the only LIVE and on the move newsroom and the first Hindi news channel to beat GEC channels on coverage. The brand has always been at the forefront of pioneering new technologies and offering differentiated viewing experiences to its customers. The launch of the HD channel strengthened the company's competitive positioning, consolidated its leadership in the Hindi-speaking belt and has become the channel of choice among affluent audience.

RATINGS

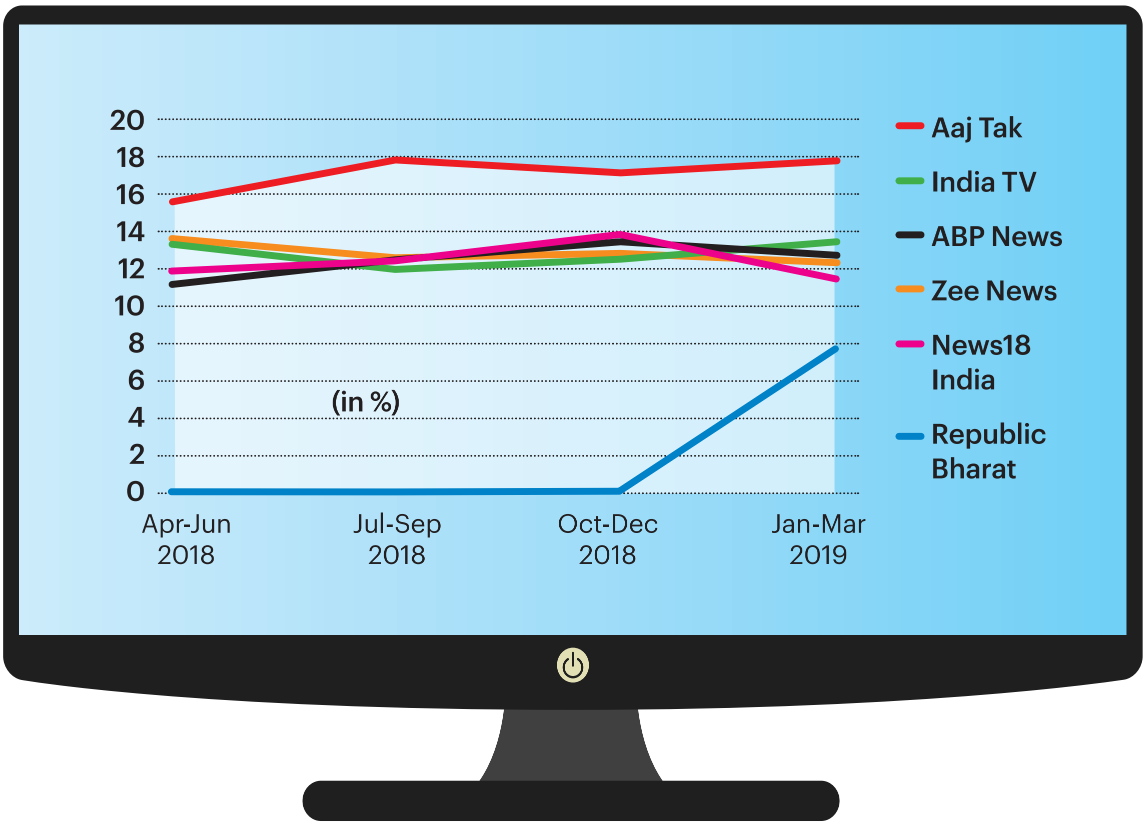
TV Today Network reached an average monthly coverage of 276 million during financial year 2018-19. In March 2019, the network reached another milestone: a coverage of 317 million.

Aaj Tak, the number one channel for 19 years, maintained the No.1 TV channel position during key news event days such as the Balakot strike and the return of IAF officer Abhinandan.

Aaj Tak also registered a market share of over 20% during some key news weeks in this year. Tez registered 84% growth in terms of coverage in the fourth quarter vs the third quarter.

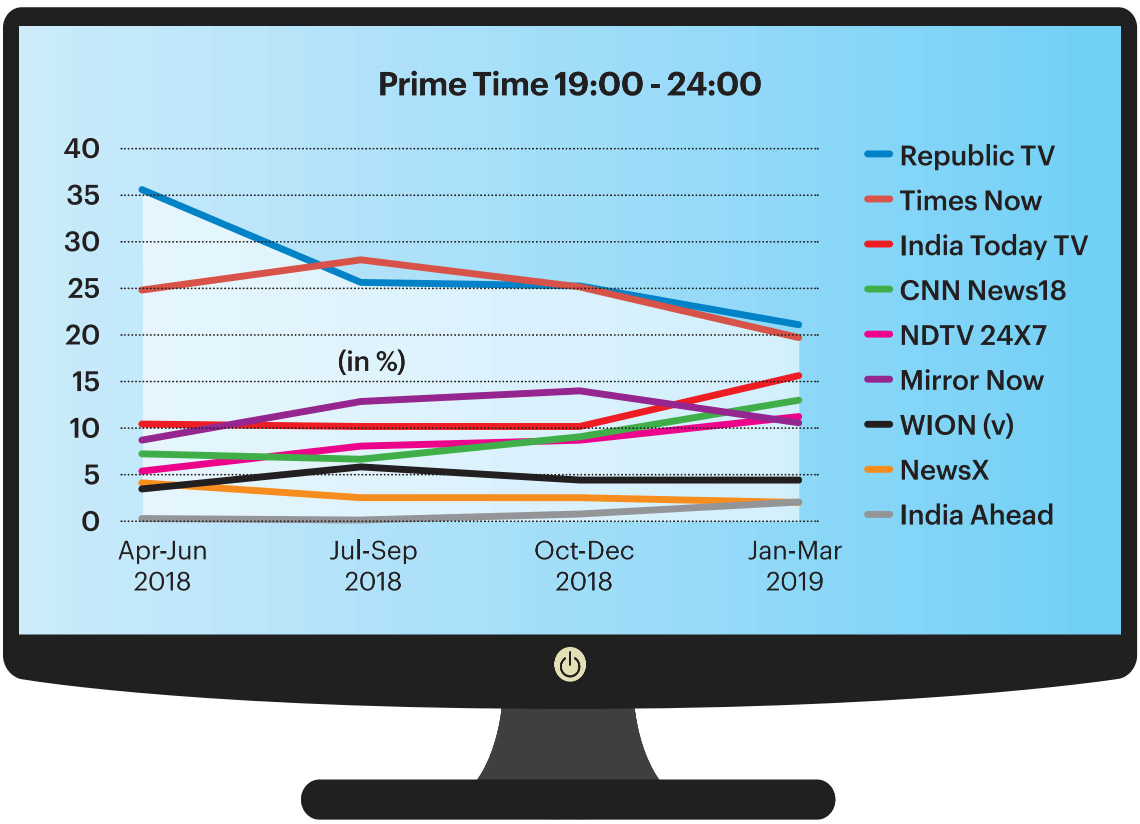
Aaj Tak HD has become one of the top 20 HD channels in India within six months of its launch.

AAJ TAK



Aaj Tak has maintained its leadership among Hindi news channels as per the audience measurement system, BARC, with a market share of 17.3% (15+ NCCS All, HSM, April 1, 2018–March 31, 2019, relative share basis imp '000 out of 12 Hindi news channels). Aaj Tak has also crossed an average weekly 110 million viewers touching a maximum of 164 million in 2018-19 (15+ NCCS All, HSM, Wk 14'18-13'19, coverage)

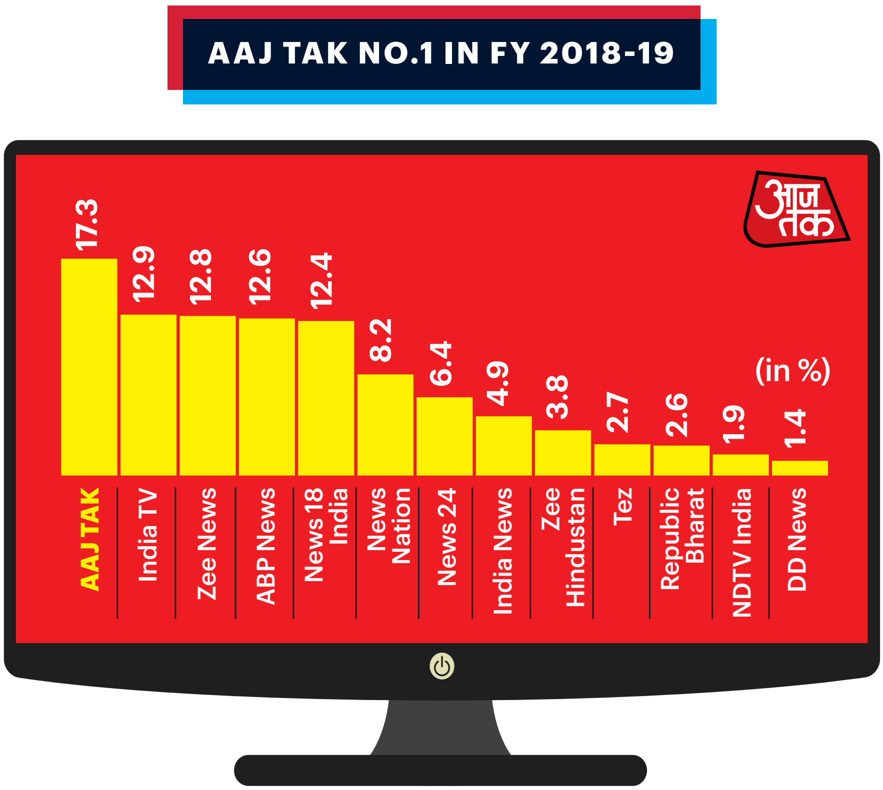
Apr-Jun'18: wk 14'18-wk 26'18; Jul-Sep 2018: wk 27'18-wk 39'18;
Oct-Dec 2018: wk 40'18-wk 52'18; Jan-Mar 2019: wk 01'19-wk 13'19



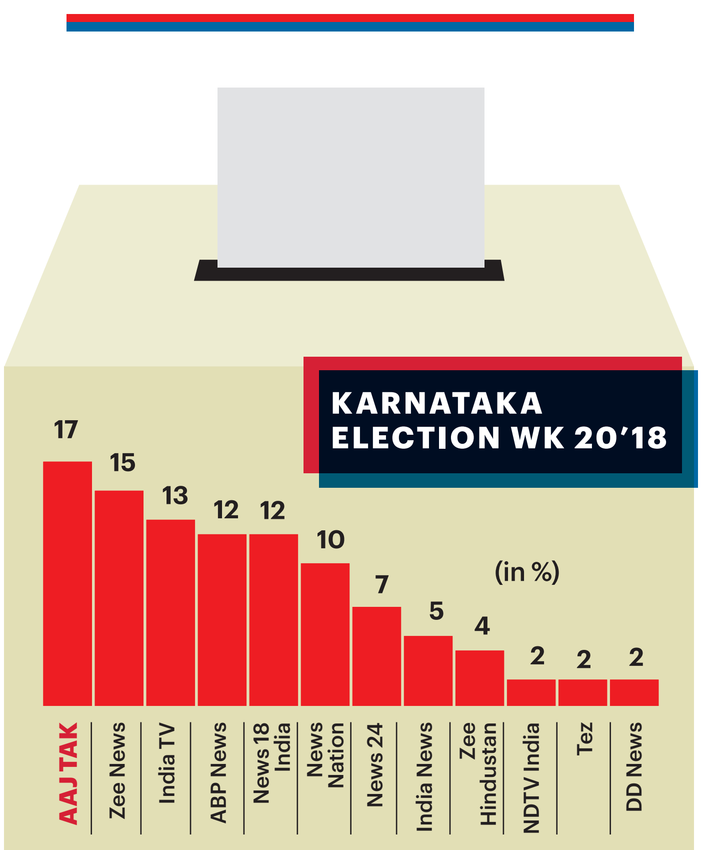
In the third quarter (Oct-Dec'18) the channel grew with a relative share of 8.9% from the fourth quarter (Jan-Mar'19) at 13.9%. In the prime time segment, the channel was the No.3 in fourth quarter (Jan-Mar'19) with 15.9% share

Apr-Jun'18: wk 14'18-wk 26'18; Jul-Sep 2018: wk 27'18-wk 39'18;
Oct-Dec 2018: wk 40'18-wk 52'18; Jan-Mar 2019: wk 01'19-wk 13'19

Source- BARC, Market- Megacities, TG- 22+ M AB, Relative Share %, time band 19:00-24:00 Weekdays, Period- As Mentioned, Relative shares % calculated among 9 English News Channels

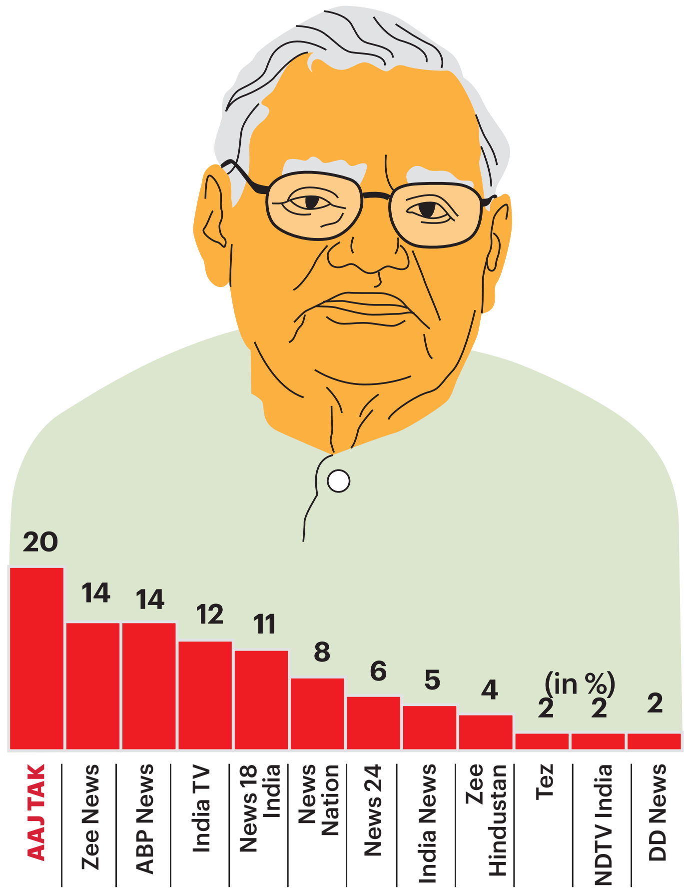


Source- BARC, TG: 15+, Market: HSM, Period: 1st April 2018 - 31st March 2019, Share % among Hindi News Channels



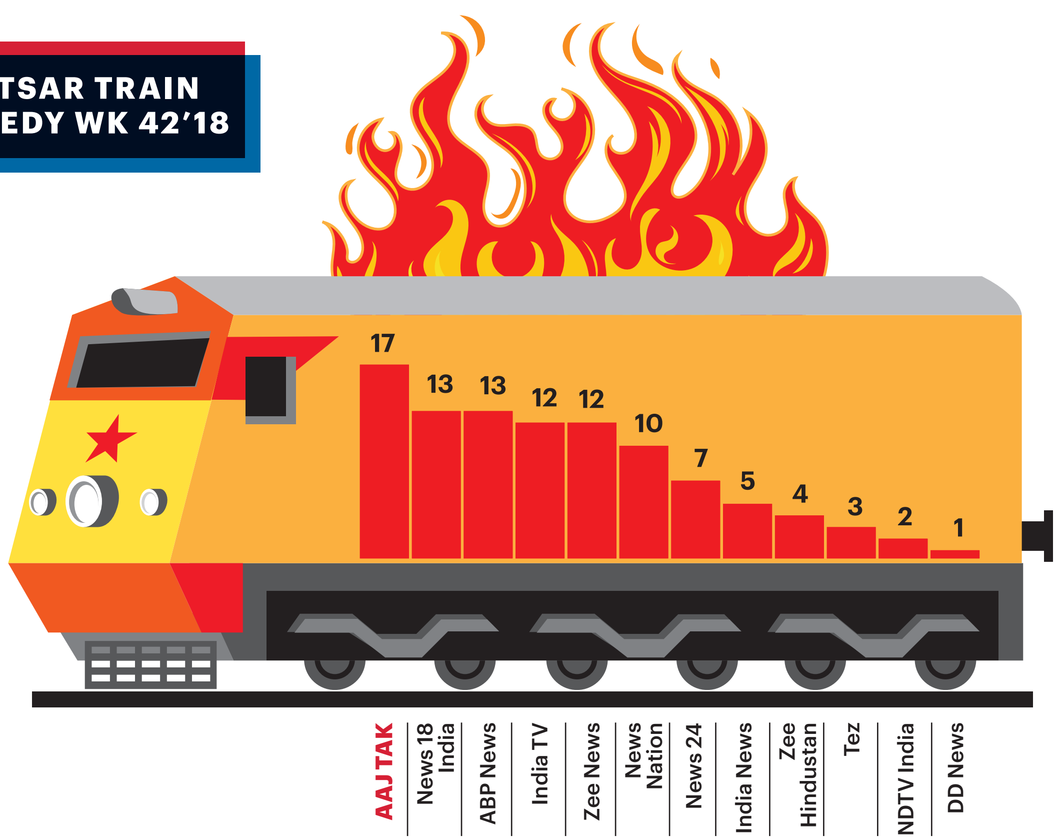
Source- BARC, TG: 15+, Market: HSM, Share % among Hindi News Channels, Period: wk 20'18

ATAL BIHARI VAJPAYEE DEMISE WK 33'18

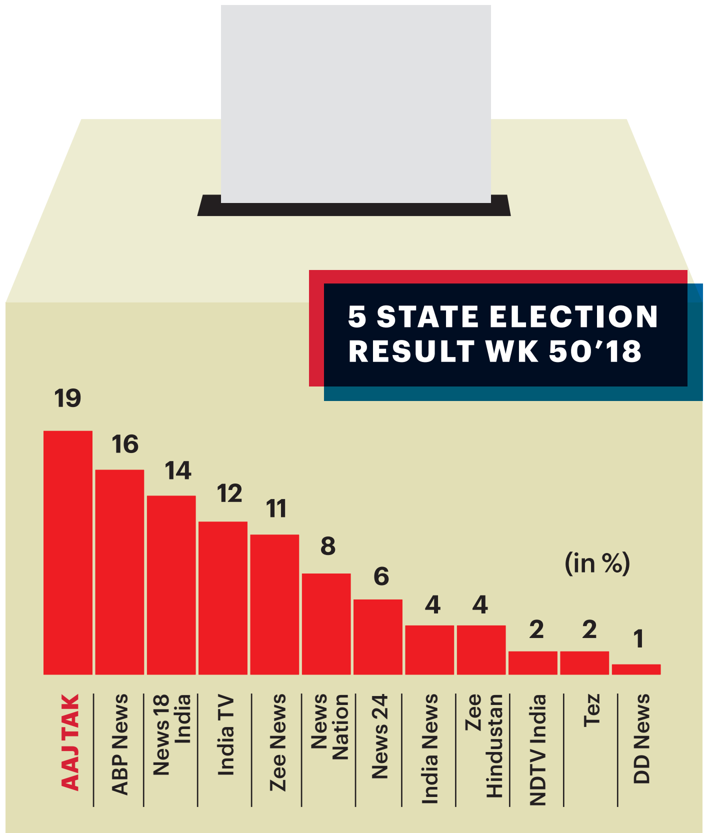


Source - BARC, TG: 15+, Market: HSM, Period: wk 33 '18, Share% among Hindi News Channels

AMRITSAR TRAIN TRAGEDY WK 42'18

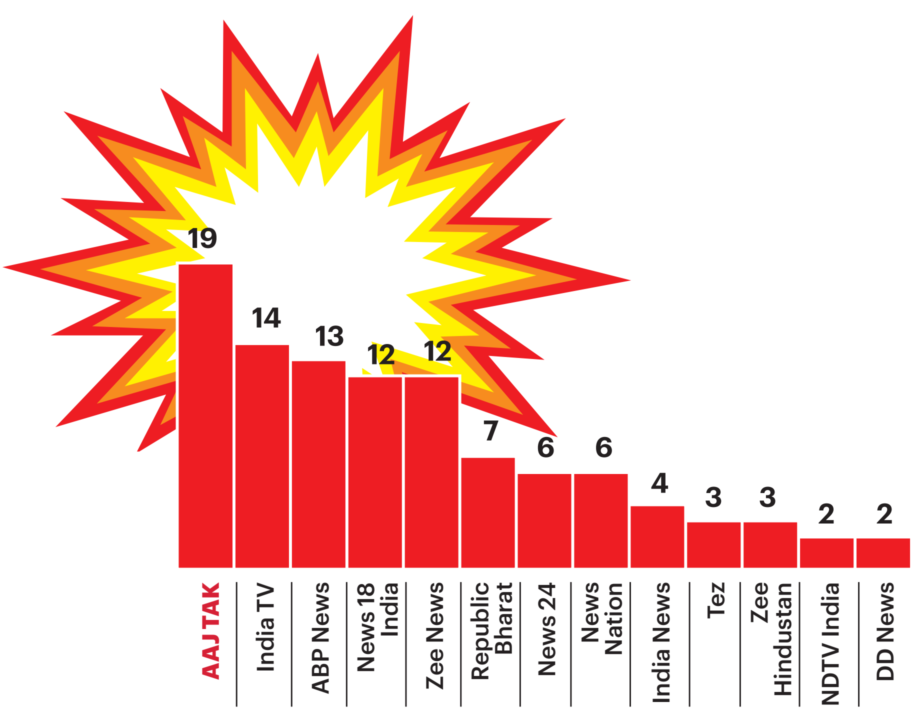


Source- BARC, TG: 15+, Market: HSM, share% among Hindi News Channels, wk 42'18



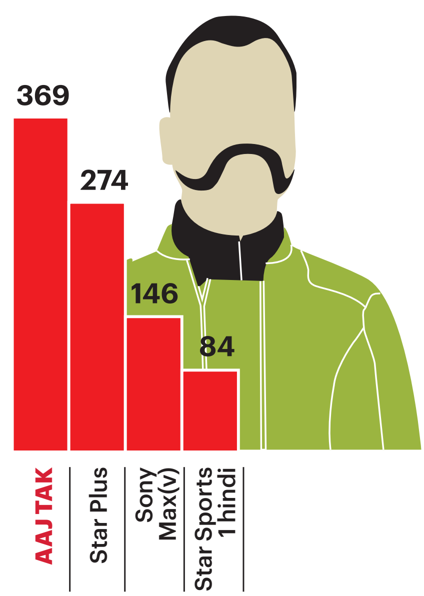
Source - BARC, TG: 15+, Market: HSM, Period: wk - 50 '18, Share% among Hindi News Channels

PULWAMA ATTACK WK 07'19



Source- BARC, TG: 15+, Market: HSM, share% among Hindi News Channels, wk 07 '19

AIR STRIKE TO ABHINANDAN RETURN WK 09'19



Source- BARC, TG: 15+, Market: HSM, Period: 26th Feb '19 - 1st Mar '19, Gross imp'000

TVTN DIGITAL

Aaj Tak became world's first Youtube News Channel to cross 10 million subscribers, beating well-established international brands. Aaj Tak is No.1 Hindi News Brand across platforms including web, mobile & social.

DIGITAL LANDMARKS AAJ TAK

AAJ TAK IS RANKED NO. 1 Hindi News Brand across desktop, mobile & app as per the ComScore Mar 2019 report

Aaj Tak becomes **WORLD'S NO. 1 NEWS YOUTUBE CHANNEL** with 16.5 Mn+ subscriber base, surpassing BBC & Al Jazeera, etc. and was awarded the DIAMOND PLAY BUTTON

Aaj Tak ranked No.1 with **1,801.21 Mn video views in 2018 on YouTube** among Hindi language news channels.
(Source: Vidooly Report, Traditional Channels, 2018)

Aaj Tak ranked No.1 with a **viewership of 2.92 billion video views in 2018 on Facebook** Hindi language news pages
(Source: Vidooly Report, Traditional Channels, 2018)

Aaj Tak Facebook crossed 21 Mn likes mark

Aaj Tak has become the only news channel in India which has **1.8 Mn FOLLOWERS ON INSTAGRAM**

INDIA'S NO. 1 HINDI NEWS TWITTER HANDLE

(Source: Twitter, 7.89 million followers)

TAKS

The group now comprises 20 digital first omniplatform channels which package news for the millennials. Of these, 10 channels were launched in 2018-2019. During Balakot strike & post-the Indo-Pak tension days (February 26, 2019 to March 1, 2019), Taks reached record highs of 349.68 million views

NEWS TAK
Covering the news & politics section. It gives you a glimpse of what is happening around the world and across the political landscape. From incidents to accidents!

TOTAL VIEWERSHIP
6.3
MILLION

SPORTS TAK
Matches and bouts and everything that one needs to know to stay updated on national and international sports. Sports Tak brings news, views, commentaries & trends in a byte-sized format

TOTAL VIEWERSHIP
2.7
MILLION

ASTRO TAK
It depicts horoscopes, predictions and prophesies. The Astro Tak channel gives a glimpse of the future so that one can be prepared. Stay updated and keep others updated too!

TOTAL VIEWERSHIP
678
THOUSAND

LIFE TAK
Work life, family, relationships, trends and more—Life Tak is a glimpse of what life is like for you. Engage and connect with what matters to you!

TOTAL VIEWERSHIP
921
THOUSAND

FOOD TAK
Food Tak is a mobile channel dedicated to cookery, food facts and various cuisines from around the world. From cookery tutorials to healthy food tips, Food Tak indulges the foodie in you!

TOTAL VIEWERSHIP
228
THOUSAND

TECH TAK
Giving you the edge and the information you need to make the right decisions when it comes to technology. From mobiles to digital platforms to what's in and what's not, we cover it all

TOTAL VIEWERSHIP
728
THOUSAND

FIT TAK
An exclusive mobile channel that offers daily fitness hacks for everything, from health concerns to aging, from *asanas* to aerobics. It has step-by-step techniques in every video which helps users stay fit

TOTAL VIEWERSHIP
492
THOUSAND

BHARAT TAK
An exclusive mobile platform that provides all the information about India, its rich history, its cultures, its various states, its soldiers, and its freedom struggle. From its flag to its leaders, Fundamental Rights to its saviours on Bharat Tak

TOTAL VIEWERSHIP
4.0
MILLION

MUMBAI TAK
It is a dedicated regional mobile channel that offers all the latest news, updates, coverage of Bollywood, nightlife and everything else that affects the lives of the people in Mumbai

TOTAL VIEWERSHIP
655
THOUSAND

UP TAK
It gives you news from the nook and corners of Uttar Pradesh. Gear "UP" for the fastest and most interesting content on UP Tak

TOTAL VIEWERSHIP
2.0
MILLION

DUNIYA TAK
A one-stop shop for international news in Hindi, it provides international news round-the-clock with speed, facts, accuracy and context

TOTAL VIEWERSHIP
907
THOUSAND

MP TAK
It offers all the latest news, updates and everything that affects lives of the people in Madhya Pradesh

TOTAL VIEWERSHIP
912
THOUSAND

CRIME TAK
A dedicated channel for true crime stories and their impact on society

TOTAL VIEWERSHIP
928
THOUSAND

BIHAR TAK
It brings you the aroma of history with the allure of popular tradition. From the tales of Samrat Ashok, here you will find news, views and never-ending entertainment. It offers all you want to know about Bihar

TOTAL VIEWERSHIP
678
THOUSAND

PUNJAB TAK
Punjab Tak is a news channel about Punjab and Punjabis residing in the different parts of the world. It covers news about people, politics, sports, entertainment and international affairs that interest Punjabis

TOTAL VIEWERSHIP
436
THOUSAND

DILLI TAK
The national capital's own news channel that covers everything that's happening around the NCR. Breaking news videos or exclusive and in-depth interviews, this channel has it all for those interested in Delhi

TOTAL VIEWERSHIP
388
THOUSAND

BIZ TAK
A one-stop destination for all the latest updates and info from the business fraternity whether it be business news, stocks, property, mutual-funds, automobiles, gadgets, bullion market, investment tips from experts and tax-related issues

TOTAL VIEWERSHIP
202
THOUSAND

RAJASTHAN TAK
It's a forum for the people to raise their voice on issues they feel strongly about. It is a medium which not only provides news and analysis but also showcases the cultural heritage of royal Rajasthan

TOTAL VIEWERSHIP
197
THOUSAND

KIDS TAK
It helps your child learn more in less time with colourful animated series of nursery rhymes and other educational videos, alphabet, varnamala, numbers, nursery rhymes and more

TOTAL VIEWERSHIP
10
THOUSAND

GUJARAT TAK
It brings to you all that is happening in the west Indian state. Whether it is breaking news videos or exclusive interviews, the channel has Gujarat covered

TOTAL VIEWERSHIP
114
THOUSAND

DIGITAL LANDMARKS TAKS

MOBILE TAK

We are LIVE with 20 Mobile Tak channels across different genres like news, hyperlocal news, sports, tech, lifestyle and Bollywood which has a massive reach, i.e. **17 million subscribers & 4.4 million Facebook likes**

20 digital-first video channels got **6.26 billion video views** across publishing platforms (Source: Google Analytics, Facebook Insights, YouTube Analytics, Apr'18-Mar'19)

NEWS TAK

NEWS TAK ranked No.2 with a viewership of **707.4 million video views** among Hindi language New Age page on Facebook in 2018 (Source: Vidooly Report, New Age Channels, 2018)

BHARAT TAK

Ranked No.3 with a viewership of **345.14 million video views** among Hindi language New Age page on Facebook in 2018 (Source: Vidooly Report, New Age Channels, 2018)

AWARDS

NEWS TAK

Category: **Emerging Content Creator of the Year**

Trophy: ***Bronze***

StreamCon Asia Awards powered by Vidooly

NEWS TAK

Category: **Best Digital Integrated Campaign**

Trophy: ***Bronze***

StreamCon Asia Awards powered by Vidooly

LALLANTOP

TheLallantop.com is known for its path-breaking format, tailored for the Indian millennial, packaging seriousness in a colloquial style. It has the most viral & social media sharing content and is a benchmark in video views and time spent across all New Age Indian digital news platforms.

In 2018, India's most successful digital-first channel Lallantop was launched as a television show on Tez.

DIGITAL LANDMARKS LALLANTOP

The Lallantop ranked No.1 with a viewership of **766.91 million video views** among Hindi language New Age page on Facebook in 2018. (Source: Vidooly Report, New Age Channels, 2018)

AWARDS

The Lallantop Chunav Yatra
Category: **Best Use of YouTube**
Trophy: ***Gold***
India Digital Awards by IAMAI

The Lallantop Chunav Yatra
Category: **Best Use of video (YouTube or video)**
Global Digital marketing Awards

The Lallantop
Category: **Emerging Content Creator of the Year**
Trophy: ***Gold***
StreamCon Asia Awards powered by Vidooly

The Lallantop
Video Content Creator of the Year – News
Trophy: ***Silver***
StreamCon Asia Awards powered by Vidooly

The Lallantop Political Kisse
Category: **Best Article/ Video Series**
Trophy: ***Silver***
Digipub Awards by Afaqs

So Sorry is the India Today Group's high-end 3D animation political video series that has rocked the country. It is satire at its best. There is no language or age bar to understand these silent, irreverent humorous visuals, delivering a sharp political comment in less than 2 minutes.

Aired on Aaj Tak, India Today Television and India Today Group digital platforms, a new episode is created as soon as there is a political blunder deserving a tongue-in-cheek rendition.

In 2018, So Sorry animations also launched So Shayari, a delivery of wit in short, poetic comedy.

AWARDS

Category: **Best Use of Video**
Trophy: ***Gold***
Digipub Awards by Afaqs

Category: **Best Politoons**
10th BCS Ratna Awards




So

So
Shayari

350/543

INDIA
TODAY

LANDMARKS

- India Today Group is the **first big media house in India to get IFCN certification** (international fact-checking networks)
- India Today Group is present on India's **biggest OTT platform** Hotstar giving it immense reach
- India Today Group was selected for **Google News Initiative -YouTube News Innovation Fund** programme
- India Today Group is one of the world's first media houses to become a **working group member of Google news initiative** and shortlisted for YouTube working group of news organisations
- India Today Group is the first Indian media company to be shortlisted as **part of the YouTube working group** of news organisations
- India Today Group launched **India Content**, a content selling site which helps publishers, production houses, agencies buy content (articles/videos/images)
- India Today Group is part of **Facebook's fact-check programme** which verifies and authenticates facts of news going viral on social platforms
- India Today Group is **ranked No. 2 on mobileweb** as per ComScore Feb. 2019 report
- The India Today **Twitter handle, activated in 2015, has crossed the 7 million mark**
- India Today Group is India's **No. 1 news video publisher**
- India Today Group is India's **most-watched Hindi news video** publisher on YouTube
- India Today Group has a **fan base of 99 million** on social platforms
- India Today Group Digital has on an average **77.6 million** monthly unique visitors
- India Today Group's 4 new-age news pages—The Lallantop, News Tak, Bharat Tak and Sports Tak—are among the **top 15 Hindi language New Age news brands** on Facebook, which collectively contributes 65% of total views by the top 15 (Source: Vidooly report, 2018)
- India Today Group's 6 YouTube channels—Aaj Tak, The Lallantop, News Tak, Bharat Tak, Sports Tak, and Tez—are among the **top 20 Hindi language YouTube news channels,** which collectively contribute 29% of total views by the top 20 (Source: Vidooly report, 2018)
- India Today Group's 4 news brand pages—Aaj Tak, The Lallantop, News Tak and Bharat Tak—are among the **top 20 Hindi language news pages on Facebook**, which collectively contribute 38% of total views by the top 20 on Facebook (Source: Vidooly report, 2018)
- India Today Group's **7 channels**—The Lallantop, News Tak, Bharat Tak, Sports Tak, UP Tak, MP Tak, and Mumbai Tak**—**are among the top 20 New Age Hindi language news youtube channels, which collectively contribute **34%** of total views by the top 20 (Source: Vidooly report, 2018)

AWARDS

Aaj Tak and India Today Television once again were the most awarded news channels in 2018-2019. The team bagged a total of 23 awards which includes Best Hindi news channel and Best English news channel.

INDIA'S MOST AWARDED NATIONAL NEWS NETWORK

EXCHANGE 4 MEDIA NEWS BROADCASTING AWARDS – 2018

1. Best Current Affairs Programme-English
Surviving Bastar – India Today TV

2. Best Current Affairs Programme-Hindi Jury's Choice Award
Sehmi Galliyan – Aaj Tak

3. Best Current Affairs Programme-Hindi
Vishesh – Aaj Tak

4. Best Business Programme-Hindi
Budget 2018-19 – Aaj Tak

5. Best Talk Show –Hindi
Halla Bol – Aaj Tak

6. Best In-depth Series-English
Kashmiri who never left - Pooja Shali - India Today TV

7. Best News Coverage Jury's Choice - National –Hindi
Atal Bihari Vajpayee Death Coverage Aaj Tak

8. Best Anchor-English
Rahul Kanwal – Aaj Tak and India Today TV

9. Best Anchor-Hindi
Anjana Om Kashyap – Aaj Tak

10. Best Spot News Reporting-Hindi
Mausami Singh - Thailand rescue – Aaj Tak

11. Best Continuing Coverage by a Reporter-English Shiv Aroor
Karnataka (Cauvery, Kolar) India Today TV

12. Best Video Editor-English
Satish Kapoor - The Kashmiri who Never Left - India Today TV

13. Best Video Editor-Hindi
Amit, Fahim, Gaurav - AAA Dwarka – Aaj Tak

14. Best News Producer-English
Samkhya Edamaruku - Gujarat & Karnataka election coverage - India Today TV

15. Best News Producer Jury's Choice-Hindi
Navin Kumar – Dustak – Aaj Tak

16. Best Channel or Programme Promo Jury Choice-Hindi
Saare Jahan se Sacha - Broker, Doctor, Lawyer – Aaj Tak

17. News Channel of the Year - English
India Today TV

18. News Channel of the Year - Hindi
Aaj Tak

19. News Television Editor-in-Chief of the Year- Hindi
Supriya Prasad – Aaj Tak

IBC INFOMEDIA's (IBC Corp USA): India' India's No.1 Brand Awards 2018

Best Hindi News Channel Aaj Tak

Best English News Channel
India Today TV

GLOBAL DIGITAL MARKETING AWARDS

Best News Content Website Aaj Tak

Best Digital Integrated Campaign
Sahitya Aaj Tak

EDITORIAL INNOVATIONS

India Today Group is a pioneer in bringing global best practices of journalism to India. Among our many cutting-edge, trend-setting initiatives was the Anti Fake News War Room, the Data Intelligence Unit, Speech Analytica and the Political Stock Exchange.

For these initiatives, India Today Group was also awarded an International Fact Checking Network Certification & ranked among Facebook's select fact-checking partners in the country.

Special Investigation Team

India Today's crack Special Investigation Team, or the SIT, looks beyond individual wrong-doers to systemic failures for contextualised exposes.

From compelling visuals, compelling bites to compelling scripts, the SIT storytelling has been consistently authoritative, objective, accurate and exceptionally original. Our special investigations hold power to account.

Sample this daring probe into Meghalaya's killer rat-hole mines in the wake of 15 workers drowning in a similar pit a month before. Our SIT reporters followed a young miner, slithering into a tunnel to unearth the lethal world of the northeastern state's underground coalfields.

In March, India Today's SIT penetrated Pakistan's fog of misinformation following the IAF bombing of terror targets in retaliation for Pulwama. Our undercover reporters caught the residents of Balakot and police officials in PoK revealing the scale of damage from the Indian raids.

Elsewhere in Pakistan, the SIT found the Jaish continuing with its fundraising activities despite Islamabad's claims of cracking down on terror groups post Pulwama.

Anti Fake-News War Room

India Today's one-of-a-kind review of what's true, what's not or what's in-between. Launched in May 2018, our Anti Fake News War Room, or AFWA, combines cutting-edge technology with journalistic expertise to scrutinise suspect stories floating on social and mainstream media and publish its findings on our digital platform.

Take, for example, how AFWA used technology to bust misleading news reports that thousands of trees were felled to build a helipad for PM Narendra Modi in Odisha in January. In another instance, our fact-checkers launched into action when India's tourism minister was being trolled for allegedly taking a selfie with the casket of a fallen Pulwama soldier. We debunked the hoax and told the real story.

Within six months of AFWA's inception, India Today received the International Fact Checking Network's (IFCN) certification for promoting best practices as part of global anti-misinformation initiatives. India Today is also ranked among Facebook's six third-party fact-checking partners in the country.

Speech Analytica

India Today's AFWA also does live fact-checking. Our show Speech Analytica analyses speeches of election candidates from across the political spectrum streaming live on television. Top editors and experts, for example, examined Prime Minister Narendra Modi's first election speech at Meerut in March. Their analysis shed light on the PM's campaign theme: When you vote, think solely of me and no one else, not even the candidates.

Data Intelligence Unit

India Today set up a Data Intelligence Unit in January this year to help integrate data journalism into the broader newsroom.

Our DIU team navigates complex numbers to provide a comprehensive picture to audiences. We dig deeper into the keywords of a budget speech to shed light on the government's real focus. We unearth the fine print of election manifestos through engaging infographics. Our Word Cloud format, for example, has become extremely popular in telling the stories that data represents.

Political Stock Exchange (PSE)

In the run-up to the 2019 polls, India Today & Axis My India presented an election show that tracked the ever pulsating rise and fall in political popularity ratings. PSE was the only show where politicians, their ideologies and their report cards are traded against popular perceptions. Jointly hosted by two of India's most experienced political journalists - the indomitable Rajdeep Sardesai & the ever perceptive Rahul Kanwal, Political Stock Exchange was designed to gauge the public mood and its variation on a weekly basis.

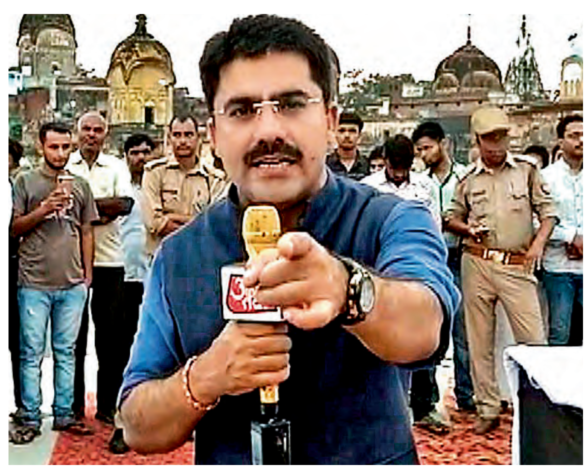
ON GROUND COVERAGE

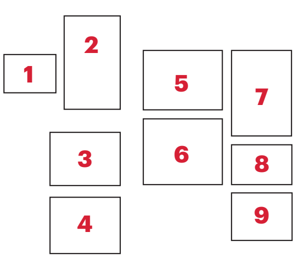
Everyone pursues a story but we pursue the truth.

India Today Group is the only network that believes in reporting ground up.

Our reporters and anchors walk the talk by following a story, right from the killer mines to Pakistan's terror hubs, from the strikes in the skies to the cyclones in the ocean.

Hard-hitting, credible, straight-from-the-ground reporting, to fuel the tradition of the gold standard of journalism





1. **Rahul Kanwal interviewing Rajyavardhan Rathore at a firing range in Delhi**

2. **Rajdeep Sardesai, Charminar, Hyderabad for Elections on my plate**

3. **Sweta Singh reporting on the lost city of Dwarka in Gujarat**

4. **Mausami Singh reporting from a political rally in Rae Bareli**

5. **Gaurav Sawant reporting from Meerut Cantonment for Param Vir Chakra series**

6. **Preeti Choudhry reporting on the Allahabad Kumbh**

7. **Anjana Om Kashyap anchors a special show with women BSF recruits at India Gate**

8. **Neha Batham reporting from Davos on the World Economic Forum**

9. **Rohit Sardana reporting from Ram Ki Paudi, Ayodhya during the Ram Mandir case**

SIGNATURE EVENTS

Agenda Aaj Tak is the biggest global platform of Hindi thought leadership. The 7th edition of this pioneering Hindi event continued to lay new benchmarks in setting the agenda of the nation. The programme was showcased prominently for Aaj Tak's more than 419 million viewers on television.

Sahitya Aaj Tak is a Hindi literary festival conceived by India's No.1 Hindi News Channel-Aaj Tak , and is one of the nation's biggest confluence of the greatest names from various disciplines of literature. Sahitya Aaj Tak is not only a free to public event but it also focuses on encouraging new talent that needs to be heard in all forms of the fine arts. The 3rd edition of Sahitya in 2018 was attended by approximately 50,000 people over three days.

India Today Safaigiri Awards—When Prime Minister Narendra Modi launched the Swachh Bharat Mission (SBM) on October 2, 2014, even he could not have imagined the many conversations it would spark. Cleanliness is an issue which touches several taboo topics in India. Safaigiri Awards launched by Prime Minister Narendra Modi on October 2, 2015, is India Today Group's initiative to make clean India a continuing national obsession and filth a national shame. The 4th edition of safaigiri in 2018 recognised 15 winners across various categories.

AGENDA AAJ TAK 7TH EDITION

Nitin Gadkari, Politician

Jyotiraditya Scindia, Politician

Nirmala Sitharaman, Politician

Mehbooba Mufti, Politician

SAFAIGIRI AWARDS 4TH EDITION

Arjun Kapoor and Parineeti Chopra supported the Safaigiri campaign by the India Today Group

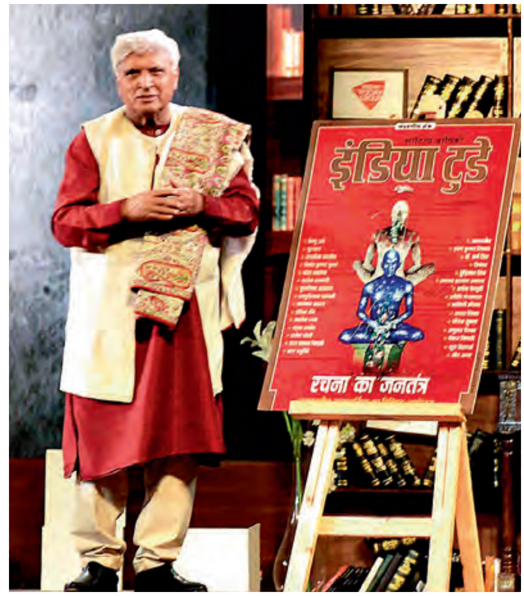
Radhika Apte and Ayushmann Khurrana also lent their support for the Safaigiri campaign

A SALUTE TO SAFAIGIRI WARRIORS: Winners of India Today Safaigiri Awards 2018 across 15 categories

SUR SE SAFAIGIRI TAK: Abhijeet Sawant with musical kids championing the cause of Safaigiri

SAHITYA AAJ TAK 3RD EDITION

The world-renowned Nooran sisters enthralled a huge enthusiastic crowd with their soulful music at Sahitya Aaj Tak. The music, the aura, and the audience together created a magical night



Famous lyricist, poet, screenwriter, political activist, Padma Bhushan and Sahitya Akademi Award recipient Javed Akhtar launched India Today Sahitya Varshiki 2018

Renowned poet, essayist and Sahitya Akademi Award recipient Ashok Vajpeyi with the audience in the Kavita Aaj Kal session at Sahitya Aaj Tak

SAHITYA AAJ TAK 3RD EDITION

Politician, Writer and Former Union Minister Jairam Ramesh shared his views on Late Prime Minister Indira Gandhi and her policies

***Gangs of Wasseypur* and *Masaan* fame actress Richa Chadda shared her insights on women in the film industry**

Tiwari Ki Udaan: Actor, Singer and politician Manoj Tiwari entertained the audience by singing songs and sharing interesting incidents from his life

SAHITYA AAJ TAK 3RD EDITION

Famous Ghazal and Sufi singer Rashmi Agarwal kept the listeners spellbound with her magical voice at India Today Samvad, Sahitya Aaj Tak

Writer of the super-successful Shiva Trilogy of books, Amish Tripathi during the 'Dharmakkhetra of Literature' session at Sahitya Aaj Tak

Bestseller author and columnist Chetan Bhagat, during the session '3 Mistakes of My Life' on the last day of Sahitya Aaj Tak

CSR INITIATIVES

BACKGROUND

Open defecation leads to a vicious cycle of disease and poverty and is extensively regarded as an affront to personal dignity. In order to mitigate this unhealthy practice, T.V. Today Network Ltd., as a part of its Corporate Social Responsibility mandate, and supported Care Today Fund, an India Today Group initiative, to implement projects aligned to the Govt. of India's Swachh Bharat Abhiyan.

RATIONALE

A Rapid Survey on Swachhta Status was conducted by the National Sample Survey Office (NSSO) during May-June 2015, which was aimed at giving a snapshot of the situation on the availability/accessibility of toilets, solid waste and liquid waste management at village/ward and household levels. As per the survey, 45.3% households in rural areas have sanitary toilets and the usage of these toilets by the household was 95.6%, whereas 88.8% households in urban areas have sanitary toilets and its usage was 98.7%. It was estimated that 55.4% households in rural areas contribute towards open defecation and 8.9% by the urban population.

TVTN CSR STATUS

In 2014, Care Today Fund established "Care Today A/c T.V. Today Network Limited" to implement the CSR initiatives of T.V. Today Network Ltd. Since by 2014, with the CSR grants received so far from T.V. Today Network Limited, Care Today Fund in partnership with field level NGOs have supported the construction of 2307 household toilets out of which 2198 have been completed, and another 109 are under construction. In addition, 14 student toilet blocks were also constructed. In March 2019, during the India Today Conclave held in New Delhi, Hon'ble Prime Minister, Sh. Narendra D. Modi, commended the India Today Group's effort towards promoting Swachh Bharat Abhiyan initiatives across the country.

DETAILS OF CSR UTILISATION

Care Today Fund received ₹2,83,63,043 in FY 2017-18 as CSR grant from T.V. Today Network Ltd. Care Today partnered six NGOs and used ₹2,73,63,043 of this grant to initiate construction of 1238 household toilets. The remaining 10 Lakhs was deployed to promote reading habits through strengthening libraries and promoting education among socially marginalised communities. In August 2018, Care Today Fund received additional Rs 10 lakhs to provide relief to flood affected communities in Kerala and the same was used to provide relief to 427 families and 327 women. Out of the planned 1238 toilets, 1129 household toilets have been completed as of 31st March 2019, and remaining 109 are in various stages of construction. The household toilets aim to benefit the poor and needy communities. Following are the details of the household toilets initiative:

Name & location of the NGO partner	Toilets initiated	Toilets completed	Toilets in progress
Jeevan Rekha Parishad (JRP) Bhubaneswar, Odisha	180	168	12
U-Respect Foundation Mumbai, Maharashtra	126	126	Nil
Visishta Gramodaya Swayam "Sadhana" Parishad (VGSSP) Vishakapatnam, Andhra Pradesh	348	259	89
Society For Himalayan Agriculture And Rural Development (SHARD) Rudraprayag, Uttarakhand	154	146	08
Arthik Anusandhan Kendra (AAK), Mirzapur, Uttar Pradesh	330	330	Nil
Shechen Rabjam Public Charitable Trust (SRPC Trust) Gaya, Bihar	100	100	Nil
Total	**1238**	**1129**	**109**

HIGHLIGHTS OF F.Y. 2018-19 ACTIVITIES

1129

household toilets (including 168 bio-toilets) completed

109

household toilets (including 12 bio-toilets) are under construction

Program aims to benefit 7000 (approx.) individuals

30

villages from 6 Districts of 6 States were identified for project implementation

6

NGO partners are currently engaged in implementing the projects

FEATURES

- Beneficiaries are primarily women, children and poor
- Activities covered hills, plains and coastal areas
- Introduced bio-toilets in areas with water shortage
- Ensured socio-cultural acceptance
- Strengthened awareness in use and maintainence of toilets

BENEFITS

- Address sanitation and hygiene issues at large
- Reduction in open defecation
- Healthy communities
- Promote clean environment
- Better health, privacy, safety, comfort, cleanliness, respect and dignity

FEEDBACKS FROM STAKEHOLDERS

FEEDBACK FROM CARE TODAY FUND TEAM

The Care Today Fund Team have undertaken regular field visits to monitor the progress of the project activities and to provide support to ensure successful implementation of the planned activities. Interactions held with the beneficiaries during the team's visit revealed that the initiatives in constructing household toilets for the poor and needy communities have had an impacted, specifically in reducing various diseases that prevailed due to open defecation. The impact has been much higher especially among women and children, who have been the most at risk without a toilet. NGO partners too have reported that significant cooperation from the beneficiaries have so far ensured successful completion of planned activities while eliminating vulnerable risks of open defecation. All the ongoing project activities are progressing as expected and would immensely address the issues of sanitation and hygiene within the project areas.

CASE STUDIES/FEEDBACK FROM INDIVIDUALS

Ram Shiromani Maurya, 50, is a resident of Mahadev hamlet in Hallia village of Mirzapur district, Uttar Pradesh. He belongs to a poor OBC family. His family comprises 5 members and their source of income is daily labour. During initial interaction with the community members by Arthik Anusandhan Kendra (AAK) in order to construct toilets for community members, Ram Shiromani strongly opposed construction of toilets in the village and also cautioned villagers that the NGO was giving false promises and they would not build any toilets. He also said that the NGO will use the community for their own benefit and make fools out of them. His constant negative abuse began to have an adverse impact on community members, which led to serious doubts about the project implementation. AAK staff began to regularly visit the community members and even met Ram Shiromani and his family to understand his anger towards the project and to pursuade him to agree to the project being implemented in the village. Meanwhile, it was found that a similar project was planned and proposed by another NGO in which Ram Shiromani was actively involved. The organization had also formed SHGs and usurped all the savings that they had kept to build household toilets. Since then Ram Shiromani had lost trust in NGOs and always opposed any organization planning to implement any social projects for the community. AAK tried to convince him that the organization was serious in their plans, however it fell on deaf ears.

AAK, with the support of some individual households in the village, initiated construction of household toilets. Soon after the completion of the 5th household toilet in the village, Ram Shiromani understood that he had made a great mistake in opposing the project. He was also impressed with the quality of work. He soon accepted his mistake and in a community meeting regretted for opposing such a good project. Soon, he became an active promoter of the project and pleaded with AAK to construct one for his household, in favour of his wife Gulabi Devi. Ram Shiromani and his family now have a toilet of their own. He is very happy today and thanks AAK and Care Today Fund for accepting his request, and enabling not only him but his entire village to live a healthy and dignified life.

Ram Shiromani and his wife Gulabi Devi behind their house (Top) and the newly constructed toilet (Below)

Ms Challapalli Mangathalli in front of her newly constructed toilet

Ms. Challapalli Mangathalli (at her newly constructed toilet in pic) is from Marturu village in Visakhapatnam District, Andhra Pradesh. She belongs to a poor family and has a daily wages job. She had never used a toilet before, due to the poor financial condition at home and then at her in-law's house. Open defecation was always the norm. However, in the last couple of years it had become a problem due to lack of open spaces. NGO, Visishta Gramodaya Swayam "Sadhana" Parishad (VGSSP) had come to her village to spread awareness on the importance of having household toilets in order to eliminate health hazards and also to identify poor households and support them in constructing household toilets. Ms. Challapalli met the staff of VGSSP and requested them to include her household for receiving a toilet, promising all labour support to them. She was listed among the 348 beneficiaries identified in the district. By the end of December 2018 she had a toilet, along with a bathroom, fully constructed and being used by the entire family. Overwhelmed with joy, she said, "I am very happy to have my own household toilet. This has certainly enhanced my respect and dignity among community members. Since the use of the toilet, our health has improved significantly and we hope several contagious diseases being spread due to open defecation will be fully eliminated in future. All this was possible only with the wholehearted support from Care Today Fund – T.V. Today Network Limited and VGSSP NGO. I and my family will always be grateful for their contribution in providing a household toilet and bathroom."

CARE TODAY A/C KERALA SOS PROJECT

In August, 2018 Kerala witnessed the worst floods since 1924. Twelve out of fourteen districts suffered severe damages to houses, lifeline buildings, roads and agricultural land. Overflowing rivers and water released from dams resulted in the loss of over 450 lives and damaged properties and infrastructure worth thousands of crores.

In response, T.V. Today Network Ltd. supported Care Today Fund and from its CSR funds gave a grant of ₹10,00,000 to support relief activities. Care Today Fund forged a partnership with ActionAid Association, and within a week after the floods, Care Today Fund was able to initiate relief activities in remote areas of two of the worst flood-affected districts; Idukki and Alappuzha.

On August 24, 2018, Executive Director, Care Today Fund was present at Pettimudy village during the first relief distribution.

The relief efforts addressed the needs of 470 families and 327 women. Emergency relief items consists of food and non food items for 470 families, that included dry rations, sleeping mattresses; clothes; personal hygiene kits items such as sanitary napkins, soaps, detergents, shampoo, towels; and home cleaning kits. Additionally 327 women received 2 sarees each and home cleaning material.

Care Today Fund continues to partner ActionAid Association working to restore social infrastructure in flood affected communities through rebuilding of 4 Anganwadi centres in Pathanamthitta district.

Mr. C. Balaji Singh, Executive Director, Care Today Fund, participating in relief efforts for the flood affected communities of Kerala

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE AND DEVELOPMENTS

For traditional sectors like Broadcast TV and Films, 2018 has been a decent year wherein the industry has maintained a healthy pace of growth and met expectations. This has been achieved on the back of growing subscription base and ticket prices, respectively. This trend has been cemented by the upward trajectory created by the new age digital media where further upswing is on the cards. Thus, M&E continues to match up to the predictions and become more vibrant. The Indian M&E sector reached INR 1,67,000 Crores (US$23.9 billion), a growth of 13.4% over 2017. With its current trajectory, it is expected to grow to INR 2,35,000 Crores by 2021 (US$33.6 billion).

The M&E product will always remain relevant for a young country like India, thirsting for infotainment. The growth of digital infrastructure is enabling Indians to fulfill their need for personal content consumption and the M&E sector has responded by producing content like never before - across languages and genre.

In addition, global OTT (Over The Top) platforms and Indian platforms available globally, have made it possible for people across the world to experience Indian content, something which was out of the reach of most Indian content creators till just a few years ago. The opportunity provided here is enormous, both to create content for the world and support global content creators with our talent, production, animation and VFX capabilities.

While the Indian economy grew its nominal GDP by 10.2%, the Indian M&E sector grew 13.4%. Advertising, which had dropped below the nominal growth rate in 2017 due to demonetization and implementation of GST, recovered and grew 12.7%. The M&E sector is seeing the fruits of continued economic growth and India's rising per-capita nominal GDP, which is estimated to have grown by 10.6% in 2018, a five year high growth rate.

Broadcasters' share of subscription revenue increased from INR 9900 Crores to INR 11000 crores in 2018. This is around 25% of the total ground collections.

INR in crores

Segment	CY2017	CY2018	CY2019E	CY2021E	CAGR 2018-21
Television	66,000	74,000	81,500	95,500	8.8%
Print	30,300	30,600	31,700	33,800	3.4%
Filmed entertainment	15,600	17,500	19,400	23,600	10.6%
Digital media	11,900	16,900	22,300	35,400	28.0%
Animation and VFX	6,700	7,900	9,300	12,800	17.4%
Live events	6,500	7,500	8,600	11,200	14.0%
Online gaming	3,000	4,900	6,800	12,000	35.4%
Out of Home media	3,400	3,700	4,100	4,900	9.2%
Radio	2,900	3,100	3,400	3,900	8.0%
Music	1,300	1,400	1,600	1,900	10.8%
Total	**1,47,600**	**1,67,400**	**1,88,700**	**2,34,900**	**12.0%**

All figures are gross of taxes

(DATA SOURCE: EY - FICCI India Media and Entertainment Industry Report 2019)

However, once the subscribers' migration from old tariff regime to the new tariff order regime settles down across India, some broadcaster's share has the potential to go up significantly, especially from cable subscribers.

(DATA SOURCE: EY - FICCI India Media and Entertainment Industry Report 2019)

Free Dish generated an estimated INR 2000 Cr of advertising revenues.

Top 10 channel genres contributed 46% share of advertising volumes on TV. News, which commands a 7% share of viewership garners a disproportionately high share of advertising volumes.

SEGMENT–WISE OR PRODUCT-WISE PERFORMANCE

TELEVISION

(A) PERFORMANCE & INDUSTRY OUTLOOK

Television grew 12% in 2018 to reach INR 74,000 Crores. Growth was led by a 14% increase in advertising revenues and 11% increase in subscription revenues. The segment is expected to grow by an average 9% over the next three years, taking this segment to INR 95,500 Crores by 2021. Advertising comprised 41% of segment revenues in 2018 and this is expected to reach 42% by 2021.

Number of channels increased to 885 in 2018, of which 43% were news channels.

As per TAM AdEX, there were 10,962 advertisers and 16,857 brands on TV, of which 5,382 advertisers were not on print or radio. While ad insertions increased 15% in 2018, ad revenue grew 14%. Regional advertising outpaced national adverting growth on the back of national brands spending more to grow non-metro markets where GST had created a level playing field between national and regional brands.

(DATA SOURCE: EY - FICCI India Media and Entertainment Industry Report 2019)

(B) DISTRIBUTION & IMPACT ON BROADCASTERS

Television owning households increased from 18.3 Crores to 19.7 Crores, which is a 7.5% increase over the previous Broadcast India Survey. During the same period, total Indian households increased from 28.6 Crores to 29.8 Crores, which is a 4.2% increase and TV penetration increased to 66% in 2018 from 64% in 2016.

Digitization led to increased collections from end customers in DAS-III and DAS-IV markets, with many cities crossing the INR 200 per month number. DTH ARPUs have been affected by a change in the subscriber mix with incremental subscribers coming at a lower price point and the movement of subscribers to lower value regional packs.

HD channels grew from 78 in 2017 to 92 in 2018 (18% growth). HD viewership has grown at the rate of 57% in 2018 to reach 874,000 impressions.

NEWS GENRE

News viewership remained at around 7% despite 43% of TV channels in India being classified as news channels.

DIGITAL MEDIA

Digital media continued to grow at a fast pace, across both advertising and subscription.

	2017	2018	2019E	2021E
Advertising	11490	15440	20040	30090
Subscription	390	1420	2290	5290
Total	**11890**	**16860**	**22330**	**35380**

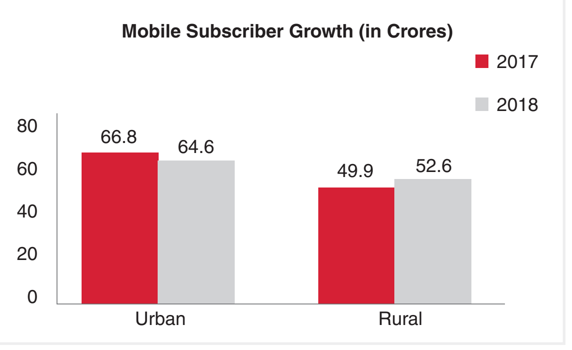
INR in crores gross of taxes

In 2018, digital media grew 42%, with advertising growing by 34% and subscription growing 262%. Subscription, which was 3.3% of the segment in 2017, increased to 8.4% in 2018.

The number of wireless subscribers grew from 116.7 Crores in December 2017 to 117.1 Crores in November 2018. This growth primarily came from rural subscribers who grew from 49.9 Crores to 52.6 Crores in the same period.

DIGITAL INFRASTRUCTURE

Subscriber growth continues. Interestingly, mobile subscriber growth was led by rural markets.



(DATA SOURCE: EY - FICCI India Media and Entertainment Industry Report 2019)

ONLINE NEWS

Online news subscribers grew between December 2017 and 2018, to reach 24.5 crores, across mobile and desktop users of news sites, portals and aggregators. This is approximately 43% of internet users at the end of 2018. The time spent per user per day on news is around eight minutes. Highest growth of around 40% was seen in non-English consumers.

RADIO INDUSTRY

Radio grew 7.5% in 2018 to reach INR 3,130 Crores, taking its share in total advertising to 4.2%. Growth was driven by a 3% ad volume growth, inventory growth from newly operationalized Phase-III stations and non-FCT revenues from digital, content production, events, etc. In 2018, 47 new radio stations were operationalized across 35 cities, taking the total of 386 radio stations in India.

The skew of advertising continued towards the metros, with the top seven cities contributing around 53% of ad volumes. These cities also benefited from the operationalization of second frequencies. Services, retail, food and beverage, auto and BFSI were the top five categories advertising on radio, with services comprising 30% of the total volumes.

(DATA SOURCE: EY - FICCI India Media and Entertainment Industry Report 2019)

NEW TARIFF ORDER

The Telecom Regulatory Authority of India (TRAI), after getting approval from the Supreme Court of India, implemented a new regulatory framework for the television broadcast industry of India - the New Tariff Order (NTO).

The NTO, popularly known as the MRP regime, mandates that customers select the channels and bouquets they want to subscribe to and for broadcasters to announce the MRP of the same. The new regulatory framework was implemented on February 1, 2019 and the extended deadline to complete the migration from the old framework to the new one is March 31, 2019.

In the tariff order, TRAI attempted to ensure transparency, non-discrimination, consumer protection and create an enabling environment for orderly growth of the sector.

The new tariff order is expected to empower the consumers to decide and choose which channels they want to watch and hence, pay for. Till now, bundling channels together was giving the right to the broadcasters to push the channels under the consumers' priority list.

The new tariff order states that the broadcasters are free to price their channels as long as the channels are offered in the A-la-carte manner. Once a channel is pushed in a bouquet, the maximum retail price (MRP) is to be capped at ₹19 per channel per subscriber per month.

Broadcasters to decide the MRP and declare it for their pay channels, will in a way, self-regulate the pricing and provide flexibility to maximise their subscription revenues.

OPPORTUNITIES AND THREATS

OPPORTUNITIES

The Media and Entertainment Industry in India consists of different segments such as television, prints and films. This sector is witnessing impressive growth. T.V. Today Network that operates various portfolios, leverages immense opportunities available in this industry through the diversified portfolio.

THREATS

Various threats faced by Media and Entertainment Industry and in particular by the Company include piracy, violation of intellectual property rights, lack of quality content, etc. The Company is continuously monitoring the various threats which can hamper the growth of the Company and is taking appropriate and effective steps in this regard.

OUTLOOK & PERFORMANCE

TELEVISON

Our Company has been continuously focusing upon continuing its growth trajectory with the channels from the network including Aaj Tak, India Today TV, Tez and Dilli Aaj Tak. The segment is growing consistently in market share, coverage and the credibility with audiences and advertisers both.

Its endeavor is to maintain the leadership position of News Channel Aaj Tak as the No. 1, which it has been able to sustain for last 19 years in a row since the very inception. It has also contributed to the growth in advertising revenues. Aaj Tak has established its supremacy as the Nation's No. 1 News channel across viewership measurement currencies of BARC, TGI and IRS.

Aaj Tak has maintained its Leadership among Hindi News Channels in the new Audience Measurement System BARC with a Market Share of 17.3% (15+ NCCS All, HSM, April 1st 2018 – March 31st 2019, Relative Share basis Imp '000 out of 13 Hindi News Channels). Aaj Tak has also crossed average weekly 110 million viewers touching a maximum of 164 millions in 2018-19 (15+NCCS All, HSM, Wk 14'18-13'19, Coverage).

The Network's English news channel, India Today TV has shown stellar growth and is Clear No 3 English News channel in 2019 (wk 01'19-wk 13'19). The 24hr English News channel has consistently grown to become the No. 3 English News Channel with a Market Share of 10.7% (Source: BARC, 22+ M NCCS AB Megacities, April 1st 2018 – March 31st 2019, Relative Share is based out of 9 English News Channels).

The Hindi News channel "Tez" from the Network has already left behind established news channel NDTV India, Zee Hindustan and DD News with 4.4% share in 2018-2019 (April 1st 2018 – March 31st 2019) in HSM Metros. (15+NCCS All, Delhi Mumbai & Kolkata, April 1st 2018 – March 31st 2019, Relative Share basis Imp '000 out of 13 Hindi News Channels).

The Delhi focused channel - "Dilli Aaj Tak" is also delivering good ratings with a market share in Delhi of 3.3% (BARC, TG: 15+, Market: Delhi, Period: 1st April 2018 to 31st Mar'19, Share% basis Imp'000 based on 14 Hindi news).

Rating currency of BARC Rating System has ranked Aaj Tak, India Today Television, Tez and Dilli Aaj Tak among the leading current affairs channels in India in their respective segments.

All channels have contributed to the revenue growth of the Company in the financial year ended 2018-19 and all the brands are expected to further propel the growth of the Company in the coming years. The Company is constantly investing in content as well as marketing & distribution on the basis of detailed research in order to achieve better ratings.

DIGITAL

Digital segment will overtake film in 2019 and print by 2021. It is estimated that the segment will grow at a CAGR of 28% to INR 35,400 Crores by 2021. Advertising will grow at a 25% CAGR, while subscription will grow at 55% CAGR, on the back of 3 to 3.5 Crores paying video subscribers and 60-70 Lakhs paying audio subscribers.

(DATA SOURCE: EY - FICCI India Media and Entertainment Industry Report 2019)

RADIO

Growth in 2019 will be fuelled by ad spends in the general elections of 2019, non – FCT revenues and firming of ad rates in regional markets. Radio companies will focus on building communities to understand consumers better and enable brands to connect directly with their audiences.

(DATA SOURCE: EY - FICCI India Media and Entertainment Industry Report 2019)

RISK AND CONCERNS

(A) TELEVISION

If large broadcasters continue to keep their content off FreeDish, television advertising revenues would be impacted and FreeDish's future will be determined by the number of new channels which come on the platform. We can expect more regional, news and niche channels – particularly those impacted negatively by the TRAI order – to try building audiences through FreeDish subject to auction base prices being feasible.

(B) FM RADIO

MEASUREMENT OF LISTENERSHIP REMAINED AN ISSUE

Listenership measurement remains a challenge-except for the four metros where Radio Audience Measurement (RAM) data is available, listenership measurement is the biggest pressing challenge in other cities. At present, the segment is using social media platforms and their own surveys to overcome the absence of a credible measurement system. In order to overcome issues in measuring listenership, MRUC in association with AROI is inviting proposals to form an independent body that will measure listenership in the top few markets. Initially the plan is to cover 21 markets and the methodology for research will be similar to what IRS uses now.

Many new smartphones do not come equipped with FM receivers, which could impact radio listenership. Private FM was finally permitted to air news, but only in the form or replays of news broadcasts created by Prasar Bharti, without any modifications. No such restrictions exist on other media like television, digital or print in India.

(DATA SOURCE: EY - FICCI India Media and Entertainment Industry Report 2019)

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company has adequate internal control systems commensurate with the size and nature of its business. Your Company's internal audit process is being handled by one of the best audit firms, M/s Grant Thornton.

Your Company's internal control is designed to:

- Safeguard the Company's assets and to identify liabilities.

- Ensure the transactions are properly recorded and authorized.
- Ensure maintenance of proper records and processes that facilitates relevant and reliable information.
- Ensure compliance with applicable laws and regulations.

Further, Grant Thornton conducts extensive audits round the year covering each and every aspect of the business activity so as to ensure accuracy, reliability and consistency of records, systems and procedures. The recommendations and observations of the internal auditors are being reviewed regularly by the Audit Committee.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The Company continued to show good financial performance in the fiscal year 2018-19. Total Revenue of the Company registered a growth of 4.6%, up from ₹714.59 crores in FY 17-18 to ₹747.55 crores in FY 18-19. The major factors contributing to the growth were advertisement revenue and digital operations. The PBT at ₹202.39 crores in FY 18-19 was up by 7.7% over the figure of ₹187.92 crores in FY 17-18.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS (INCLUDING NUMBER OF PEOPLE EMPLOYED)

Your Company's employee strength as on March 31, 2019 was 1767 (Full Time- 1654, Consultant - 113). With human resources providing strategic advantage in the media sector, the Company has taken steps to improve processes for better talent acquisition, performance evaluation, merit recognition, and higher productivity. The Company has also undertaken initiatives to build stronger employee engagement and talent retention. Core policies to enhance efficiencies have been implemented.

KEY FINANCIAL RATIOS

As per SEBI (Listing Obligations and Disclosure Requirements 2018) (Amendment) Regulations, 2018, the Company is required to give details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key sector-specific financial ratios.

The Company has identified the following ratios as key financial ratios:

	(Standalone)		(Consolidated)	
Ratios	FY 2018-19	FY 2017-18	FY 2018-19	FY 2017-18
(i) Debtors turnover (days)	110	112	114	115
(ii) Current Ratio (times)	4.19	2.96	3.93	2.85
(iii) Operating Profit Margin (%)	26.66%	25.91%	25.85%	24.64%
(iv) Net Profit Margin (%)	17.13%	16.90%	16.64%	15.62%
(v) Basic EPS (₹)	21.77	20.70	22.03	19.94

Ratios where there has been a significant change from FY 2017-18 to FY 2018-19:

Current ratio is calculated as current assets divided by current liabilities as at the balance sheet date. The Current ratio of the Company improved by 42% in FY 2018-19 compared to FY 2017-18. This is largely due to increase in the investment in fixed deposits made by the Company during FY 2018-19.

BOARDS' REPORT

Dear members

Your Directors have the pleasure of presenting their Twentieth (20th) Annual Report together with the Audited Financial Statements for the year ended March 31, 2019.

FINANCIAL RESULTS

In compliance with the provisions of the Companies Act, 2013 ('Act') and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') the Company has prepared its standalone and consolidated financial statements as per Indian Accounting Standards (Ind AS) for the FY 2018-19. The highlights of the standalone and consolidated financial results of the Company for the FY 2018-19 and FY 2017- 18 are as under:

(₹ in Crores)

Particulars	(Standalone)		(Consolidated)	
	Year Ended March 31, 2019	Year Ended March 31, 2018	Year Ended March 31, 2019	Year Ended March 31, 2018
Income from operations	**710.25**	**691.16**	**742.24**	**720.92**
Other income	36.83	23.20	36.38	24.48
Other Gain/ (losses) (net)	0.46	0.23	0.30	0.23
Profit before Exceptional items, Finance Costs, Depreciation and Amortization	**238.22**	**240.77**	**236.26**	**232.34**
Finance Costs	0.42	0.78	0.82	3.74
Depreciation and Amortisation	31.41	31.28	31.51	31.43
Profit before exceptional items and tax	**206.39**	**208.71**	**203.93**	**197.17**
Exceptional Items	4.00	20.78	-	13.78
Profit before tax	**202.39**	**187.93**	**203.93**	**183.39**
Tax expense	72.49	64.46	72.49	64.46
Net Profit	**129.90**	**123.47**	**131.44**	**118.93**
Attributable to:				
Owners	129.90	123.47	131.44	118.93
Non-controlling interests	NA	NA	-	-
Balance amount brought forward	550.03	441.30	268.14	163.92
Amount available for appropriation	679.93	564.77	399.58	282.85
Transactions with Non-controlling interests	-	-	-	-
Other comprehensive income for the year	0.40	(0.38)	0.38	(0.35)
Transfer to General Reserve	-	-	-	-
Dividend on equity shares for previous year	13.42	11.93	13.42	11.93
Dividend distribution tax on dividend for previous year	2.76	2.43	2.76	2.43
Balance Carried forward	664.15	550.03	383.78	268.14

Note: The above statements and the financial figures given under the head 'Financial Results' are extracted from the Standalone and Consolidated Financial Statements which have been prepared in accordance with the Indian Accounting Standards (Ind-AS) as notified under Section 133 of the Companies Act, 2013, read with Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules thereafter and other recognized accounting practices and policies, to the extent applicable.

PERFORMANCE

On standalone basis your Company's total income for FY 2018-19 at ₹747.55 Crores has been higher by 4.61 % over last year (₹714.59 Crores in FY 2017-18). Profit before tax has been ₹202.39 Crores as compared to ₹187.93 Crores in the last year. Profit after tax has been ₹129.90 Crores as compared to ₹123.47 Crores during the last year.

Your Company's business model is such that it mainly depends on revenues from advertisements. Your Company, due to its impeccable reputation, leadership position of the flagship channel "Aaj Tak", continuing improvement in viewership of English news channel "India Today", and rapidly growing digital business and confidence reposed by its viewers and clients, managed to achieve a highly satisfactory performance.

AAJ TAK

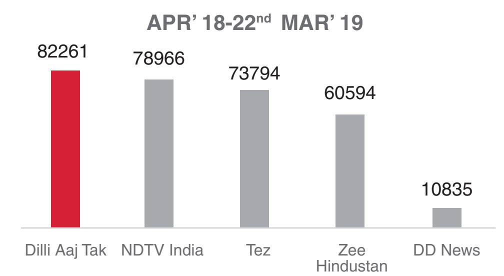
Aaj Tak has maintained its Leadership among Hindi News Channels in the new Audience Measurement System BARC with a Market Share of 17.3% (15+ NCCS All, HSM, April 1st 2018 – March 31st 2019, Relative Share basis Imp '000 out of 12 Hindi News Channels). Aaj Tak has also crossed average weekly 110 million viewers touching a maximum of 164 million in 2018-19 (15+ NCCS All, HSM, Wk 14'18-13'19, Coverage).

INDIA TODAY TELEVISION

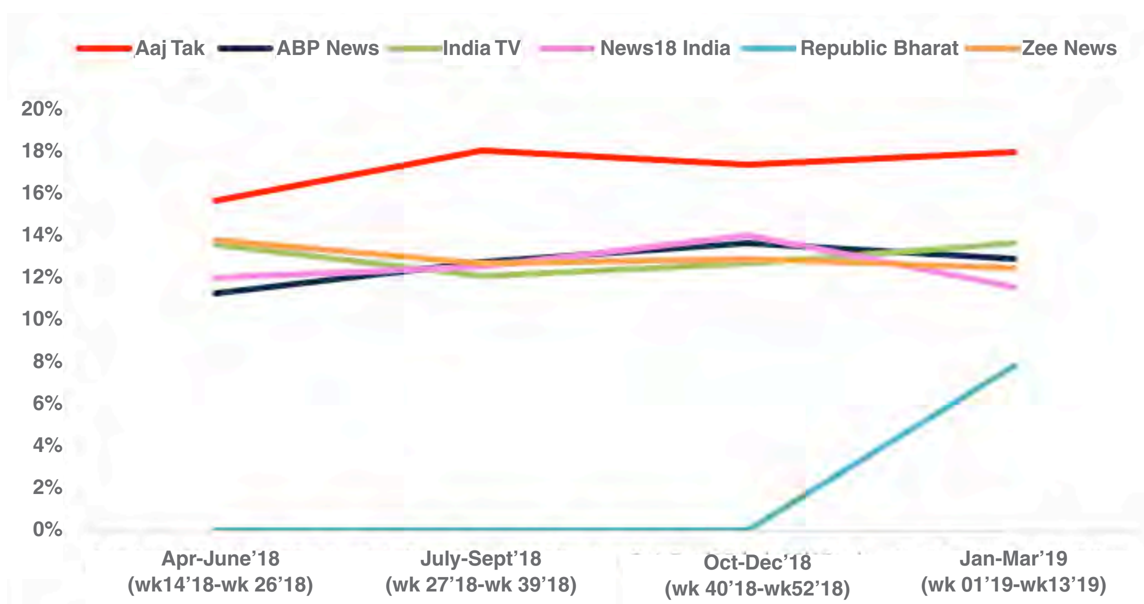
In the Third quarter (Oct-Dec'18) the channel grew with a relative share of 8.9% from the Fourth quarter (Jan'19-Mar'19) at 13.9%. In Prime time, the channel was the No.3 in Fourth Quarter (Jan'19-Mar'19) with 15.9% share.

DILLI AAJ TAK

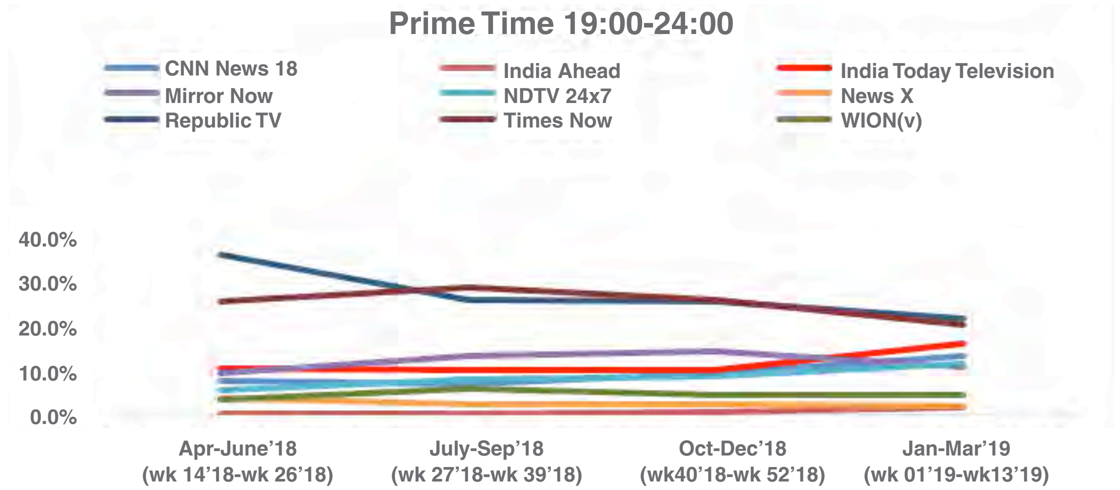
Dilli Aaj Tak maintains its viewership level in Delhi. Dilli Aaj Tak's 15+ NCCS All share is 0.34 (Jan-Mar'19) in Delhi market.



Source: BARC, TG: 15+, Market: Delhi, Period: Apr'18-Mar'19, Time band: 17:00-26:00, Gross Imp'000



(Source - BARC, Market-HSM, TG-15+NCCS All, Relative Share %, Period - As mentioned, Relative shares % calculated among 13 Hindi News channels).

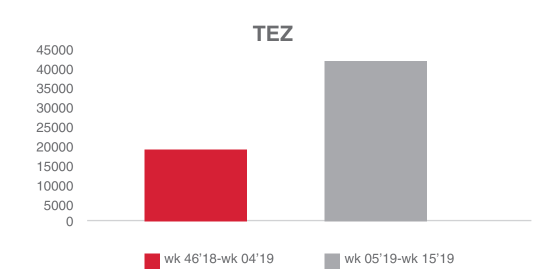


(Source - BARC, Market- Megacities, TG-22+ M AB, Relative Share %, time band 19:00-24:00 Weekdays, Period - As Mentioned, Relative shares % calculated among 9 English News Channels).

In prime time (17:00-26:00) Dilli Aaj Tak has beaten NDTV India / ZEE HINDUSTAN and DD NEWS in Delhi market.

TEZ

Tez maintains lead over DD News and NDTV India in the financial year 2018-19. Channel has registered 121% growth in terms of coverage (Source – BARC, 15+, HSM Pre Freedish period (Wk 46'18 – Wk 04'19) Post Freedish period (Wk05'19 – Wk15'19)



ISHQ 104.8 FM

Your Company operates radio station under the frequency of 104.8 Ishq FM. The station vows listeners in the top 3 metro cities of Mumbai, Delhi, and Kolkata with their love songs and innovative programming. During the year, we consolidated the Ishq brand on the premise of "70% Less Ads" using our own station strategically and marketing spends on other media to amplify the messaging. Ishq also used in-show integrations on TV Shows like "Internet Waala Love" on the prestigious entertainment brand, ViaCom.

Your radio channel also mastered Celeb Shows with the launch of Season 2 of the very popular "Calling Karan with Karan Johar" and the launch of another unique Celeb show, "What Women Want with Kareena Kapoor Khan". The YT channel of the very young Ishq FM saw a surge in subscription numbers with the videos of "What Women Want".

DIGITAL BUSINESS

Digital media continued to grow at a fast pace. Your Company is live with 20 Mobile tak channels including different genres like News, Hyperlocal News, Sports, Tech, Lifestyle etc. which has masssive reach. The digital operations of your Company also grew by 25.86% during the year.

DIVIDEND

Based on the Company's performance, the Directors are pleased to recommend for your consideration and approval payment of dividend amounting to ₹2.25 i.e. @ 45% per equity share of ₹5/- each fully paid up, for the financial year 2018-19. The final dividend on equity shares, if approved by the members would involve a cash outflow of ₹16.18 Crores (including Corporate Dividend Tax amounting to ₹2.76 Crores). Pursuant to Regulation 43A of the Listing Regulations, a Dividend Distribution Policy is available on the Company's Website viz. https://aajtak.intoday.in/investor/ and forms part of the Annual Report as **Annexure I.**

GENERAL RESERVE

The Company has not transferred any amount to the General Reserve for the financial year ended March 31, 2019.

SHARE CAPITAL

During the financial year under review, the Company had allotted 7,500 Equity shares under TVTN ESOP Scheme 2006 on May 22, 2018. Post allotment, the issued, subscribed and paid up equity share capital of the Company increased to ₹29,83,05,575 consisting of 5,96,61,115 Equity Shares of ₹5/- each.

DEPOSITS

The Company has not accepted any deposit and as such, no amount of principal or interest was outstanding as at the end of the financial year.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

INDUCTIONS, RE-APPOINTMENT, RETIREMENT & RESIGNATIONS

During the year under review, the shareholders in their meeting held on September 10, 2018 have approved the re-appointment of Mr. Ashok Kapur and Mr. Anil Vig as the Independent Directors of the Company for a further period of 5 years with effect from April 1, 2019.

Pursuant to Regulation 17(1) of the SEBI [Listing Obligations and Disclosure Requirements (Amendment)], Regulations 2018, on the recommendations of the Nomination & Remuneration Committee, the Board of Directors at their meeting held on February 8, 2019 has approved the appointment of Mrs. Neera Malhotra as an Additional Independent Woman Director of the Company to hold office upto the date of the ensuing Annual General Meeting subject to approval of Ministry of Information & Broadcasting ("MIB"). Her appointment would be effective from the date of approval of MIB.

Further, the Company has received requisite notice in writing from a member proposing candidature of Mrs. Neera Malhotra for the office of Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mrs. Neera Malhotra as an Independent Director, for the approval by the shareholders of the Company for a term of 5 years effective from the date of receipt of approval of MIB. Mrs. Neera Malhotra is not debarred from appointment pursuant to any order of SEBI or any other authority.

Mr. Vivek Khanna resigned from the position of the Chief Executive Officer of the Company with effect from February 14, 2019, to pursue other professional opportunities.

Pursuant to the provisions of the Companies Act, 2013, Mr. Devajyoti Nirmal Bhattacharya, Non Executive Director of the Company, is liable to retire by rotation at the forthcoming Annual General Meeting and being eligible, has offered himself for re-appointment. The Board recommends his re-appointment. Mr. Devajyoti Nirmal Bhattacharya is not debarred from re-appointment pursuant to any order of SEBI or any other authority.

Brief resume, nature of expertise, details of directorships held in other companies of the Director proposed to be appointed / re-appointed, along with their shareholding in the Company, as stipulated under Secretarial Standard 2 and Regulation 36 of the Listing Regulations, is appended as an annexure to the Notice of the ensuing AGM.

DECLARATION BY INDEPENDENT DIRECTORS

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149 (6) of the Act and Regulation 16 of Listing Regulations. The Independent Directors have also confirmed that they have complied with the Company's code of conduct for Directors and Senior Management Personnel.

POLICY ON NOMINATION, REMUNERATION AND BOARD DIVERSITY

The Company believes that building a diverse and inclusive culture is integral to its success. A diverse Board, among others, will enhance the quality of decisions by utilising different skills, qualifications, professional experience and knowledge of the Board members necessary for achieving sustainable and balanced development. During the year, the Board, on the recommendation of the Nomination & Remuneration Committee, reviewed and adopted the revised Nomination & Remuneration Policy, effective from November 02, 2018, in accordance with the provisions of Companies Act, 2013 read with the Rules issued thereunder and the Listing Regulations. No major changes were made in the Policy during the year under review.

The said Policy of the Company, inter-alia, provides that the Nomination and Remuneration Committee shall formulate the criteria for appointment of Executive, Non-Executive and Independent Directors on the Board of Directors of the Company and persons in the Senior Management of the Company, their remuneration including determination of qualifications, positive attributes, independence of directors and other matters as provided under sub-section (3) of Section 178 of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force). The Policy also lays down broad guidelines for evaluation of performance of Board as a whole, Committees of the Board, individual Directors including the chairperson and the Independent Directors. The Policy encourages the appointment of women at senior executive levels and thereby promoting diversity. The Policy is designed to attract, recruit, retain and motivate best available talent. The Policy is available on the website of the Company at https://aajtak.intoday.in/investor/

ANNUAL EVALUATION AND FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Pursuant to the provisions of the Companies Act, 2013 and the Listing Regulations, a structured questionnaire was prepared for evaluating the performance of Board, its Committees and individual director. The questinnaire was prepared after taking into consideration the various facets related to working of Board, its committee and roles and responsibilities of Director. The Board and the Nomination and Remuneration Committee reviewed the performance of the individual Directors on the basis of the criteria and framework adopted by the Board. Further, the performance of Board as a whole and committees were evaluated by the Board after seeking inputs from all the Directors on the basis of various criterias. The Board of Directors expressed their satisfaction with the evaluation process.

In a separate meeting of Independent Directors, performance of Non-Independent Directors, performance of Board as a whole and performance of the Chairman was evaluated, taking into account the views of the Executive Directors and Non-executive Directors. The details of the evaluation process are set out in the Corporate Governance Report which forms a part of this Annual Report.

A note on the familiarisation programme adopted by the Company for training of the Independent Directors, is set out in the Corporate Governance Report which forms a part of this report.

BOARD MEETINGS

The Board met 4 (four) times in the financial year 2018-19. The period between any two consecutive meetings of the Board of Directors of the Company was not more than 120 days. The, details of the Board Meetings and the attendance of the Directors are provided in the Corporate Governance Report that forms part of this Annual Report.

AUDIT COMMITTEE

The composition of the Audit Committee is stated in the Corporate Governance Report. All recommendations of the Audit Committee were accepted by the Board during the financial year 2018-19.

SUBSIDIARY/ASSOCIATE & JOINT VENTURE COMPANIES AND CONSOLIDATED FINANCIAL STATEMENTS

As at March 31, 2019, the Company has 4 (four) subsidiary companies in terms of the provisions of Companies Act, 2013, namely, T.V. Today Network (Business) Limited, India Today Online Private Limited, Mail Today Newspapers Private Limited and Vibgyor Broadcasting Private Limited. The Company has no material subsidiary in accordance with the Listing Regulations.

During the year, the Board of Directors reviewed the affairs of the subsidiaries. In accordance with Section 129(3) of the Companies Act, 2013, we have prepared consolidated financial statements of the Company and all its subsidiaries, which form part of the Annual Report. Further, a statement containing the salient features of the financial statements of our subsidiaries in the prescribed format AOC-1 is annexed as **Annexure II**. The statement provide the details of performance, financial positions of each of the subsidiaries.

In accordance with Section 136 of the Companies Act, 2013, the audited financial statement, including the consolidated financial statements and related information of the Company are available on Company's website at https://aajtak.intoday.in/investor/. Audited accounts of each of its subsidiaries are not being annexed to this report. The audited financial statements of the subsidiary are available for inspection at the Company's registered office and registered office of the subsidiary Company. The Company shall provide the copy of the financial statements of its subsidiary companies to the shareholders upon their request.

No Company has become/ceased to be Associate or Joint Venture during the financial year 2018-19.

TRANSFER TO INVESTORS EDUCATION AND PROTECTION FUND

During the year, the Company has transferred the unpaid/unclaimed dividend amounting to ₹197,529/- to the Investor Education and Protection Fund (IEPF) Account established by the Central Government. The Company has also uploaded the details of unpaid and unclaimed amounts lying with the Company as on September 10, 2018 (date of last Annual General Meeting) on the website of the Company http://aajtak.intoday.in/investor/.

Further, in terms Section 124(6) read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules), as amended, the Company has transferred 2,986 Equity Shares to the demat account of Investor Education and Protection Fund, details of which are uploaded on the website of the Company http://aajtak.intoday.in/investor/.

The shareholders whose unpaid dividend / shares are transferred to the IEPF can request the Company / Registrar and Transfer Agent as per the applicable provisions in the prescribed Form for claiming the unpaid dividend / shares from IEPF. The process for claiming the unpaid dividend / shares out of the IEPF is also available on the Company's website at http://aajtak.intoday.in/investor/.

MAJOR EVENTS

COMPOSITE SCHEME OF ARRANGEMENT AND AMALGAMATION

The Board of Directors on December 15, 2017 had approved a Composite Scheme of Arrangement and Amalgamation of Mail Today Newspapers Private Limited ("Mail Today") and India Today Online Private Limited ("ITOPL") with the Company and their respective shareholders and creditors (hereinafter referred to as the "Scheme"). As informed in our last report, the proposed restructuring would be in the best interest of the restructured companies and their respective shareholders and creditors as the proposed restructuring will yield advantages of generating editorial and business synergies which will result in operational efficiencies due to optimal utilisation of content of the newspaper business by the TV channels.

The Scheme provides for demerger of the newspaper undertaking of Mail Today and its vesting into and with the Company. It also provides for merger of ITOPL with the Company. The Scheme also provides for reduction of share capital of Mail Today and ITOPL.

The Company had filed the first motion application to National Company Law Tribunal ("NCLT") on April 27, 2018 and the Scheme is subject to the approval of National Company Law Tribunal ("NCLT"). Further, as per NCLT Order dated July 2, 2018 read with Order dated July 9, 2018, the meetings of Equity Shareholders, Secured Creditors and Unsecured Creditors were held on September 08, 2018. The Equity Shareholders, Secured Creditors and Unsecured Creditors approved the Scheme with requisite majority.

The Company had filed the second motion petition (with respect to the Scheme) with NCLT. Further, the Company had also submitted reply to the requisition letters received from Regional Director, Ministry of Corporate Affairs and Official Liquidator on the Scheme. The matter is currently pending before the NCLT.

PROPOSED SALE OF RADIO BUSINESS

The Board of Directors in its meeting held on March 16, 2018, granted in principle approval for the sale of the Radio Business of the Company to Entertainment Network India Limited (ENIL) as a going concern, by way of slump sale subject to approval of Ministry of Information & Broadcasting ("MIB") and members of the Company. Accordingly, the Company had filed an application dated March 27, 2018 with MIB for seeking approval for proposed sale of Radio Business to ENIL. The approval of the same is awaited from MIB.

Further, in order to have better focused management for the Radio Business, subject to the approval of shareholders and MIB, your Board has granted in-principle approval to segregate the Radio Business by transferring it to Vibgyor Broadcasting Private Limited, a wholly owned subsidiary of the Company. Accordingly, it has been decided to withdraw the aforesaid application from MIB.

The consideration, agreement and other terms and conditions in this regard would be approved in subsequent meetings of Board of Directors.

EMPLOYEES STOCK OPTION PLAN

To retain, promote and motivate the best talent in the Company and to develop a sense of ownership among employees, the Company has instituted an Employees Stock Option Scheme 2006 (TVTN ESOP 2006) with the approval of the shareholders. The said scheme is in compliance with the SEBI (Share Based Employee Benefits) Regulation, 2014.

A detailed report with respect to options exercised, vested, lapsed, exercise price, vesting period etc. under TVTN ESOP 2006, is disclosed on the website of the Company at https://aajtak.intoday.in/investor/.

A certificate from Statutory Auditors, with regard to the implementation of the Company TVTN ESOP 2006, would be placed before the shareholders in the ensuing Annual General Meeting and a copy of the same shall be available for inspection at the registered office of the Company and during the course of the ensuing Annual General Meeting.

STATUTORY AUDITORS

At the eighteenth (18th) Annual General Meeting of the Company, the Shareholders approved the appointment of M/s. S.R. Batliboi & Associates LLP, Chartered Accountants (ICAI Firm Registration No. 101049W / E300004) as the Statutory Auditors, to hold office till the conclusion of twenty third (23rd) Annual General Meeting of the Company.

AUDITORS' REPORT

The Auditors' Report read along with notes to accounts is self-explanatory and therefore does not call for further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s PI & Associates, a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company for the financial year 2018-19. The Secretarial Audit Report is annexed herewith as **Annexure III.** The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

COST AUDITORS

The Cost Audit for financial year ended March 31, 2018 was conducted by M/s. SKG & Co (M. No. 000418). The said Cost Audit Report was filed on September 4, 2018.

Based on the recommendations of the Audit Committee, the Board has approved the re-appointment of M/s. SKG & Co (M. No. 000418), as the Cost Auditors of the Company for the financial year 2019-20 at a remuneration of ₹1,45,000 plus applicable taxes and out of pocket expenses that may be incurred by them during the course of audit. As required under the Companies Act, 2013, the remuneration payable to the Cost Auditor is required to be placed before the Members in a general meeting for their ratification. Accordingly, a resolution seeking Member's ratification for the remuneration payable to M/s. SKG & Co., Cost Auditors is included in the Notice convening the ensuing Annual General Meeting.

The Company has maintained accounts and records as specified under sub-section (1) of 148 of the Act.

CORPORATE SOCIAL RESPONSIBILITY

At T.V. Today, Corporate Social Responsibility (CSR) encompasses much more than social outreach programmes. Over the years, the Company has aligned its business processes and goals to make a more deep-rooted impact on the society's sustainable development.

In accordance with the requirements of Section 135 of the Companies Act, 2013, the Company has constituted a CSR Committee. The composition of the CSR Committee is provided in the Report on CSR Activities, which forms part of this Report.

During the year, the Board on the recommendation of the Corporate Social Responsibility Committee, reviewed and adopted the revised Corporate Social Responsibility Policy, effective from November 02, 2018, which is available on the Company's website at https://aajtak.intoday.in/investor/. The Policy recognizes that corporate social responsibility is not merely compliance; it is a commitment to support initiatives that measurably improve the lives of underprivileged. The Policy also lays down the list of activities for CSR Projects, Programs and activities.

The Policy lays emphasis on transparent monitoring mechanism for ensuring implementation of the projects undertaken/ proposed to be undertaken by the Company in accordance with the overall objective of the CSR policy.

Further, the Board of Directors on the basis of recommendations of CSR Committee, has approved allocation of ₹3,37,59,459/- towards CSR for the financial year 2018-19.Out of the total allocated funds towards CSR, the Company has contributed ₹10,00,000/- to "Care Today A/c Kerala SOS" (managed by Care Today Fund) to support the flood victims of Kerala and balance of ₹3,27,59,459/- to Education Today (for Vasant Valley School towards promotion of education).

A detailed update on the CSR initiatives of the Company is provided in the Corporate Social Responsibility section, which forms part of the Annual Report.

The Annual Report on Corporate Social Responsibility u/s 135 of the Companies Act, 2013 is annexed as **Annexure IV** to this Report.

BUSINESS RESPONSIBILITY REPORT

As stipulated under the Listing Regulations, the Business Responsibility Report, describing the initiatives taken by the Company from environmental, social and governance perspective forms part of this Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report for the financial year under review, as stipulated under the Listing Regulations, is presented in a separate section, forming part of this Annual Report.

CORPORATE GOVERNANCE REPORT

A report on Corporate Governance forms part of the Annual Report along with the Certificate on Corporate Governance as required under Listing Regulations. The Practicing Company Secretaries' certificate for the financial year 2018-19 does not contain any qualifications, reservations or adverse remarks.

INTERNAL CONTROL / INTERNAL FINANCIAL CONTROL AND THEIR ADEQUACY

The Company has an adequate internal control/ Internal Financial control systems commensurate with the size and nature of its business. An internal audit programme covers various activities and periodical reports are submitted to the management. The Company has a well defined organisational structure, authority levels and internal rules and guidelines for conducting business transactions.

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and timely preparation of reliable financial disclosures.

RISK MANAGEMENT

During the year under review, the Company has amended Risk Management Policy and constituted a Risk Management Committee as required under Listing Regulations. The Committee oversees the Risk Management process including risk identification, impact assessment, effective implementation of the mitigation plans and risk reporting. The purpose of the Committee is to assist the Board of Directors in fulfilling its oversight responsibilities with regard to enterprise risk management.

The Company faces constant pressure from the evolving marketplace that impacts important issues in risk management and threatens profit margins. The Company emphasizes on those risks that threaten the achievement of business objectives of the Group over the short to medium term. Your Company has adopted the mechanism for periodic assessment to identify, analyze, and mitigation of the risk.

The appropriate risk identification method depends on the application area (i.e. nature of activities and the hazard groups), the nature of the project, the project phase, resources available, regulatory requirements and client requirements as to objectives, desired outcome and the required level of detail.

All the senior executives have the responsibility for over viewing management's processes and which results in identifying, assessing and monitoring risk associated with organization's business operations and the implementation and maintenance of policies and control procedures to give adequate protection against key risk of the Company.

Further, in carrying out the risk management processes, the senior executives of the Company consider and assess the appropriateness and effectiveness of management information and other systems of internal control, encompassing review of the external Auditor's report to management on internal control and action taken or proposed resulting from those reports.

The risk management and internal control systems within the organization encompass all policies, processes, practices and procedures established by management and / or the Board to provide reasonable assurance that:

- Established corporate, business strategies and objectives are achieved;
- Risk exposure is identified and adequately monitored and managed;
- Resources are acquired economically, adequately protected and managed efficiently and effectively in carrying out the business;
- Significant financial, managerial and operating information is accurate, relevant, timely and reliable; and
- There is an adequate level of compliance with policies, standards, procedures and applicable laws and regulations.

POLICIES OF THE COMPANY

The Company as per the provisions of Companies Act, 2013 and Listing Regulations formulated the following policies:

Name of the Policy	Web link
Policy on Materiality of Related party Transactions and dealing with related party transactions	http://specials.indiatoday.com/aajtaknew/download/Policy-on-Materiality-of-Related-Party-Transactions-and-dealing-with-Related-Party-transactions.pdf
Policy for determining Material subsidiaries	http://specials.indiatoday.com/aajtaknew/download/Policy-for-determining-Material-Subsidiary.pdf
Vigil mechanism / Whistle Blower Policy	http://specials.indiatoday.com/aajtaknew/download/Vigil_Mechanism_Whistle_Blower_Policy.pdf
Corporate Social Responsibility Policy	http://specials.indiatoday.com/aajtaknew/download/Corporate-Social-Responsibility-Policy.pdf
Policy on determination of Materiality	http://specials.indiatoday.com/aajtaknew/download/Policy-on-determination-of-Materiality.pdf
Dividend Distribution Policy	http://specials.indiatoday.com/aajtaknew/download/Dividend-Distribution-Policy.pdf
Business Responsibility Policy	http://specials.indiatoday.com/aajtaknew/download/Business-Responsibility-Policy.pdf
Archival Policy	http://specials.indiatoday.com/aajtaknew/download/ARCHIVAL_POLICY.pdf
Risk Management Policy	http://specials.indiatoday.com/aajtaknew/download/Risk_Management_Policy.pdf
Policy for Registrar and Share Transfer Agent	http://specials.indiatoday.com/aajtaknew/download/POLICY-FOR-REGISTRAR-AND-SHARE-TRANSFER-AGENT.pdf

VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company promotes ethical behavior in all its business activities and has put in place a mechanism for reporting illegal or unethical behavior. The Company has a Vigil mechanism and Whistle blower policy under which the persons covered under the policy including Directors and employees are free to report misuse or abuse of authority, fraud or suspected fraud, violation of Company rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies, and other matters or activity on account of which the interest of the Company is affected. The reportable matters may be disclosed to the vigilance officer who operates under the supervision of the Audit Committee. Persons covered under the Policy may also report to the Chairman of the Audit Committee.

During the year under review, no employee was denied access to the Chairman of the Audit Committee. No complaints were received under Vigil Mechanism & Whistle Blower Policy during the financial year 2018-19.

DETAILS OF LOANS, INVESTMENTS AND GUARANTEES UNDER SECTION 186

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in Note No. 37 of the Notes to Accounts of the financial statements.

ANNUAL RETURN

The details forming part of the extract of the Annual Return in Form MGT-9, as required under Section 92 of the Act, is annexed as **Annexure V** which forms an integral part of this Report and Annual Return in Form MGT-7 is available on the Company's website at http://specials.indiatoday.com/aajtaknew/download/MGT-7.pdf

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All related party contracts/arrangements/transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. During the financial year, the Company had not entered into any contract/ arrangement/transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions.

All related party transactions are mentioned in Note No. 27 of the notes to the Accounts. Accordingly, the disclosure of Related Party Transactions as required under Section 134 (3) (h) of the Companies Act, 2013 in Form AOC-2 is not applicable.

All Related Party Transactions are placed before the Audit Committee for approval. Prior omnibus approval of the Audit Committee was obtained for the transactions which are of a foreseen and repetitive nature. The statement of transactions entered into pursuant to the omnibus approval so granted is placed before the Audit Committee for approval.

PARTICULARS OF EMPLOYEES

Disclosures relating to remuneration of Directors u/s 197(12) of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as **Annexure VI** to this report.

In terms of the first proviso to Section 136 of the Companies Act, 2013, the annual report is being sent to all shareholders of the Company excluding Particulars of employees as required under section 197 of the Companies Act, 2013 read with 5(2) & (3) of the Companies (Appointment and Managerial Personnel) Rules, 2014. The same is open for inspection at the registered office of the Company during business hours for a period starting twenty days before the date of the annual general meeting. Any member interested in obtaining a copy thereof, may write to the Company Secretary.

Except, Mr. Aroon Purie who draws remuneration of ₹3,46,90,522/- per annum from Living Media India Limited in the capacity of Editor in Chief in Living Media India Limited, Holding Company of the Company, no other Director, of the Company is in receipt of any remuneration or commission from any holding company or subsidiary company of the Company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information with regard to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and outgo in accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is given as **Annexure VII** forming part of this Report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

There were no significant material orders passed by the Regulators/ Courts/ Tribunals during the financial year 2018-19 which would impact the going concern status of the Company and its future operations.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is confirmed that:

- in the preparation of the annual accounts for the year ended March 31, 2019, the applicable accounting standards have been followed and there are no material departures from the same;
- the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2019 and of the profit of the Company for the year ended on that date;
- the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Directors have prepared the annual accounts of the Company on a going concern basis;
- the Directors, have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

STATEMENT UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has complied with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and has in place a Policy on Prevention of Sexual Harassment at the Workplace in line with the provisions of the said Act. An Internal Complaints Committee has been set up to redress complaints received regarding Sexual Harassment. The policy and the Internal Complaints Committee is announced to all staff and is available on the internal policy portal.

No complaint of sexual harassment was received during the Financial Year 2018-19.

OTHER DISCLOSURES

(i) The Statutory Auditors of the Company has not reported incident related to fraud during the financial year to the Audit Committee or Board of Directors under section 143(12) of the Companies Act 2013;

(ii) The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Meetings of the Board of Directors and General Meetings;

(iii) No material changes and commitments, if any, affecting the financial position of the Company have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this report;

(iv) No change in the nature of the business of the Company happened during the financial year under review.

ACKNOWLEDGMENT

Your Directors place on record their deep appreciation for the contribution made by employees at all levels with dedication, commitment and team effort, which helped your Company in achieving the performance during the year.

Your Directors also acknowledge with thanks the support given by the Government, bankers, shareholders and investors at large and look forward to their continued support.

For and on behalf of the Board of Directors

Aroon Purie
Chairman
DIN:00002794
Address: 6, Palam Marg,
Vasant Vihar,
New Delhi - 110057

Place: Noida
Date: May 20, 2019

In accordance with Section 136 of the Companies Act, 2013, the audited financial statement, including the consolidated financial statements and related information of the Company are available on Company's website at https://aajtak.intoday.in/investor/. Audited accounts of each of its subsidiaries are not being annexed to this report. The audited financial statements of the subsidiary are available for inspection at the Company's registered office and registered office of the subsidiary Company. The Company shall provide the copy of the financial statements of its subsidiary companies to the shareholders upon their request.

No Company has become/ceased to be Associate or Joint Venture during the financial year 2018-19.

TRANSFER TO INVESTORS EDUCATION AND PROTECTION FUND

During the year, the Company has transferred the unpaid/unclaimed dividend amounting to ₹197,529/- to the Investor Education and Protection Fund (IEPF) Account established by the Central Government. The Company has also uploaded the details of unpaid and unclaimed amounts lying with the Company as on September 10, 2018 (date of last Annual General Meeting) on the website of the Company http://aajtak.intoday.in/investor/.

Further, in terms Section 124(6) read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules), as amended, the Company has transferred 2,986 Equity Shares to the demat account of Investor Education and Protection Fund, details of which are uploaded on the website of the Company http://aajtak.intoday.in/investor/.

The shareholders whose unpaid dividend / shares are transferred to the IEPF can request the Company / Registrar and Transfer Agent as per the applicable provisions in the prescribed Form for claiming the unpaid dividend / shares from IEPF. The process for claiming the unpaid dividend / shares out of the IEPF is also available on the Company's website at http://aajtak.intoday.in/investor/.

MAJOR EVENTS

COMPOSITE SCHEME OF ARRANGEMENT AND AMALGAMATION

The Board of Directors on December 15, 2017 had approved a Composite Scheme of Arrangement and Amalgamation of Mail Today Newspapers Private Limited ("Mail Today") and India Today Online Private Limited ("ITOPL") with the Company and their respective shareholders and creditors (hereinafter referred to as the "Scheme"). As informed in our last report, the proposed restructuring would be in the best interest of the restructured companies and their respective shareholders and creditors as the proposed restructuring will yield advantages of generating editorial and business synergies which will result in operational efficiencies due to optimal utilisation of content of the newspaper business by the TV channels.

The Scheme provides for demerger of the newspaper undertaking of Mail Today and its vesting into and with the Company. It also provides for merger of ITOPL with the Company. The Scheme also provides for reduction of share capital of Mail Today and ITOPL.

The Company had filed the first motion application to National Company Law Tribunal ("NCLT") on April 27, 2018 and the Scheme is subject to the approval of National Company Law Tribunal ("NCLT"). Further, as per NCLT Order dated July 2, 2018 read with Order dated July 9, 2018, the meetings of Equity Shareholders, Secured Creditors and Unsecured Creditors were held on September 08, 2018. The Equity Shareholders, Secured Creditors and Unsecured Creditors approved the Scheme with requisite majority.

The Company had filed the second motion petition (with respect to the Scheme) with NCLT. Further, the Company had also submitted reply to the requisition letters received from Regional Director, Ministry of Corporate Affairs and Official Liquidator on the Scheme. The matter is currently pending before the NCLT.

PROPOSED SALE OF RADIO BUSINESS

The Board of Directors in its meeting held on March 16, 2018, granted in principle approval for the sale of the Radio Business of the Company to Entertainment Network India Limited (ENIL) as a going concern, by way of slump sale subject to approval of Ministry of Information & Broadcasting ("MIB") and members of the Company. Accordingly, the Company had filed an application dated March 27, 2018 with MIB for seeking approval for proposed sale of Radio Business to ENIL. The approval of the same is awaited from MIB.

ANNEXURE I

DIVIDEND DISTRIBUTION POLICY

The Board of Directors (the "Board") of T.V. Today Network Limited (the "Company") has adopted the Dividend Distribution Policy (the "Policy") of the Company as required in terms of Clause 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") in its meeting held on 02nd December, 2016.

EFFECTIVE DATE

The Policy shall become effective from the date of its adoption by the Board i.e. 02nd December, 2016.

PURPOSE, OBJECTIVES AND SCOPE

The Securities Exchange Board of India ("SEBI") vide its Notification dated July 08, 2016 has amended the Listing Regulations by inserting Regulation 43A in order to make it mandatory to have a Dividend Distribution Policy in place by the top five hundred listed companies based on their market capitalization calculated as on the 31st day of March of every year. Considering the provisions of the aforesaid Regulation 43A, the Board of Directors (the "Board") of the Company recognizes the need to lay down a broad framework for considering decisions by the Board of the Company, with regard to distribution of dividend to its shareholders and/ or retaining or plough back of its profits. The Policy sets out the circumstances and different factors for consideration by the Board at the time of taking such decisions of distribution or of retention of profits, in the interest of providing transparency to the shareholders.

The decision of recommending dividend would be taken by the Board after taking into consideration all the relevant circumstances enumerated hereunder or other factors as may be decided as relevant by the Board.

Declaration of dividend on the basis of parameters in addition to the elements of this Policy or resulting in amendment of any element of the Policy will be regarded as deviation. Any such deviation on elements of this Policy in extraordinary circumstances, when deemed necessary in the interests of the Company, along with the rationale will be disclosed in the Annual Report by the Board of Directors.

The Policy reflects the intent of the Company to reward its shareholders by sharing a portion of its profits after retaining sufficient funds for growth of the Company. The Company shall pursue this Policy, to pay, subject to the circumstances and factors enlisted hereon, progressive dividend, which shall be consistent with the performance of the Company over the years.

The Policy shall not apply to:

a. Determination and declaring dividend on preference shares as the same will be as per the terms of issue approved by the shareholders;
b. Distribution of dividend in kind, i.e. by issue of fully or partly paid bonus shares or other securities, subject to applicable law;
c. Distribution of cash as an alternative to payment of dividend by way of buyback of equity shares.

A. GENERAL POLICY OF THE COMPANY AS REGARDS DIVIDEND

The general considerations of the Company for taking decisions with regard to dividend payout or retention of profits shall be as following-

a. Subject to the considerations as provided in the Policy, the Board shall determine the dividend payout in a particular year after taking into consideration the operating and financial performance of the Company, the advice of executive management including the CFO, and other relevant factors.

b. The Board may also, where appropriate, aim at distributing dividends in kind, subject to applicable law, in form of fully or partly paid shares or other securities.

B. CONSIDERATIONS RELEVANT FOR DECISION OF DIVIDEND PAY-OUT

The Board shall consider the following, while taking decisions of a dividend payout during a particular year Statutory requirements. The Company shall observe the relevant statutory requirements including those with respect to mandatory transfer of a certain portion of profits to any specific reserve such as Debenture Redemption Reserve, Capital Redemption Reserve etc. as provided in the Companies Act, 2013, which may be applicable to the Company at the time of taking decision with regard to dividend declaration or retention of profit.

AGREEMENTS WITH LENDING INSTITUTIONS

The decision of dividend pay-out shall also be affected by the restrictions and covenants contained in the agreements with the lenders of the Company.

SHAREHOLDERS' AGREEMENTS

The decision of dividend pay-out shall also be affected by the restrictions and covenants contained in the agreements with the shareholders' of the Company.

OTHER AGREEMENTS

The decision of dividend pay-out shall also be affected by the restrictions and covenants contained in the agreements that the Company shall generally enter into during the course of business, if any.

This provision shall apply mutatis mutandis to agreements already executed before the commencement of the Dividend Policy of the Company.

LONG TERM STRATEGIC OBJECTIVES OF THE COMPANY AS REGARDS FINANCIAL LEVERAGE

The Board may exercise its discretion to change the percentage of dividend or to otherwise take decision of retention or distribution of profits where, the Company is planning to go for expansion, restructuring, reorganizing, diversification, investment, etc.

PRUDENTIAL REQUIREMENTS

The Company shall analyze the prospective projects and strategic decisions in order to decide to build a healthy reserve of retained earnings; to augment long term strength; to build a pool of internally generated funds to provide long-term resources as well as resource-raising potential for the Company; and the needs for capital conservation and appreciation.

PROPOSALS FOR MAJOR CAPITAL EXPENDITURES ETC.

In addition to plough back of earnings on account of depreciation, the Board may also take into consideration the need for replacement of capital assets, expansion and modernization or augmentation of technology, including any major capital expenditure proposals.

EXTENT OF REALIZED PROFITS AS A PART OF THE GAAP PROFITS OF THE COMPANY

The extent of realized profits out of its profits calculated as per GAAP, affects the Board's decision of determination of dividend for a particular year. The Board is required to consider such factors before taking any dividend or retention decision.

EXPECTATIONS OF MAJOR STAKEHOLDERS, INCLUDING SMALL SHAREHOLDERS

The Board, while considering the decision of dividend pay-out or retention of a certain amount or entire profits of the Company, shall, as far as possible, consider the expectations of the major stakeholders including the small shareholders of the Company who generally expects for a regular dividend payout.

C. OTHER FINANCIAL PARAMETERS

In addition to the aforesaid parameters such as realized profits and proposed major capital expenditures, the decision of dividend payout or retention of profits shall also be based the following:-

OPERATING CASH FLOW OF THE COMPANY

If the Company cannot generate adequate operating cash flow, it may need to rely on outside funding to meet its financial obligations and sometimes to run the day-to-day operations. The Board will consider the same before its decision whether to declare dividend or retain its profits.

NET SALES OF THE COMPANY

To increase its sales in the long run, the Company will need to expand its marketing and selling expenses, advertising expenses etc. The amount outlay in such activities will influence the decision of declaration of dividend.

RETURN ON INVESTED CAPITAL

The efficiency with which the Company uses its capital will impact the decision of dividend declaration.

MAGNITUDE OF EARNINGS OF THE COMPANY

Since dividend is directly linked with the availability of earning over the long haul, the magnitude of earnings will significantly impact the dividend declaration decisions of the Company.

COST OF BORROWINGS

The Board will analyze the requirement of necessary funds considering the long term or short term projects proposed to be undertaken by the Company and the viability of the options in terms of cost of raising necessary funds from outsiders such as bankers, lending institutions or by issuance of debt securities or plough back its own funds.

OBLIGATIONS TO CREDITORS

The Company should be able to repay its debt obligations without much difficulty over a reasonable period of time. Considering the volume of such obligations and time period of repayment, the decision of dividend declaration shall be taken.

INADEQUACY OF PROFITS

If during any financial year, the Board determines that the profits of the Company are inadequate, the Board may decide not to declare dividends for that financial year.

POST DIVIDEND EPS

The post dividend EPS can have strong impact on the funds of the Company, thus, impacting the overall operations on day-to-day basis and therefore, affects the profits and can impact the decision for dividend declaration during a particular year.

D. FACTORS THAT MAY AFFECT DIVIDEND PAYOUT

EXTERNAL FACTORS

Taxation and other regulatory concern

Dividend distribution tax or any tax deduction at source as required by applicable tax regulations in India, as may be applicable at the time of declaration of dividend. Any restrictions on payment of dividends by virtue of any regulation as may be applicable to the Company at the time of declaration of dividend.

Product/ market expansion plan

The Company's growth oriented decision to conserve cash in the Company for future expansion plan impacts shareholders expectation for the long run which shall have to consider by the Board before taking dividend decision.

Macroeconomic conditions

Considering the state of economy in the Country, the policy decisions that may be formulated by the Government and other similar conditions prevailing in the international market which may have a bearing on or affect the business of the Company, the management may consider retaining a larger part of the profits to have sufficient reserves to absorb unforeseen circumstances.

INTERNAL FACTORS

Past performance/ reputation of the Company

The trend of the performance/ reputation of the Company that has been during the past years determine the expectation of the shareholders.

Working capital management in the Company

The current working capital management system within the Company also impacts the decision of dividend declaration.

Age of the Company and its product/market

The age of the Company and its product or the market in which the Company operates will be one of the most significant determining factors to the profitability of the Company and dividend declaration or retention.

Amount of cash holdings in the Company

In the investor's point of view, in the absence of any major expansion plan or capital investments or other strategic investment plans in the hands of the Company, the investors may not appreciate excessive cash holdings in the Company. The Board shall have to consider the same before taking decision of dividend declaration.

E. CIRCUMSTANCES UNDER WHICH DIVIDEND PAYOUT MAY OR MAY NOT BE EXPECTED

The Board shall consider the factors provided above, before determination of any dividend payout after analyzing the prospective opportunities and threats, viability of the options of dividend payout or retention etc. The decision of dividend payout shall, majorly be based on the aforesaid factors considering the balanced interest of the shareholders and the Company.

F. MANNER OF DIVIDEND PAYOUT

The discussion below is a summary of the process of declaration and payment of dividends, and is subject to applicable regulations:

In case of final dividends

1. Declaration, if any, shall be done by the Board, usually in the Board meeting that considers and approves the annual financial statements, subject to approval of the shareholders of the Company.

2. The dividend as declared by the Board shall be approved at the Annual General Meeting of the Company.

3. The payment of dividends shall be made within 30 days from the date of declaration to the shareholders entitled to receive the dividend on the record date as per the applicable law.

In case of interim dividend

1. Interim dividend, if any, shall be declared by the Board.

2. Before declaring interim dividend, the Board shall consider the financial position of the Company that allows the payment of such dividend.

3. The payment of dividends shall be made within 30 days from the date of declaration to the shareholders entitled to receive the dividend on the record date as per the applicable laws.

4. The dividend as declared by the Board shall be approved at the annual general meeting of the Company. In case no final dividend is declared, interim will be regarded as final dividend in the Annual General Meeting.

G. MANNER OF UTILISATION OF RETAINED EARNINGS

The Board may retain its earnings in order to make better use of the available funds and increase the value of the shareholders in the long run. The decision of utilization of the retained earnings of the Company shall be based on the following factors:

- Market expansion plan;
- Product expansion plan;
- Modernisation plan;
- Diversification of business;
- Long term strategic plans;
- Replacement of capital assets;
- Where the cost of debt is expensive;
- Other such criteria as the Board may deem fit

AMENDMENT

The Managing Director or the Chief Executive Officer of the Company shall be jointly/severally authorized to review and amend the Policy, to give effect to any changes/ amendments notified by any regulator under the applicable law from time to time. Such amended Policy shall be periodically placed before the Board for noting and necessary ratification.

AOC-1

ANNEXURE II

(Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the Financial Statement of Subsidiaries/ Associate Companies/Joint Ventures

PART "A": SUBSIDIARIES

(₹ in lakhs)

Sl. No	Name of the Subsidiary	Date since Subsidiary was acquired	Reporting period for the subsidiary concerned, if different from the holding Company's reporting period	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Share Capital (₹)	Reserves & Surplus (₹)	Total Assets (₹)	Total Liabilities (₹)	Investments (₹) (note-3)	Turnover (₹) (note-4)	Profit before Taxation (₹) (note-5)	Provision For Taxation (₹)	Profit after Taxation (₹) (note-6)	Proposed Dividend	Extent of Shareholding (%)
1.	T.V. Today Network (Business) Limited (note-1)	December 15, 2005	N.A.	N.A.	15.00	4.25	20.30	1.05	NIL	1.27	0.14	0.33	(0.19)	Nil	100%
2.	Mail Today Newspapers Private Limited (note-2)	March 15, 2017	N.A.	N.A.	17,160.40	(16,659.39)	2,324.72	1,823.71	515.64	3,277.44	(206.54)	Nil	(206.54)	Nil	100%
3.	India Today Online Private Limited	March 15, 2017	N.A.	N.A.	9,480.74	(7,024.08)	3,047.15	590.49	2,503.47	0.72	(41.65)	Nil	(41.65)	Nil	100%
4.	Vibgyor Broadcasting Private Limited (note-1)	August 01, 2017	N.A.	N.A.	1.00	(1.74)	0.01	0.75	Nil	Nil	(0.51)	Nil	(0.51)	Nil	100%

Notes:
1. Yet to commence operations.
2.The Company along with its Wholly Owned Subsidiary, India Today Online Private Limited, holds 100% of the Equity Share Capital of Mail Today Newspapers Private Limited.
3. Investments include investment properties owned by the respective entities as well.
4. Turnover includes other income and net other gains/losses.
5. Profit before taxation includes Other Comprehensive Income.
6. Profit after taxation includes Other Comprehensive Income.
7. Name of subsidiaries which have been liquidated or sold during the year- **Not Applicable**

PART B: ASSOCIATES AND JOINT VENTURES

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures.

Not Applicable as the Company doesn't have any Associate Company or Joint Venture

Aroon Purie	**Kalli Purie Bhandal**	**Ashok Kapur**	**Dinesh Bhatia**	**Ashish Sabharwal**
Chairman & Whole-time Director	Vice-Chairperson & Managing Director	Director	Chief Financial Officer	Company Secretary
DIN: 00002794	DIN: 00105318	DIN: 00003577	DIN: 01604681	Membership No. F4991

ANNEXURE III

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule no.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
T. V. Today Network Limited
(L92200DL1999PLC103001)

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **T.V. Today Network Limited** (herein referred to as "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by it and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2019, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent based on the management representation letter/ confirmation, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2019, according to the provisions of:

(i) The Companies Act, 2013 ('the Act') and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015,

c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(not applicable during the period of audit)**;

e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(not applicable during the period of audit)**;

g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not Applicable)**

h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(not applicable during the period of audit)** and

i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(not applicable during the period of audit)**.

(vi) I further report that with respect to the compliance of the below mentioned laws, we have relied on the representation made by the Company and its officers for system and mechanism framed by the Company for compliances under other the following Specific laws applicable as mentioned hereunder:

a) Policy Guidelines for Uplinking issued by Ministry of Information and Broadcasting;

b) Policy Guidelines for Downlinking issued by Ministry Information and Broadcasting;

c) Cable Television Networks (Regulation) Act, 1995 and rules made thereunder;

d) Cable Television Network Rules, 1944;

e) Telecom Regulatory Authority of India Act, 1997 r/w Standards of Quality of Service (Duration of Advertisements in Television Channels) Regulations 2012;

f) The Telecommunication (Broadcasting and cable Services) Interconnection (Digital addressable Cable Television System) Regulations, 2012;

g) Standard of Quality of Service (Duration of Advertisements in Television Channels) Amendment Regulations 2013 issued by Telecom Regulatory Authority of India;

We have also examined compliance with the applicable clauses of the following:

i. Secretarial Standards issued by the Institute of Company Secretaries of India &

ii. The Listing Agreements entered into by the Company with the Stock Exchange(s) and SEBI (LODR), 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, the Company had following event which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.:

• That the Company during the Financial Year 2017-18 had approved the Composite Scheme of Arrangement and Amalgamation among Mail Today Newspapers Private Limited, India Today Online Private Limited and the Company subject to the approval of the shareholders and creditors of the Company, National Company Law Tribunal (NCLT) and other approvals. Further, as per NCLT Order dated July 2, 2018 read with Order dated July 9, 2018, the meetings of Equity Shareholders, Secured Creditors and Unsecured Creditors were held on September 08, 2018. The Equity Shareholders, Secured Creditors and Unsecured Creditors approved the Scheme with requisite majority.The approval of the scheme of amalgamation is pending with the NCLT.

• That pursuant to amended provisions of LODR, 2015, the Board in its meeting held on February 08, 2019 has approved the appointment of Ms. Neera Malhotra as an Independent woman Director of the Company for a term of 5 consecutive years subject to the approval of the members of the Company and Ministry of Broadcasting & Information and her appointment shall be effective from the date of the receipt of approval of the Ministry. It shall be noted that the approval from the Ministry is still awaited.

For PI & Associates,
Company Secretaries

Nitesh Latwal
(Partner)
ACS No.: A32109
C P No.: 16276

Place: New Delhi
Date: 20 May 2019

Disclaimer:

1. This report is presented and prepared based upon the audit of the documents on sampling basis and information given by the Company's Personnel;

2. This report is to be read with our letter of even date which is annexed as "Annexure A" and forms an integral part of this report.

ANNEXURE A

To,
The Members,
T. V. Today Network Limited
(L92200DL1999PLC103001)

Our Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our Responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulation and happening of events etc.

5. The Compliance of the provisions of corporate and other applicable laws, rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For PI and Associates,
Company Secretaries

Nitesh Latwal
(Partner)
ACS No.: A32109
C P No.: 16276

Place: New Delhi
Date: 20 May 2019

ANNEXURE - IV

ANNUAL REPORT ON CSR ACTIVITIES

(Pursuant to Section 135 of the Companies Act, 2013)

BRIEF OUTLINE OF THE COMPANY'S CSR POLICY

Corporate Social Responsibility ("CSR") is the Companies intent to make a positive difference to the society; companies realized that the Government alone would not be able to get success in its endeavour to uplift the society so therefore the concept of CSR has gained its prominence and was made mandatory as per Companies Act, 2013, which requires companies to contribute some part of its profits towards the CSR activities. With the rapidly changing corporate environment, more functional autonomy and operational freedom we adopted Corporate Social Responsibility as a strategic tool for sustainable growth. We are committed to operate our business with emphasis on CSR in all areas of our operation. We integrate our business values and operations to meet the expectations of our shareholders, customers, employees, regulators, investors, suppliers, community and to take care of environment with best interest.

CSR VISION

1. Build a Powerful Partnership with Society for 'Sustainable Development';

2. To improve the quality of life of the communities we serve through long term stakeholder value creation.

OVERVIEW OF CSR ACTIVITIES

The Board of Directors on the basis of recommendations of CSR Committee, has approved allocation of ₹3,37,59,459/- towards CSR for the financial year 2018-19.

Out of the total allocated funds towards CSR, the Company has contributed ₹10,00,000/- to "Care Today A/c Kerala SOS" (managed by Care Today Fund) to support the flood victims of Kerala and balance of ₹3,27,59,459/- to Education Today (for Vasant Valley School towards promotion of education).

Responding to the severe Kerala floods, the Care Today Fund initiated relief efforts in the worst-affected districts by providing relief material, consisting of sleeping mattresses, clothes, hygiene kits, cleaning kits and dry ration to 470 families in Idukki and Alappuzha districts.

Further, during the F.Y. 2018-19, the Company, on the basis of recommendations received from CSR Committee, has approved the allocation of ₹3,27,59,459/- to Education Today (for Vasant Valley School towards promotion of education). The said amount shall be utilized towards following purposes:

(i) **To upgrade the present Laboratories and make them integrated Laboratories by using equipments provided by a German company:**

The aim of this project is not confined only to children with special needs, it also focusses equally on the diverse needs of the children from the economically weaker section. Integrated laboratories will help ensuring scientific literacy for all students and encourage and motivate a few to delve deeper into the study of science.

(ii) **Development of Teacher Training Centre by redesigning the current space in the Senior School building of Vasant Valley School, second floor:**

Teacher training is the paramount requirement of education in our country. Vasant Valley School as an acknowledged leader in the systems, processes and attitudes of teacher empowerment will share this learning and help to build a strong resource body of well-trained teachers. Both Government school and Private school teachers will be imparted training. The training imparted to the teachers will be free of cost. A lot of technology will be used in the training. Teachers need to be trained to facilitate the learning process using technology. The teachers need to know that in 21st Century information is not difficult to access, instead organising, sharing and collaborating becomes essential skills. This and various other cutting edge teaching – learning programmes will be included in the Teacher Training Programme.

(iii) **Upgrading the space on 2nd Floor Senior School building of Vasant Valley School (Old Computer Lab, Server Room, Return to School room) to develop technology enabled classes:**

Due to learning difficulties and various other factors, almost 75-80% of the students from the EWS category are moving to the NIOS (National Indian Open School) curriculum . Many of the students with special needs are also following the NIOS curriculum, from Class 8 onwards. The NIOS offers flexibility in the choice of subjects. Vasant Valley School is the nodal centre for NIOS as well and have about 300 external students enrolled with Vasant Valley School as the study centre. Classes for these students are held on weekends. With this space developed, Vasant Valley School will be able to provide them with a really enriching learning experience. There will be simulations and hands-on desktop experiments to create a collaborative learning experience for these students. Students will work there in smaller groups with shared laptop computers and other IT equipments. There will be media-rich visualisations and simulations delivered via laptops and internet.

The space will be equipped with smart boards, scanners, wall mounted projectors, surround speakers, built in software to provide a complete learning experience. The students and teachers will partner on e-learning platform with the rich digital media learning content developed by the teachers.

Visit http://specials.indiatoday.com/aajtaknew/download/csr_policy_final.pdf for more details regarding the CSR activities.

COMPOSITION OF CSR COMMITTEE

Keeping in line with the requirements of Section 135 of the Companies Act, 2013, the Board of Directors of the Company had constituted Corporate Social Responsibility Committee comprising of the following:

S.No	Name	Designation
1.	Mr. Aroon Purie	Chairman & Whole-time Director
2.	Ms. Kalli Purie Bhandal	Vice Chairperson & Managing Director
3.	Mr. Ashok Kapur	Independent Director

Sl. No	Particulars	Amount (in ₹)
1.	Average Net profits of the Company for the last three financial years	1,68,79,72,949
2.	Prescribed CSR Expenditure (2% of the average net profits as specified above)	3,37,59,459
3.	**Details of CSR expenditure spent during the financial year:**	
	a. Total amount to be spent for the financial year 2018-19	3,37,59,459
	b. Total amount spent during the financial year 2018-19	3,37,59,459
	c. Amount unspent, if any	NIL

The manner of amount spent during the Financial Year is detailed below:

1. Sl no	2. CSR Project or activity identified	3. Sector in which the Project is covered	4. Projects or Programs (1) Local area or other (2) Specify the state and district where projects or programs was undertaken	5. Amount outlay (budget) project or programs wise	6. Amount spent on the projects or programs Sub Heads: (1) Direct expenditure on projects or programs (2) Overheads	7. Cumulative expenditure upto to the reporting period	8. Amount spent: Direct or through implementing agency
1	Providing sleeping mattresses, clothes, hygiene kits, cleaning kits and dry ration to the Flood affected communities	Eradicating hunger, poverty & malnutrition, promoting preventive health care	Kerala- Idukki and Alapuzha Districts	₹10,00,000	(1) ₹9,50,510 (2) ₹49,490	₹10,00,000	Implementing Agency i.e. Care Today
2	Upgradation of present Laboratories to Integrated Laboratories by using equipments provided by a German company	Promotion of Education	Delhi	₹1,77,59,459	*-	*-	Implementing Agency i.e. Education Today
3	Development of Teacher Training Centre by redesigning the current space in the Senior School building of Vasant Valley School, second floor	Promotion of Education	Delhi	₹50,00,000	*-	*-	Implementing Agency i.e. Education Today
4	Upgrading the space on 2nd Floor Senior School building of Vasant Valley School (Old Computer Lab, Server Room, Return to School room) to develop technology enabled classes	Promotion of Education	Delhi	₹1,00,00,000	*-	*-	Implementing Agency i.e. Education Today

*The Company considers social responsibility as an integral part of its business activities and endeavours to utilize allocable CSR for the benefit of the society. Accordingly the Company had contributed ₹3,27,59,459/- to Education Today during the financial year 2018-19. However, the entire amount of ₹3,27,59,459/- could not be utilised by Education Today (the Implementing Agency) before March 31, 2019 as it is under the process of formulating implementation plan and taking various approvals required in this regard. Education Today plans to spend this amount in FY 2019-20. It is the Company's continuous endeavour to increase its CSR impact and spend over the coming years, supplemented by its continued focus towards sustainable development and responsible infrastructure.

OUR CSR RESPONSIBILITIES

We hereby affirm that the CSR Policy, as approved by the Board, has been implemented and the CSR Committee monitors the implementation of the CSR projects and activities in compliance with CSR objectives and Policy of the Company.

Kalli Purie Bhandal
Vice-Chairperson & Managing Director
DIN: 00105318
6, Palam Marg, Vasant Vihar, New Delhi - 110057

Aroon Purie
Chairman & Whole-time Director
Chairman CSR Committe
DIN: 00002794
6, Palam Marg, Vasant Vihar, New Delhi - 110057

Place: Noida
Date: May 20, 2019

ANNEXURE - V

FORM NO. MGT.9

EXTRACT OF ANNUAL RETURN

as on the Financial Year ended on March 31, 2019

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

(i)	CIN	L92200DL1999PLC103001
(ii)	Registration Date	December 28, 1999
(iii)	Name of the Company	T.V. Today Network Limited
(iv)	Category / Sub-Category of the Company	Broadcasting and Telecasting
(v)	Address of the registered office and contact details	F-26, First Floor, Connaught Circus, New Delhi- 110001 Tel: 0120-4807100 Fax: 0120-4807154 Email: investors@aajtak.com
(vi)	Whether listed company Yes / No	Yes
(vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any:	MCS Share Transfer Agent Limited, F-65,1st Floor,Okhla Industrial Area, Phase- I, New Delhi- 110020 Tel: 011-41406149/51-52 Fax: 011-41709881 Email: admin@mcsregistrars.com helpdeskdelhi@mcsregistrars.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

Sl. No	Name and description of main products/services	NIC Code of the product/services	% to total turnover of the Company
1.	Television programming and broadcasting activities	6020	86.05
2.	Digital Business	6312	10.67

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name And Address of the Company	CIN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
1.	Living Media India Limited 9 K-Block, Connaught Circus, New Delhi-110001	U92132DL1962PLC003714	Holding Company	56.91%	Section 2(46)
2.	T.V. Today Network (Business) Limited, F-26, First Floor, Connaught Circus, New Delhi-110001	U74899DL2005PLC142634	Subsidiary Company	100%	Section 2(87)
3.	Mail Today Newspapers Private Limited F-26, Connaught Place, New Delhi-110001	U22210DL2007PTC163174	Subsidiary Company	100%*	Section 2(87)

Sl. No.	Name And Address of the Company	CIN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
4.	India Today Online Private Limited F-26, First Floor, Connaught Place, New Delhi-110001	U99999DL2000PTC107733	Subsidiary Company	100%	Section 2(87)
5.	Vibgyor Broadcasting Private Limited F-26, Connaught Place, New Delhi-110001	U74140DL2015PTC277828	Subsidiary Company	100%	Section 2(87)

** The Company along with its Wholly Owned Subsidiary, India Today Online Private Limited, holds 100% of the Equity Share Capital of Mail Today Newspapers Private Limited.*

IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

(I) CATEGORY-WISE SHARE HOLDING

Category of Shareholders	No. of Shares held at the beginning of the year (as on April 1, 2018)				No. of Shares held at the end of the year (as on March 31, 2019)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter and Promoter Group									
(1) Indian									
a) Individual/ HUF	2,94,172	-	2,94,172	0.50	3,57,672	-	3,57,672	0.60	0.10
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt. (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	3,39,55,999	-	3,39,55,999	56.92	3,39,55,999	-	3,39,55,999	56.91	-0.01
e) Banks/FI	-	-	-	-	-	-	-	-	-
f) Any Others (Specify)	-	-	-	-	-	-	-	-	-
Sub-total (A) (1)	**3,42,50,171**	**-**	**3,42,50,171**	**57.42**	**3,43,13,671**	**-**	**3,43,13,671**	**57.51**	**0.09**
(2) Foreign									
a) NRIs Individuals	1315	-	1315	0.00	1315	-	1315	0.00	0.00
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2)	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	**3,42,51,486**	**-**	**3,42,51,486**	**57.42**	**3,43,14,986**	**-**	**3,43,14,986**	**57.51**	**0.09**
B. Public Shareholding									
1. Institutions									
a) Mutual Funds/UTI	64,32,801	-	64,32,801	10.78	91,36,990	-	91,36,990	15.31	4.53
b) Banks/FI	3,580	-	3,580	0.01	4,820	-	4,820	0.01	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	14,977	-	14,977	0.02	14,977	-	14,977	0.03	0.01

Category of Shareholders	No. of Shares held at the beginning of the year (as on April 1, 2018)				No. of Shares held at the end of the year (as on March 31, 2019)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
g) Foreign Portfolio Investors/FII	71,55,658	-	71,55,658	12.00	69,63,399	-	69,63,399	11.67	-0.33
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)	**1,36,07,016**	**-**	**1,36,07,016**	**22.82**	**1,61,20,186**	**-**	**1,61,20,186**	**27.02**	**4.20**
2.Central Govt/State Govt/POI									
Govt	8,081	-	8,081	0.00	11,067	-	11,067	0.02	0.02
Sub-total (B)(2)	**8,081**	**-**	**8,081**	**0.00**	**11,067**	**-**	**11,067**	**0.02**	**0.02**
Non-Institutions									
a) Bodies Corporate	27,08,241	1	27,08,242	4.54	21,19,446	-	21,19,446	3.55	-0.99
b)Individual									
i) Individual shareholders holding nominal share capital upto ₹1 lakh	53,34,186	7,805	53,41,991	8.96	47,17,310	5,867	47,23,177	7.93	-1.03
ii) Individual shareholders holding nominal share capital in excess of ₹1 lakh	27,44,776	-	27,44,776	4.60	17,67,463	-	17,67,463	2.97	-1.63
c) Others (specify)									
Non-Resident Indian	9,60,247	-	9,60,247	1.61	5,86,709	-	5,86,709	0.98	-0.63
Trusts	1	-	1	0.00	1	-	1	0.00	0.00
Foreign Companies	-	-	-	-	-	-	-	-	-
NBFC	31,775	-	31,775	0.05	18,080	-	18,080	0.03	-0.02
Sub-Total (B)(3)	**1,17,79,226**	**7,806**	**1,17,87,032**	**19.76**	**92,09,009**	**5,867**	**92,14,876**	**15.45**	**-4.31**
Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3)	**2,53,94,323**	**7,806**	**2,54,02,129**	**42.58**	**2,53,40,262**	**5,867**	**2,53,46,129**	**42.49**	**-0.09**
C. Shares held by Custodian for GDRs & ADRs	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Grand Total (A+B+C)	**5,96,45,809**	**7,806**	**5,96,53,615**	**100.00**	**5,96,55,248**	**5,867**	**5,96,61,115**	**100.00**	**-**

(II) SHAREHOLDING OF PROMOTERS

Sl No.	Shareholder's Name	Shareholding at the beginning of the year (as on April 1, 2018)			Shareholding at the end of the year (as on March 31, 2019)			% change in share holding during the year
		No. of shares	% of total shares of the company	% of shares pledged / encumbered to total shares	No. of shares	% of total shares of the company	% of total shares pledged / encumbered to total shares	
1	Living Media India Limited	3,39,54,333	56.92	0.00	3,39,54,333	56.91	0.00	-0.01
2	Aroon Purie	2,94,172	0.49	0.00	3,57,672	0.60	0.00	0.11
3	World Media Private Limited	1,666	0.00	0.00	1,666	0.00	0.00	0.00
4	Koel Purie Rinchet	1,315	0.00	0.00	1,315	0.00	0.00	0.00
	Total	**3,42,51,486**	**57.41**	**0.00**	**3,43,14,986**	**57.51**	**0.00**	**0.10**

(III) CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)

Sl No.	Particulars	Shareholding at the beginning of the year (As on April 1, 2018)		Date	Increase/ Decrease in shareholding (No. of Shares)	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1.	Aroon Purie	2,94,172	0.49					
				13.02.2019	12,450	Market purchase	3,06,622	0.51
				14.02.2019	5,326	Market purchase	3,11,948	0.52
				15.02.2019	3,276	Market purchase	3,15,224	0.53
				18.02.2019	5,588	Market purchase	3,20,812	0.54
				19.02.2019	34,338	Market purchase	3,55,150	0.59
				20.02.2019	2,522	Market purchase	3,57,672	0.60
	At the end of the year						**3,57,672**	**0.60**
2.	Living Media India Limited	3,39,54,333	56.91	Nil Movement during the year			3,39,54,333	56.91
	At the end of the year						**3,39,54,333**	**56.91**
3.	World Media Private Limited	1,666	0.00	Nil Movement during the year			1,666	0.00
	At the end of the year						**1,666**	**0.00**
4.	Koel Purie Rinchet	1,315	0.00	Nil Movement during the year			1,315	0.00
	At the end of the year						**1,315**	**0.00**

(IV) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS)

Sl No.	Particulars	Shareholding at the beginning of the year (As on April 1, 2018)		Date	Increase/ Decrease in shareholding (No. of Shares)	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1.	HDFC Small Cap Fund	12,25,555	2.05				12,25,555	2.05
				20-04-2018	53,600	Purchase	12,79,155	2.14
				27-04-2018	1,31,000	Purchase	1410155	2.36
				04-05-2018	9,000	Purchase	14,19,155	2.38
				11-05-2018	2,14,057	Purchase	16,33,212	2.74
				18-05-2018	23,600	Purchase	16,56,812	2.78
				25-05-2018	95,000	Purchase	17,51,812	2.94
				08-06-2018	2,700	Purchase	17,54,512	2.94
				22-06-2018	1,92,000	Purchase	19,46,512	3.26
				29-06-2018	50,000	Purchase	19,96,512	3.35
				03-08-2018	4,75,800	Purchase	24,72,312	4.14
				10-08-2018	1,50,000	Purchase	26,22,312	4.4
				17-08-2018	22,000	Purchase	26,44,312	4.43
				31-08-2018	13,200	Purchase	26,57,512	4.45
				07-09-2018	2,52,000	Purchase	29,09,512	4.88

Sl No.	Particulars	Shareholding at the beginning of the year (As on April 1, 2018)		Date	Increase/ Decrease in shareholding (No. of Shares)	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
				21-09-2018	16,500	Purchase	29,26,012	4.9
				29-09-2018	31,500	Purchase	29,57,512	4.96
				05-10-2018	37,500	Purchase	29,95,012	5.02
				19-10-2018	1,51,000	Purchase	31,46,012	5.27
				26-10-2018	3,000	Purchase	31,49,012	5.28
				23-11-2018	1,789	Purchase	31,50,801	5.28
				21-12-2018	8,500	Purchase	31,59,301	5.3
				01-02-2019	2,06,400	Purchase	33,65,701	5.64
				08-02-2019	1,94,858	Purchase	35,60,559	5.97
				15-02-2019	1,44,000	Purchase	37,04,559	6.21
				01-03-2019	47,300	Purchase	37,51,859	6.29
				08-03-2019	1,40,000	Purchase	38,91,859	6.52
	At the end of the year						**38,91,859**	**6.52**
2.	Steinberg India Emerging Opportunities Fund	32,75,000	5.49				32,75,000	5.49
				08-03-2019	5,000	Purchase	32,80,000	5.5
				15-03-2019	20,000	Purchase	33,00,000	5.53
				22-03-2019	20,000	Purchase	33,20,000	5.56
	At the end of the year						**33,20,000**	**5.56**
3	Franklin India Smaller Companies Fund	17,12,467	2.87				17,62,467	2.95
				20-04-2018	50,000	Purchase	17,62,467	2.95
				18-05-2018	2,00,000	Purchase	19,62,467	3.29
				25-05-2018	11,170	Purchase	19,73,637	3.31
				01-06-2018	27,639	Purchase	20,01,276	3.35
				06-07-2018	2,734	Purchase	20,04,010	3.36
				27-07-2018	12,599	Purchase	20,16,609	3.38
				03-08-2018	1,032	Purchase	20,17,641	3.38
				21-09-2018	50,635	Purchase	20,68,276	3.47
				29-09-2018	26,821	Purchase	20,95,097	3.51
				05-10-2018	6,912	Purchase	21,02,009	3.52
				12-10-2018	42,144	Purchase	21,44,153	3.59
				26-10-2018	3,018	Purchase	21,47,171	3.6
				02-11-2018	17,439	Purchase	21,64,610	3.63
				09-11-2018	54,806	Purchase	22,19,416	3.72
				16-11-2018	11,344	Purchase	22,30,760	3.74
				23-11-2018	499	Purchase	22,31,259	3.74
				07-12-2018	356	Purchase	22,31,615	3.74
				14-12-2018	1,083	Purchase	22,32,698	3.74
				28-12-2018	1,720	Purchase	22,34,418	3.75
				04-01-2019	6,125	Purchase	22,40,543	3.76
				08-02-2019	13,726	Purchase	22,54,269	3.78
				15-02-2019	6,274	Purchase	22,60,543	3.79
				22-02-2019	50,000	Purchase	23,10,543	3.87
	At the end of the year						**23,10,543**	**3.87**

Sl No.	Particulars	Shareholding at the beginning of the year (As on April 1, 2018)		Date	Increase/ Decrease in shareholding (No. of Shares)	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
4	**Kotak Mahindra (International Limited)**	13,24,165	2.22				13,24,165	2.22
				04-05-2018	(1,25,000)	Sale	11,99,165	2.01
				11-05-2018	(1,00,000)	Sale	10,99,165	1.84
				18-05-2018	(1,50,000)	Sale	9,49,165	1.59
				01-06-2018	16,956	Purchase	9,66,121	1.62
				08-06-2018	1,24,744	Purchase	10,90,865	1.83
				15-06-2018	4,354	Purchase	10,95,219	1.84
				22-06-2018	(1,42,586)	Sale	9,52,633	1.6
				20-07-2018	3,10,743	Purchase	12,63,376	2.12
				27-07-2018	51	Purchase	12,63,427	2.12
				17-08-2018	15,000	Purchase	12,78,427	2.14
				24-08-2018	38,000	Purchase	13,16,427	2.21
				31-08-2018	16,681	Purchase	13,33,108	2.23
				07-09-2018	69,191	Purchase	14,02,299	2.35
				14-09-2018	48,128	Purchase	14,50,427	2.43
				19-10-2018	(1,50,000)	Sale	13,00,427	2.18
				02-11-2018	(4,036)	Sale	12,96,391	2.17
				09-11-2018	(4,703)	Sale	12,91,688	2.17
				16-11-2018	3,75,000	Purchase	16,66,688	2.79
				23-11-2018	1,37,274	Purchase	18,03,962	3.02
				30-11-2018	10,478	Purchase	18,14,440	3.04
				18-01-2019	8,847	Purchase	18,48,009	3.1
				25-01-2019	160	Purchase	18,48,169	3.1
				08-03-2019	(100,000)	Sale	17,48,169	2.93
				15-03-2019	(49,550)	Sale	16,98,619	2.85
				22-03-2019	(32,100)	Sale	16,66,519	2.79
				29-03-2019	(31,287)	Sale	16,35,232	2.74
	At the end of the year						**16,35,232**	**2.74**
5	Damani Estate and Finance Pvt. Ltd.	6,46,000	1.08	Nil Movement during the year			6,46,000	1.08
	At the end of the year						**6,46,000**	**1.08**
6	Virginia Tech Foundation, Inc. Steinberg India Asset Management Limited	6,30,000	1.06	Nil Movement during the year			6,30,000	1.06
	At the end of the year						**6,30,000**	**1.06**
7	Ramesh Damani	7,41,014	1.24				7,41,014	1.24
				06-04-2018	(2,500)	Sale	7,38,514	1.24
				13-04-2018	(3,200)	Sale	7,35,314	1.23
				16-11-2018	(325)	Sale	7,34,989	1.23
				23-11-2018	(9,121)	Sale	7,25,868	1.22
				30-11-2018	(836)	Sale	7,25,032	1.22
				07-12-2018	(10,000)	Sale	7,15,032	1.2
				14-12-2018	(13,634)	Sale	7,01,398	1.18

Sl No.	Particulars	Shareholding at the beginning of the year (As on April 1, 2018)		Date	Increase/ Decrease in shareholding (No. of Shares)	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
				21-12-2018	(49)	Sale	7,01,349	1.18
				18-01-2019	(3,000)	Sale	6,98,349	1.17
				01-02-2019	(3,828)	Sale	6,94,521	1.16
				08-02-2019	(1,80,617)	Sale	5,13,904	0.86
				01-03-2019	(10,000)	Sale	5,03,904	0.84
				08-03-2019	(45,000)	Sale	4,58,904	0.77
	At the end of the year						**4,58,904**	**0.77**
8	SBI Dual Advantage Fund- Series XXII	4,20,000	0.70				4,20,000	0.70
				03-08-2018	(70,000)	Sale	3,50,000	0.59
	At the end of the year						**3,50,000**	**0.59**
9	Premier Investment Fund Limited*	3,25,000	0.54	Nil movement during the year			3,25,000	0.54
	At the end of the year						**3,25,000**	**0.54**
10	Arvind Khattar@	4,09,535	0.69				4,09,535	0.69
				06-04-2018	(9,535)	Sale	4,00,000	0.67
				17-08-2018	(22,500)	Sale	3,77,500	0.63
				24-08-2018	(27,500)	Sale	3,50,000	0.59
				31-08-2018	(25,000)	Sale	3,25,000	0.54
				02-11-2018	(5,000)	Sale	3,20,000	0.54
	At the end of the year						**3,20,000**	**0.54**
11	SBI Magnum Multicap Fund#	9,43,851	1.58				9,43,851	1.58
				20-07-2018	(2,88,133)	Sale	6,55,718	1.1
				03-08-2018	(6,05,035)	Sale	50,683	0.09
				10-08-2018	(50,683)	Sale	0	0
	At the end of the year						**0**	**0.00**
12	Briarwood Capital Master Fund, Ltd.#	4,66,702	0.78				4,66,702	0.78
				20-04-2018	(2,80,000)	Sale	1,86,702	0.31
				27-04-2018	(1,40,000)	Sale	46,702	0.08
				04-05-2018	(39,730)	Sale	6,972	0.01
				11-05-2018	(6,972)	Sale	0	0
	At the end of the year						**0**	**0.00**

 # Ceased to be in the list of top 10 shareholders as on March 31, 2019. The same is reflected above, since the shareholder was one of the top 10 shareholders as on April 1, 2018.

** Not in the list of top 10 shareholder as on April 1, 2018. The same is reflected above, since the shareholder was one of the top 10 shareholders as on March 31, 2019*

@ Not in the list of top 10 shareholders as on April 1, 2018. However, Mr. Arvind Khattar was in the list of top 10 shareholders as on April 1, 2017. The same is reflected above, since the shareholder was one of the top 10 shareholders as on March 31, 2019.

(V) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Sl No.	Name of the Directors / KMPs	Shareholding at the beginning of the year (As on April 1, 2018)		Date	Increase/ Decrease in shareholding (No. of Shares)	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1.	Mr. Aroon Purie Chairman & Managing Director	2,94,172	0.49					
				13.02.2019	12,450	Market purchase	3,06,622	0.51
				14.02.2019	5,326	Market purchase	3,11,948	0.52
				15.02.2019	3,276	Market purchase	3,15,224	0.53
				18.02.2019	5,588	Market purchase	3,20,812	0.54
				19.02.2019	34,338	Market purchase	3,55,150	0.59
				20.02.2019	2,522	Market purchase	3,57,672	0.60
	At the end of the year						**3,57,672**	**0.60**

Note: No other Director / KMP of the Company holds any Equity Shares of the Company.

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
(i) Principal Amount	Nil	Nil	Nil	Nil
(ii) Interest due but not paid	Nil	Nil	Nil	Nil
(iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	**Nil**	**Nil**	**Nil**	**Nil**
Change in indebtedness during the financial year				
Addition	Nil	Nil	Nil	Nil
Reduction	Nil	Nil	Nil	Nil
Net Change	Nil	Nil	Nil	Nil
Indebtedness at the end of the financial year				
(i) Principal Amount	Nil	Nil	Nil	Nil
(ii) Interest due but not paid	Nil	Nil	Nil	Nil
(iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i + ii + iii)	**Nil**	**Nil**	**Nil**	**Nil**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER

(in ₹)

SN.	Particulars of Remuneration	Name of MD / WTD / Manager		Total Amount
		Mr. Aroon Purie Chairman & Whole time Director	Ms. Kalli Purie Bhandal Vice Chairperson & Managing Director	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961*	NIL	4,21,88,000	4,21,88,000
	(b) Value of perquisites u/s 17(2) of Income-tax Act, 1961	39,600	39,600	79,200
	(c) Profits in lieu of salary under section 17(3) of Income- tax Act, 1961	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
4	Commission**			
	- as % of profit	10,66,67,508	2,13,33,492	12,80,01,000
	- others, specify			
5	Others, please specify	NIL	NIL	NIL
	Total (A)	**10,67,07,108**	**6,35,61,092**	**17,02,68,200**
	Ceiling as per the Companies Act, 2013	**₹22,61,35,020**		

** Includes contribution to Provident Fund and Ex-gratia wherever payable/paid.*
***Provision for profit based commission for the financial year 2018-19.*

B. REMUNERATION TO OTHER DIRECTORS

(in ₹)

SN.	Particulars of Remuneration	Name of Directors			Total Amount
		Mr. Ashok Kapur	Mr. Anil Vig	Mr. Rajeev Gupta	
1.	**Independent Directors**				
	Fee for attending board committee meetings	1,80,000	2,00,000	50,000	4,30,000
	Commission	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL
	Total (1)	**1,80,000**	**2,00,000**	**50,000**	**4,30,000**
2.	**Other Non-Executive Directors**	**Mr. Devajyoti Nirmal Bhattacharya***			
	Fee for attending board committee meetings	NIL			
	Commission	NIL			
	Others, please specify	NIL			
	Total (2)	**NIL**			**NIL**
	Total (B)=(1+2)				**4,30,000**
	Total Managerial Remuneration				**4,30,000**
	Overall Ceiling as per the Act	**The Independent Directors and Non-Executive Directors are only paid sitting fees which are within the limits prescribed in the Companies Act, 2013.**			

**No sitting fees was paid to Mr. Devajyoti Nirmal Bhattacharya at his request.*

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(in ₹)

SN.	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO	CS	CFO	
1.		Mr. Vivek Khanna*	Mr. Ashish Sabharwal	Mr. Dinesh Bhatia	
	Gross salary (in ₹)				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961#	1,11,73,027	44,92,667	2,99,86,243	4,56,51,937
	(b) Value of perquisites u/s 17(2) of Income-tax Act, 1961	29,948	NIL	31,680	61,628
	(c) Profits in lieu of salary under section 17(3) of Income-tax Act, 1961	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL	NIL
	- as % of profit	NIL	NIL	NIL	NIL
	others, specify…	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL
	Total	**1,12,02,975**	**44,92,667**	**3,00,17,923**	**4,57,13,565**

 # Includes contribution to Provident Fund, ex-gratia and Retention bonus wherever payable/paid.
**Mr. Vivek Khanna was appointed as Chief Executive Officer of the Company pursuant to approval of the Ministry of Information & Broadcasting w.e.f. August 27, 2018. He resigned w.e.f. February 14, 2019.*
Note:
(i) The remuneration of KMP's are shared between the Company and Living Media India Limited in the ratio of 80:20. Accordingly, the remuneration mentioned herein above are 80% of the total remuneration paid for Financial year 2018-19.
(ii) The Board has additionally identified Dr. Puneet Jain, Group Chief Law & Group Chief Corporate Affairs Officer as the Key Managerial Personnel. The remuneration paid to him in the Company for the FY 2018-19 is ₹83,81,597.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/ punishment/ compounding fee imposed	Authority RD/NCLT/ Court	Appeal Made, if any
A. COMPANY					
Penalty			N.A.		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			N.A.		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			N.A.		
Punishment					
Compounding					

For and on behalf of the Board of Directors

Place: Noida
Date: May 20, 2019

Aroon Purie
Chairman & Whole-time Director
DIN: 00002794
Address: 6 Palam Marg, Vasant Vihar,
New Delhi-110057.

ANNEXURE VI

DETAILS PERTAINING TO REMUNERATION

AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

i. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer and Company Secretary during the financial year 2018-19 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2018-19:

S.no	Name of the Director/ KMP	Designation	**% increase in Remuneration in the FY 2018-19	**Ratio of remuneration of each Director to median remuneration of employees for the FY 2018-19
1.	Mr. Aroon Purie	Chairman & Whole time Director	6.58#	189.68
2.	Mrs. Kalli Purie Bhandal	Vice Chairperson & Managing Director	69.71	112.99
3.	Mr. Dinesh Bhatia	Chief Financial Officer	1.48	NA
4.	Mr. Vivek Khanna*	Chief Executive Officer	NA	NA
5.	Mr. Ashish Sabharwal	Group Head - Secretarial & Company Secretary	5.77	NA

 # Mr. Aroon Purie is entitled for fixed commission of 5% on net profits of the Company. However the % increase in the remuneration is due to increase in net profits of the Company.

** Mr. Vivek Khanna was appointed as Chief Executive Officer of the Company pursuant to approval of Ministry of Information & Broadcasting w.e.f August 27, 2018 and subsequently he resigned as Chief Executive Officer w.e.f February 14, 2019. Since comparable remuneration is not available, therefore, percentage increase in remuneration is not calculated.*

*** Not calculated for Non-Executive Directors as they are entitled for sitting fees as per the statutory provisions of the Companies Act, 2013. The details of remuneration of Non-Executive Directors are provided in the Corporate Governance Report. The ratio of remuneration and percentage increase for Non-Executive Directors Remuneration is therefore not considered for the purpose above.*

ii. The median remuneration (per annum) of employees of the Company during the financial year was ₹5,62,560/-. During the financial year, there was increase of 8.90% in the median remuneration of employees.

iii. There were 1,767 permanent employees on the rolls of the Company as on March 31, 2019.

iv. Average percentage increase made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2018-19 was 4.05% whereas the increase in the managerial remuneration for the same financial year was 38.15%. The increase in remuneration is in line with industry standards and Comapany's policy.

v. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

ANNEXURE VII

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

In terms of the requirement of clause (m) of sub-section (3) of Section 134 of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014, the particulars with respect to “Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo” are given as under:

A. CONSERVATION OF ENERGY

1. **The steps taken or impact on conservation of energy:** The Company evaluates the possibilities and various alternatives to reduce energy consumption. Further, use of low energy consuming LED lightings is being encouraged. We are planning to undertake modifications on all Air Handling Units (AHUs) which would enable us to reduce power consumption and save costs.

2. **The steps taken by company for utilizing alternate sources of energy:** The Company endeavors to ensure optimal use of energy, avoid wastages and conserve energy as far as possible. The Company is in the process of evaluating various options for alternate sources of energy which we expect to conclude by this financial year.

3. **Company has made following capital investment on energy conservation equipment's:** There was no capital investment on energy conservation equipment during the year ended March 31, 2019.

B. TECHNOLOGY ABSORPTION

1. **The efforts made towards Technology Absorption and the benefits derived like product improvement, cost reduction, product development or import substitution:**

   The Company is into the business of television programming and broadcasting activities. The Company is aware of implementation of latest technologies in key working areas and uses latest technology and equipments into its broadcasting business.

2. **In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):**

(a) During the year, the Company has imported broadcasting, IT and engineering equipments:

Last Three Financial Year and Financial Year 2018-19	Value of Import (In ₹)
2015-2016	3,04,47,791
2016-2017	4,86,23,433
2017-2018	3,35,52,181
2018-2019	7,76,65,524

(b) Whether the technology been fully absorbed- Yes

(c) If not fully absorbed, areas where absorption has not taken place and the reasons thereof- N.A

(d) **The expenditure incurred on Research and Development:** Your Company is doing research to explore new technology available and to meet this requirement various conferences and workshops are attended as well and keep constant engagement with vendors to understand the new products that were launched.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

in ₹

(i) Value of Imports (CIF basis):	7,76,65,524
(ii) Expenditure in foreign Currency	
(a) Production Cost:	14,63,85,488
(b) Advertising, distribution & sales promotion	3,66,96,770
(c) Others:	1,08,05,132
(iii) Income in Foreign Currency	46,29,75,348

REPORT ON CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Our governance philosophy is based on trusteeship, transparency and accountability. The Company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behavior and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and society at large.

Corporate Governance encompasses a set of systems and practices to ensure that the Company's affairs are being managed in a manner which ensures accountability, transparency and fairness in all transactions in the widest sense. For us, Corporate Governance is an ethically driven business process that is committed to values aimed at enhancing an organization's brand and reputation.

We believe that an active, well-informed and independent Board is necessary to ensure the highest standards of Corporate Governance. We firmly believe that Board independence is essential to bring objectivity and transparency in the management and in the dealings of the Company.

Over the years, we have strengthened governance practices. These practices define the way in which business is conducted and value is generated. Stakeholders' interest is taken into account, before making any business decision.

BOARD OF DIRECTORS

BOARD DIVERSITY & STRUCTURE

The Company recognises and embraces the importance of a diverse Board for its success. We believe that a truly diverse Board will leverage differences in thought, perspective, knowledge, skill, industry experience, cultural and geographical background which will help us retain our competitive advantage. The Board has adopted a Policy which sets out the approach to diversity of the Board of Directors. The Board functions either as a full Board or through various committees constituted to oversee specific areas. Policy formulation, setting up of goals, evaluation of performance and control functions vest with the Board. The Board also provides directions and exercises appropriate control to ensure that the Company fulfills stakeholders' aspirations and societal expectations.

COMPOSITION OF THE BOARD

The Company's Board is an optimum mix of Executive, Non-Executive and Independent Directors and conforms to the provisions of the Companies Act, 2013 ("the Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). As on March 31, 2019, the Board comprises of 6 (six) Directors, 3 (three) of which are Non-Executive Independent Directors (constituting 50% of its Board strength), 2 (two) are Executive Directors and 1 (one) is Non-Executive Non-Independent Director. Further, in terms of SEBI notification dated May 09, 2018, the Board of Directors on the recommendation of Nomination and Remuneration Committee in its meeting held on February 08, 2019 has appointed Mrs. Neera Malhotra as an Additional Independent Woman Director subject to approval of members at the ensuing Annual General Meeting and Ministry of Information and Broadcasting ("MIB"). Since, the Company is in the business of broadcasting and telecasting activities, the Company is required to obtain prior approval of MIB before any Director is appointed on the Board of Directors of the Company. The Company has made necessary applications to MIB and is awaiting the said approval to formalize the appointment. Hence appointment of Mrs. Neera Malhotra would be effective from the date of approval of MIB.

The Chairman of the Board is an Executive Director. The composition of the Board is in conformity with Regulation 17 of the Listing Regulations read with

Section 149 of the Act. The number of Directorships, Committee Membership(s)/ Chairmanship(s) of all Directors is within respective limits prescribed under the Act and Listing Regulations. The Board periodically evaluates the need for change in its size & composition.

As per the Company's Policy on Nomination and Remuneration, selection of a new board member(s) is the responsibility of the Nomination and Remuneration Committee, which is subsequently approved by the Board and by the shareholders at the Annual General Meeting (AGM).

The Board has identified the following skills/expertise/ competencies fundamental for the effective functioning of the Company which are currently possessed by the Board:

CERTIFICATION FROM COMPANY SECRETARY IN PRACTICE

M/s PI & Associates, Practicing Company Secretaries has issued a certificate as required under Listing Regulations, confirming that none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of companies by Securities and Exchange Board of India (SEBI), Ministry of Corporate Affairs or any such statutory authority. The certificate is attached as **Annexure-I.**

DIRECTORS' DIRECTORSHIPS/COMMITTEE MEMBERSHIPS

In accordance with Regulation 26 of the Listing Regulations, none of the Directors are members in more than 10 (Ten) committees excluding private limited companies, foreign companies and companies under Section 8 of the Act or acts as Chairperson of more than 5 committees across all listed entities in which he/she is a Director. Relevant details of the

Leadership	Ability to inspire, motivate and offer direction and leadership to others and represent the Company before internal and external stakeholders
Management	Knowledge or expertise or understanding of sound management and business principles or experience of working in senior management position of any organization
Financial expertise	An understanding of financial statements and the accounting principles used by the Company to prepare its financial statements; including the ability to assess the general application of such accounting principles in connection with the accounting for the Company
Governance	Commitment to the highest standards of governance, including experience with a major organisation on governance practices along with clear understanding of roles and responsibilities of Board of a Company and responsibilities as Director
Strategy Development and Implementation	Experience in developing and implementing business strategies or ability to give strategic insights to key business objectives.
Knowledge of Media sector	Understanding of the working of Media Sector including but not limited to areas like challenges, opportunities, business models, revenue streams, business processes & practices etc.
Information Technology	Knowledge and experience in the strategic use and governance of information management and information technology within the organisation.
Risk Management	Experience in enterprise risk management in the relevant industry, and understanding of the Boards' role in the oversight of risk management principles
Human resource	Experience in developing strategies or handling matters like development of talent and retention, succession planning and driving change and long term

Board of Directors and their Directorship(s)/ Committee Membership(s)/Chairmanship(s), as on March 31, 2019 are provided below:

Name of the Director	Category	Directorships in other Public Ltd. companies* (excluding T.V. Today Network Limited)	Name of other listed entities in which director holds directorship and category of directorship	No. of Memberships/ Chairmanships of other Board Committees** (excluding T.V. Today Network Limited)	
				Membership	Chairmanship
Mr. Aroon Purie	Chairman and Whole Time Director-Promoter	10	NIL	1	NIL
Ms. Kalli Purie Bhandal	Vice Chairperson and Managing Director-Promoter	5	NIL	NIL	NIL
Mr. Devajyoti Nirmal Bhattacharya	Non-Executive Director	7	NIL	4	NIL
Mr. Ashok Kapur	Non-Executive-Independent Director	3	NIL	NIL	NIL
Mr. Rajeev Gupta	Non-Executive-Independent Director	6	- Cosmo Films Limited (Non-Executive Independent Director) - Vardhman Special Steels Limited (Non-Executive Independent Director) - EIH Limited (Non-Executive Independent Director) - VIP Industries Limited (Non-Executive Independent Director) - United Spirits Limited (Non-Executive Independent Director) - Rane Holdings Limited (Non-Executive Independent Director	4	NIL
Mr. Anil Vig	Non-Executive-Independent Director	NIL	NIL	NIL	NIL

**Excludes directorships in Private Limited Companies, Foreign Companies and Section 8 Companies but includes Directorships in Private Limited Companies which are Subsidiaries of Public Limited Companies.*
***Only Audit Committee and Stakeholders' Relationship Committee have been considered in terms of Regulation 26 of the Listing Regulations.*

Notes:
(i) Mr. Aroon Purie and Ms. Kalli Purie Bhandal are relatives. Except them, no other Director is related to any other Director.
(ii) As on March 31, 2019, no non-executive director of the Company holds equity shares in the Company.
(iii) The Company has not issued any convertible instruments.

INDEPENDENT DIRECTORS

The Non-Executive Independent Directors fulfil the conditions of independence specified in Section 149 of the Act and Regulation 16(b) of the Listing Regulations. A formal letter of appointment to Independent Directors as provided in the Act has been issued and the draft of the same is disclosed in Investors section on website of the Company viz. https://smedia2.intoday.in/aajtak/investors/Draft-letter-of-appointment-of-Independent-Directors.pdf

At the time of appointment and thereafter at the beginning of each financial year, the Independent Directors submit a self declaration, confirming their independence and compliance with various eligibility criteria laid down by the Company, among other disclosures and the Company also ensures that its Directors meet the above eligibility criteria. All such declarations are placed before the Board for information. The Board is of the opinion that the Independent Directors fulfill the conditions specified in Listing Regulations and are independent of the management.

In compliance with the Listing Regulations, Directors of the Company do not serve as an Independent Director in more than seven listed companies. Further, no Independent Director is related to any other Director of the Company. Mr. Aroon Purie, Chairman & Whole-time Director and Ms. Kalli Purie Bhandal, Vice Chairperson & Managing Director are not Independent Directors of any other listed company.

MEETING OF INDEPENDENT DIRECTORS

During the year under review, a separate meeting of the Independent Directors was held on February 08, 2019. At the said meeting, the Independent Directors reviewed the performance of Non-Independent Directors, the Board as a whole and the Chairman after taking into account the views of the Executive Directors and Non-Executive Directors. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

FAMILIARIZATION PROGRAMME OF THE INDEPENDENT DIRECTORS

The Familiarization Programme for Independent Directors aims to help the Director to understand the Company, its business and the regulatory framework in which the Company operates and equips him/her to effectively discharge his/her role as a Director of the Company. The Independent Directors have complete access to the information within the Company.

The Company conducts training sessions for the Independent Directors where specific presentations are provided to them about the Company's strategy, business model, operations, markets, organization structure, product offerings, finance, risk management framework, competitor's analysis and various other factors affecting the Company's business. Moreover, interactive meets are organized from time to time where they get opportunity to interact with Senior Management, Head of departments and other key personnel of the organization.

All important corporate communications/ announcements are forwarded to all the Independent Directors on regular basis to keep them abreast with what is happening in the Company. Independent Directors have the freedom to interact with the Company's management as and when required.

Ongoing familiarisation aims to provide insights into the Company and the business environment to enable the Independent Directors to be updated of newer challenges, risks and opportunities relevant in the Company's context and to lend perspective to the strategic direction of the Company.

The details of Familiarization programmes are uploaded on the website of the Company at http://specials.indiatoday.com/aajtaknew/download/Details-of-Familiarisation-programme-for-Independent-DIrectors-FY-2018-19.pdf

NUMBER OF BOARD MEETINGS

The Board meets at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company and its subsidiaries. In case of business exigencies, the Board's approval is taken through resolutions by circulation. The resolutions by circulation are noted at the subsequent Board Meeting. Video/tele conferencing facilities are used to facilitate Directors travelling/residing at other locations to participate in the meetings. The notice and detailed agenda along with the relevant notes and other material information are sent in advance separately to each Director. This ensures timely and informed decisions by the Board. In special and exceptional circumstances, additional or supplementary item(s) are permitted to be taken up as 'any other item' with the permission of the

Chairman and consent of majority of Board members/ Committee members.

During the financial year ended March 31, 2019, the Board met four (4) times on May 22, 2018, August 09, 2018, November 02, 2018 and February 08, 2019 and the gap between two consecutive Board Meetings did not exceed one hundred and twenty (120) days.

The necessary quorum was present for all the meetings. Relevant details of the number of meetings held and attended by the Directors etc. during the financial year ended March 31, 2019 are provided below:

Name of the Director	Category	Board Meetings held during Director's tenure in the F.Y. 2018-19	Board Meetings attended during the F.Y. 2018-19	Whether last AGM attended Yes / No
Mr. Aroon Purie	Chairman & Whole Time Director - Promoter	4	4	No
Ms. Kalli Purie Bhandal	Vice Chairperson and Managing Director- Promoter	4	3	Yes
Mr. Devajyoti Nirmal Bhattacharya	Non-Executive Director	4	2	No
Mr. Ashok Kapur	Non-Executive- Independent Director	4	3	Yes
Mr. Rajeev Gupta	Non-Executive- Independent Director	4	2	No
Mr. Anil Vig	Non-Executive- Independent Director	4	4	Yes

The Board approved Four (4) matters by passing a resolution by circulation during financial year 2018-19 and the same was presented in the next meeting for its noting.

INFORMATION PLACED BEFORE THE BOARD

The Company provides the information as set out in Regulation 17 read with Part A of Schedule II of the Listing Regulations to the Board and the Board Committees to the extent it is applicable and relevant. Such information is submitted either as part of the agenda papers in advance of the respective Meetings or by way of presentations and discussions during the respective Meetings.

CODE OF CONDUCT

There is a Code of Conduct for all the Board members and Senior Management Personnel of the Company as per Listing Regulations which is also posted on the website of the Company (http://specials.indiatoday.com/aajtaknew/download/Revised_Code_of_Conduct.pdf). The Code is a comprehensive Code applicable to all Directors and members of the Senior Management.

The Code has been circulated to all the Board members and Senior Management Personnel and compliance of the same has been affirmed by them for the financial year 2018-19. A declaration signed by the Vice Chairperson and Managing Director of the Company is attached as **Annexure II.**

BOARD COMMITTEES

In compliance with the statutory requirements, the Board has constituted various Committees with specific terms of reference and scope. The objective is to focus effectively on the issues and ensure expedient resolution of the diverse matters. The Committees operate as the Board's empowered agents according to their charter / terms of reference. The Board Committees meet at regular intervals and take necessary steps to perform its duties entrusted by the Board. The Minutes of the Committee Meetings are placed before the Board for noting.

AUDIT COMMITTEE

As on March 31, 2019, the Audit Committee comprises of three (3) Directors, all of whom are Independent. All members of the Committee possess knowledge of corporate finance, accounts and corporate laws. The Company Secretary acts as the Secretary to Committee. The composition of the Audit Committee meets the requirements of Section 177 of the Act and Regulation 18 of Listing Regulations.

The Chairman of the Audit Committee attended the Annual General Meeting held on September 10, 2018 to answer the shareholders queries.

Brief description of terms of reference

The terms of reference of the Audit Committee and its role & powers as specified in Section 177 of the Act and Regulation 18 of Listing Regulations, as amended from time to time, inter alia, includes the following:

1. The recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
2. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
3. Approval or any subsequent modification of transactions of the Company with related parties;
4. Scrutiny of inter-corporate loans and investments;
5. Valuation of undertakings or assets of the Company, wherever it is necessary;
6. Evaluation of internal financial controls and risk management systems;
7. Monitoring the end use of funds raised through public offers and related matters;
8. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
9. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
   a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Act;
   b. Changes, if any, in accounting policies and practices and reasons for the same;
   c. Major accounting entries involving estimates based on the exercise of judgment by management;
   d. Significant adjustments made in the financial statements arising out of audit findings;
   e. Compliance with listing and other legal requirements relating to financial statements;
   f. Disclosure of any related party transactions;
   g. Modified opinion(s) in the draft audit report;
10. Reviewing, with the management, the quarterly financial statements, annual financial statements and auditors' report thereon before submission to the Board for approval;
11. Review of Management Discussion & Analysis of financial conditions & results of operations;
12. Review of statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
13. Review of management letters/ letters of internal control weaknesses issued by the Statutory Auditors;
14. The Audit Committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the Company;
15. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
16. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
17. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
18. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
19. Discussion with internal auditors of any significant findings and follow up thereon;
20. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

21. Review of internal audit reports relating to internal control weaknesses;

22. The Appointment, removal & terms of remuneration of the Chief Internal Auditor shall be subject to review by the Audit Committee;

23. Audit committee shall review the following:

    I. quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the Listing Regulations;

    II. annual statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice in terms of Regulation 32(7) of the Listing Regulations;

24. The Audit Committee shall have authority to investigate into any matter in relation to the items specified above or referred to it by Board and for this purpose shall have power to obtain professional advice from external sources and have full access to information contained in the records of the Company;

25. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

26. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

27. To review the functioning of the Whistle Blower Mechanism;

28. Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;

29. The Audit Committee of the Company shall also review the financial statements, in particular, the investments made by the unlisted subsidiary company;

30. Examination of the financial statement and the Auditor's report thereon;

31. Audit Committee may make omnibus approval for related party transactions proposed to be entered into by the Company subject to the conditions as prescribed under Policy on Materiality of Related Party Transactions and Dealing with Related Party Transactions.

Meetings, Attendance & Composition of the Audit Committee

During the financial year 2018-19, the Audit Committee met four (4) times on May 22, 2018, August 09, 2018, November 02, 2018 and February 08, 2019. Requisite quorum was present in all meetings of the Committee.

The Statutory Auditors, Internal Auditors and Senior Executives of the Company were invited to attend the meetings of the Committee. The Board accepted all recommendations made by the Committee during the year.

The Audit Committee approved three (3) matters by passing a resolution by circulation during financial year 2018-19 and the same was presented in the next meeting for its noting.

The composition of the Audit Committee as on March 31, 2019 and the attendance of members at the meetings held during financial year 2018-19 are given below:

S.No	Name of the Director	Designation	Category	No. of Meetings held during his / her tenure and attended	
				Held	Attended
1.	Mr. Ashok Kapur	Chairman	Non-Executive Independent Director	4	3
2.	Mr. Rajeev Gupta	Member	Non-Executive Independent Director	4	2
3.	Mr. Anil Vig	Member	Non-Executive Independent Director	4	4

NOMINATION AND REMUNERATION COMMITTEE

As on March 31, 2019, the Nomination and Remuneration Committee comprises of three (3) Non-Executive Directors, of whom two (2) members, including, the Chairman are Independent Directors. The composition of the Committee meets the requirements of Section 178 of the Act and the Listing Regulations. The Company Secretary acts as the secretary of the Committee.

The Chairman of the Nomination and Remuneration Committee attended the Annual General Meeting held on September 10, 2018 to answer the shareholders queries.

Brief description of terms of reference

Terms of reference of the Nomination and Remuneration Committee, inter alia, includes the following:

1. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal;

2. Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, KMP, senior management and other employees;

3. Formulate a familiarization programme to acquaint Directors with the Company and its business etc;

4. Formulating the criteria for evaluation of every directors performance;

5. Devising a policy on Board diversity;

6. The Committee shall take into consideration and ensure the compliance of provisions of Section 196, read with Schedule V of the Companies Act, 2013 while appointing and fixing remuneration of Managing Directors / Whole-time Directors;

7. While approving the remuneration, the Committee shall take into account the financial position of the Company, trend in the industry, qualification, experience and past performance of the appointee;

8. The Committee shall consider and recommend to the Board, shares to be allotted to the eligible employees pursuant to the ESOP Scheme of the Company. Further, the Committee shall have the authority in its discretion:

   i. To determine the Exercise Price;

   ii. To select the Employees to whom Options may from time to time be granted hereunder;

   iii. To determine whether and to what extent Options are granted hereunder;

   iv. To determine the number of Shares to be covered by each Options granted hereunder;

   v. To approve forms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for use under the Plan;

   vi. To determine the terms and conditions, not inconsistent with the terms of the Plan, of any award granted hereunder;

   vii. To prescribe, amend and rescind rules and regulations relating to the Plan;

   viii. To construe and interpret the terms of the Plan and Shares issued pursuant to the Plan; and

   ix. To take decisions on other matter as may be necessary for administration of this Plan.

9. The Committee shall perform other activities as requested by the Board of Directors or to address issues related to any significant subject within its term of reference.

Meetings, Attendance & Composition of the Nomination and Remuneration Committee

During the financial year 2018-19, the Nomination and Remuneration Committee met three (3) times i.e. May 22, 2018, November 02, 2018 and January 29, 2019. Requisite quorum was present in all the meetings of the Committee.

The Nomination and Remuneration Committee approved one (1) matter by passing a resolution by circulation during financial year 2018-19 and the same was presented in the next meeting of the Committee for its noting. The Board accepted all recommendations made by the Committee during the year.

The composition of the Nomination and Remuneration Committee as on March 31, 2019 and the attendance of members at the meetings held during financial year 2018-19 are given below:

S.No	Name of the Director	Designation	Category	No. of Meetings held during his / her tenure and attended	
				Held	Attended
1.	Mr. Ashok Kapur	Chairman	Non-Executive Independent Director	3	3
2.	Mr. Devajyoti Nirmal Bhattacharya	Member	Non-Executive Non-Independent Director	3	1
3.	Mr. Anil Vig	Member	Non-Executive Independent Director	3	3

Performance Evaluation

The Company has devised a formal process for annual evaluation of performance of the Board, its Committees and Individual Directors including Independent Directors. The process provides that the performance evaluation shall be carried out on annual basis.

During the year, the Board of Directors has carried out an annual evaluation of its own performance, board committees, and individual directors pursuant to the provisions of the Act and Listing Regulations. A structured questionnaire formed key part of the evaluation process for reviewing the functioning and effectiveness of the Board. The evaluation process focused on various aspects of the Board and Committees functioning such as structure, composition, quality, board meeting practices and overall Board effectiveness. The above criteria are based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

The Nomination and Remuneration Committee reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual director to the Board and committee meetings like meaningful and constructive contribution and inputs in meetings, etc.

Also, in a separate meeting of Independent Directors, performance of Non-Independent Directors, performance of Board as a whole and performance of the Chairman was evaluated, taking into account the views of the Executive Directors and Non-executive Directors.

In the Board Meeting that followed the meeting of the independent directors and meeting of Nomination and Remuneration Committee, the performance of the Board, its committees, and individual directors was also discussed. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

Outcome of Evaluation Process

The Board was satisfied with the professional expertise and knowledge of each of its Directors. All the Directors effectively contributed to the decision making process by the Board. Further, all the Committees were duly constituted and were functioning effectively. The Board also expressed its satisfaction in relation to the provision of supporting documents to the Board enabling it to assess the policy & procedural requirements for proper functioning of the Company. The Board expressed its satisfaction with the decision making and decision implementing procedure followed by it.

REMUNERATION OF DIRECTORS

Criteria for making payments to Non-Executive Directors

The Non-Executive Directors are paid remuneration by way of sitting fees for each Meeting of the Board or Committee of Directors attended by them. However, the sitting fees are subject to ceiling/limits as provided under the Act and rules made thereunder or any other enactment for the time being in force. The total amount of sitting fees paid to Non-Executive Directors during the Financial Year 2018-19 was ₹4,30,000/-.

The details of the remuneration of Directors during the financial year 2018-19 are given below:

(Amount in ₹)

Name of the Director	Sitting Fees	Salary and allowances[1]	Performance linked incentive	Perquisites[2]	Commission[3]	Total
Executive Directors						
Mr. Aroon Purie	-	-	-	39,600	10,66,67,508	10,67,07,108
Ms. Kalli Purie Bhandal	-	3,46,88,000	75,00,000	39,600	2,13,33,492	6,35,61,092
Non-Executive Directors						
Mr. Rajeev Gupta	50,000	-	-	-	-	50,000
Mr. Ashok Kapur	1,80,000	-	-	-	-	1,80,000
Mr. Anil Vig	2,00,000	-	-	-	-	2,00,000
Mr. Devajyoti Nirmal Bhattacharya	Nil*	-	-	-	-	Nil
Total	**4,30,000**	**3,46,88,000**	**75,00,000**	**79,200**	**12,80,01,000**	**17,06,98,200**

** No Sitting fee was paid to Mr. Devajyoti Nirmal Bhattacharya at his request.*

1. The salary and allowances includes the Company's contribution to the Provident Fund.
2. The value of perquisites is calculated as per the provisions of the Income Tax Act, 1961.
3. Provision for profit based commission for the financial year 2018-19.
4. Performance Linked Incentive is based on the financial performance of the Company and Individual appraisal result and is approved by the Nomination and Remuneration Committee.

Notes:

(i) The Company has entered into service contract with Ms. Kalli Purie Bhandal, Vice Chairperson & Managing Director dated March 27, 2018 for a period of 5 years. The shareholders at the Annual General Meeting held on September 10, 2018, had approved the appointment and key terms of the agreement. There are no other contracts with any other director.

(ii) Services of Ms. Kalli Purie Bhandal, Vice Chairperson & Managing Director may be terminated by either party, giving three month's notice or the Company paying three month's salary in lieu thereof. There is no separate provision for payment of severance fees.

(iii) No notice or severance fee is payable to any other director.

(iv) No director has been granted any stock option during the year.

(v) There were no other pecuniary relationships or transactions of Non-Executive Directors vis-à-vis the Company.

STAKEHOLDERS' RELATIONSHIP COMMITTEE

In compliance with the Regulation 20 of the Listing Regulations and provisions of Section 178 of the Act, 2013, the Company has a Stakeholders' Relationship Committee. As on March 31, 2019, the Committee comprises three (3) members of whom two (2) are Non-Executive Independent Directors and one (1) Executive Director. Mr. Anil Vig, Chairman of the Committee is an Independent Director. The Company Secretary acts as Secretary to the Committee.

Mr. Anil Vig, Chairman of Stakeholders' Relationship Committee, attended the Annual General Meeting held on September 10, 2018 to answer the shareholders' queries.

Terms of Reference

The Stakeholders' Relationship Committee shall consider and resolve the grievance of various security holders of the Company including complaints/ requests related to transfer of shares. It shall specifically look into the redressal of stakeholders/investors complaints in a timely and proper manner.

Meetings, Attendance & Composition of the Stakeholders' Relationship Committee

The meetings of the Committee are generally held as and when deemed necessary, to review and ensure that all investor requests / grievances are redressed within stipulated time period.

During the financial year 2018-19, the Stakeholders' Relationship Committee met eight (8) times i.e. April 24, 2018, July 19, 2018, September 11, 2018, September 18, 2018, October 22, 2018, November 09, 2018, December 26, 2018 and March 12, 2019. Requisite quorum was present in all the meetings of the Committee.

The composition of the Stakeholders' Relationship Committee as on March 31, 2019 and the attendance of members at the meetings held during financial year 2018-19 are given below:

S.No	Name of the Director	Designation	Category	No. of Meetings held during his / her tenure and attended	
				Held	Attended
1.	Mr. Anil Vig	Chairman	Non-Executive Independent Director	8	8
2.	Mr. Ashok Kapur	Member	Non-Executive Independent Director	8	6
3.	Ms. Kalli Purie Bhandal	Member	Executive Director	8	7

Dr. Puneet Jain acts as the Compliance Officer.

During the year, the Company received two (2) complaints and all were resolved to the satisfaction of the Shareholders. There were no complaints outstanding as on March 31, 2019.

RISK MANAGEMENT COMMITTEE

In compliance with the Regulation 21 of the Listing Regulations, the Company has constituted a Risk Management Committee in its Board Meeting held on November 02, 2018. The composition of the Committee is in conformity with the Listing Regulations, with majority of members being Directors of the Company.

Terms of Reference

Terms of reference of Risk Management Committee shall, inter-alia, include the following:

(i) To formulate, review and monitor risk management policy;

(ii) To implement, monitor and review the risk management framework, the risk management plan and related matters; and

(iii) Any other matter as the Audit Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time.

Meetings, Attendance & Composition of the Risk Management Committee

During the financial year 2018-19, the Risk Management Committee met once i.e. February 08, 2019. Requisite quorum was present in the meeting of the Committee.

The composition of the Risk Management Committee as on March 31, 2019 and the attendance of members at the meeting held during financial year 2018-19 are given below:

S.No	Name of the Director	Designation	Category	No. of Meetings held during his / her tenure and attended	
				Held	Attended
1.	Mr. Aroon Purie	Chairman	Executive Director	1	1
2.	Mr. Ashok Kapur	Member	Non-Executive Independent Director	1	0
3.	Ms. Kalli Purie Bhandal	Member	Executive Director	1	1
4	Mr. Devajyoti Nirmal Bhattacharya	Member	Non-Executive Director	1	0
5	Mr. Dinesh Bhatia	Member	Chief Financial Officer	1	1

Mr. Ashish Sabharwal, Company Secretary acts as Risk Co-ordinator of the Committee.

GENERAL BODY MEETINGS

(a) The last three Annual General Meetings were held as per details below:

Relevant Financial Year	Date of AGM & Time	Venue	Details of special resolutions passed, if any
2015-2016	31.08.2016 03:00 P.M.	Airforce Auditorium, Subroto Park, Dhaula Kuan, New Delhi-110010	None
2016-2017	31.08.2017 03:00 P.M.	Airforce Auditorium, Subroto Park, Dhaula Kuan, New Delhi-110010	None
2017-2018	10.09.2018 03:30 p.m.	Airforce Auditorium, Subroto Park, Dhaula Kuan, New Delhi-110010	Appointment/ re-designation of Mr. Aroon Purie (DIN:00002794) as the Chairman and Whole-Time Director of the Company and approval for continuation of his term after attaining the age of 70 years. Re-appointment of Mr. Ashok Kapur (DIN: 00003577) as an Independent Director. Re-appointment of Mr. Anil Vig (DIN: 00022816) as an Independent Director

During the year, no special resolution has been passed through Postal Ballot. However, a resolution was passed by Shareholders, Secured Creditors and Unsecured Creditors to approve the Composite Scheme of Arrangement & Amalgamation amongst Mail Today Newspapers Private Limited, India Today Online Private Limited, the Company and their respective shareholders & creditors at the meetings convened pursuant to order passed by National Company Law Tribunal. The mode of voting for the resolution was either through remote E-Voting / Postal Ballot or polling paper at the Tribunal Convened Meeting.

As on date, no Special resolution is proposed to be passed by the Company through Postal Ballot.

(b) Details of the meeting convened in pursuance of the order passed by the National Company Law Tribunal (NCLT)

Pursuant to the NCLT Order dated July 02, 2018 read with Order dated July 09, 2018, the meetings of the Equity Shareholders, Secured Creditors and Unsecured Creditors of the Company to approve the Composite Scheme of Arrangement & Amalgamation amongst Mail Today Newspapers Private Limited, India Today Online Private Limited, the Company and their respective shareholders & creditors ("Scheme") were held at 10:00 A.M., 03:30 P.M. and 12:00 Noon respectively on Saturday, September 8, 2018, at the Airforce Auditorium, Near R&R Hospital, Subroto Park, Dhaula Kuan, New Delhi-110010 under Sections 230 to 232 and other applicable provisions of the Act and the Rules thereunder.

AFFIRMATIONS & DISCLOSURES

(A) RELATED PARTY TRANSACTIONS

The details of related party transactions with the Company are given in Note No. 27 of the Notes to Accounts of the Company. Also, in terms of Listing Regulations closing balances as well as transactions as on March 31, 2019 with Living Media India Limited, Promoter, holding more than 10% shareholding in the Company are given in Note No. 27 of the Notes to Accounts.

Besides this, the Company has no material significant transaction with the related parties viz. promoters, directors of the Company, management, their relatives, subsidiaries of promoter company etc. that may have a potential conflict with the interest of the Company at large.

As required under Regulation 23(1) of the Listing Regulations, the Board on the recommendations of Audit Committee had reviewed and adopted the revised policy on dealing with Related Party Transactions effective from April 1, 2019 pursuant to Listing Regulations. The Policy is available on the website of the Company viz.

http://specials.indiatoday.com/aajtaknew/download/Policy-on-Materiality-of-Related-Party-Transactions-and-dealing-with-Related-Party-transactions.pdf

(B) DETAILS OF NON-COMPLIANCE BY THE COMPANY, PENALTIES, AND STRICTURES IMPOSED ON THE COMPANY BY STOCK EXCHANGES OR SEBI OR ANY STATUTORY AUTHORITY, ON ANY MATTER RELATED TO CAPITAL MARKETS, DURING LAST THREE FINANCIAL YEARS

The Company has complied with all requirements specified under the Listing Regulations as well as other regulations and guidelines of SEBI. Consequently, there were no strictures or penalties imposed by either SEBI or Stock Exchanges or any statutory authority for non-compliance of any matter related to the capital markets during the last three financial years.

(C) VIGIL MECHANISM/WHISTLE BLOWER POLICY

Pursuant to Section 177(9) and (10) of the Act and Regulation 22 of the Listing Regulations, the Company has formulated Vigil Mechanism and Whistle Blower Policy for vigil mechanism of Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's code of conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the chairman of the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee. The Whistle Blower Policy is displayed on the Company's website at :
http://specials.indiatoday.com/aajtaknew/download/Vigil_Mechanism_Whistle_Blower_Policy.pdf

(D) SUBSIDIARY COMPANY

The Company does not have any material subsidiary as defined under the Listing Regulations. However, during the year under review, the Board had adopted revised Material Subsidiary Policy pursuant to Listing Regulations, effective from April 1, 2019 and the same has been uploaded on the website of the Company at http://specials.indiatoday.com/aajtaknew/download/Policy-for-determining-Material-Subsidiary.pdf

(E) DISCLOSURE OF ACCOUNTING TREATMENT

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Act. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

(F) DIVIDEND DISTRIBUTION POLICY

Pursuant to the Regulation 43A of the Listing Regulations, the Company adopted the Dividend Distribution Policy. The said policy is uploaded at the Company's website at http://specials.indiatoday.com/aajtaknew/download/Dividend-Distribution-Policy.pdf

(G) BUSINESS RESPONSIBILITY REPORT

Pursuant to the Regulation 34(2)(f) of the Listing Regulations, the Business Responsibility Report describing the initiatives taken by the Company from an environmental, social and governance perspective in the format as specified by the SEBI forms part of the Annual Report. The Company has also framed and adopted Business Responsibility Policy and the same is uploaded at the Company website at
http://specials.indiatoday.com/aajtaknew/download/Business-Responsibility-Report-2017-18.pdf

(H) COMPLIANCES WITH GOVERNANCE FRAMEWORK

(i) The Company has complied with the requirements of the Schedule V of Listing Regulations;

(ii) The Company is in compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.

(I) COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

In terms of Regulation 34 of the Listing Regulations, the Certificate on Corporate Governance issued by practicing company secretary is annexed as **Annexure III** to this report.

(J) DISCLOSURES IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

During the period under review, Company has not received any sexual Harrassment Complaint:

No. of Complaints received during the year 2018-19	NIL
No. of Complaints disposed off during the year 2018-19	NIL
No. of Complaints pending at the end of FY 2019	NIL

(K) CERTIFICATION

The certificate required under Regulation 17(8) of the Listing Regulations duly signed by Vice Chairperson and Managing Director and CFO was placed before the Board. The same is annexed as **Annexure IV** to this report.

(L) DETAILS OF COMPLIANCES WITH THE NON-MANDATORY REQUIREMENTS

In addition to the mandatory requirements, the Company has also adopted the following non-mandatory requirements in terms of the Listing Regulations:

(i) The Company's financial statements are with unmodified audit opinion. A declaration to this effect, duly signed by the Chief Financial Officer has also been furnished to the Stock Exchange(s) while submitting the annual audited results.

(ii) The Internal Auditor reports to the Audit Committee.

(M) RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

As stipulated by SEBI, a qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges where the Company's shares are listed. The audit confirms that the total Listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialised form (held with NSDL and CDSL) and total number of shares in physical form.

MEANS OF COMMUNICATION

The quarterly/ half yearly / yearly results are published in leading English & Hindi Newspapers - The Financial Express and Jansatta respectively and are also displayed on website of the Company- https://aajtak.intoday.in/investor/ along with official news releases and presentations, if any. All other vital informations are also placed on the website of the Company.

The quarterly results, shareholding pattern, quarterly compliances and all other corporate communication to the Stock Exchanges viz. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) are filed electronically. The Company has complied with filing submissions with BSE through BSE Listing Centre. Likewise, the said information is also filed electronically with NSE through NSE's NEAPS portal.

A separate dedicated section under "Investors", on the Company's website gives information on unclaimed dividends, shareholding pattern, quarterly/half yearly results and other relevant information of interest to the investors / public.

GENERAL SHAREHOLDER INFORMATION

I. ANNUAL GENERAL MEETING

Day & Date	Thursday, September 12, 2019
Time	03:30 PM
Venue	The Airforce Auditorium, Subroto Park, Dhaula Kuan, New Delhi-110010.
Financial Year	April 1, 2018 – March 31, 2019
Book Closure Dates	September 06, 2019 to September 12, 2019 (both days inclusive)
Dividend after statutory time	Dividend, if any, declared will be paid on or **Payment Date** September 12, 2019 (within the limit of 30 days i.e. upto October 12, 2019)

II. TENTATIVE CALENDAR FOR FINANCIAL YEAR ENDING MARCH 31, 2020

The tentative dates for Board Meetings for consideration of quarterly financal results are as follows:

First Quarter Results	Within 45 days of the end of the first quarter
Second Quarter & Half Yearly Results	Within 45 days of the end of the second quarter
Third Quarter & Nine Months Results	Within 45 days of the end of the third quarter
Fourth Quarter and Annual Results	Within 60 days of the end of the financial year

III. EQUITY SHARES LISTING, STOCK CODE AND LISTING FEE PAYMENT

Name and address of the Stock Exchange, Scrip code and Status of fee paid for the financial year 2018-19

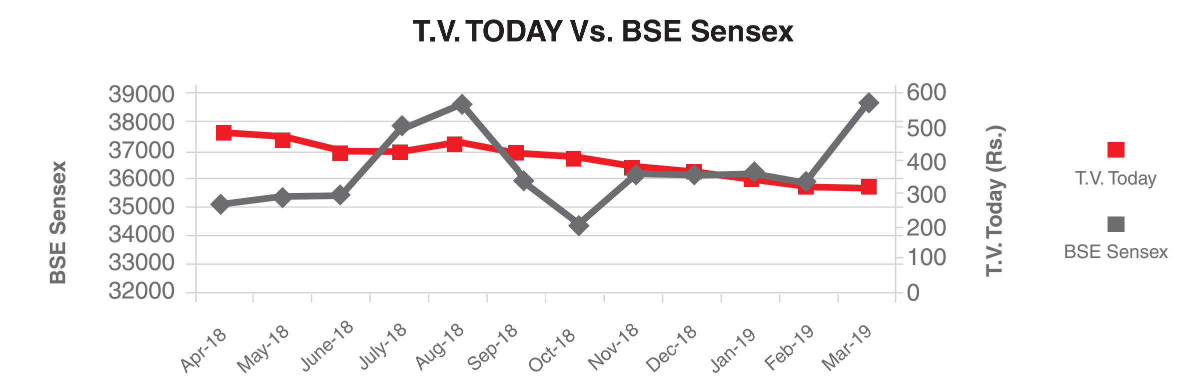
Name and Address of the Stock Exchanges	Stock Code	Status of Fee Paid for the FY 2019-20
BSE Limited BSE-Corporate Office Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	532515	Paid
National Stock Exchange of India Ltd. NSE-Corporate Office Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai - 400 051	TV TODAY	Paid

IV. MARKET PRICE DATA

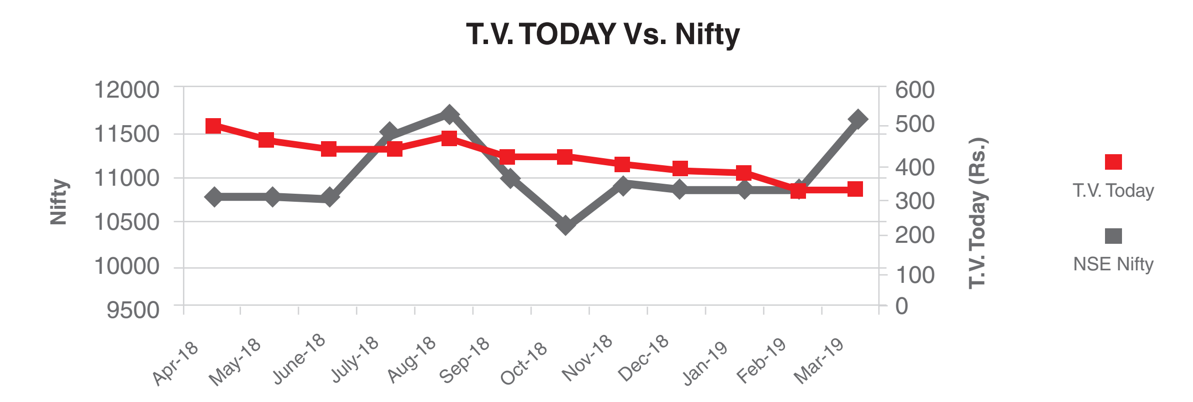
The monthly high & low during each month, in last financial year, is as below:

Month	BSE		NSE	
	High	Low	High	Low
April 2018	510.00	453.20	509.90	454.00
May 2018	483.00	421.60	474.65	426.00
June 2018	489.95	406.00	489.55	404.85
July 2018	471.00	403.85	471.65	404.25
August 2018	467.00	413.00	460.50	412.05
September 2018	463.50	394.00	461.15	392.75
October 2018	424.00	370.10	424.40	370.00
November 2018	415.00	357.90	416.00	358.20
December 2018	396.45	358.15	397.50	357.35
January 2019	378.60	339.15	378.90	338.05
February 2019	356.45	305.15	359.40	303.15
March 2019	352.45	312.00	354.00	313.15
	(Source: www.bseindia.com)		(Source: www.nseindia.com)	

V. SHARE PRICE PERFORMANCE IN COMPARISON TO BROAD-BASED INDICES BSE SENSEX AND NSE NIFTY:



Source: www.bseindia.com



Source: www.nseindia.com

VI. REGISTER AND SHARE TRANSFER AGENT

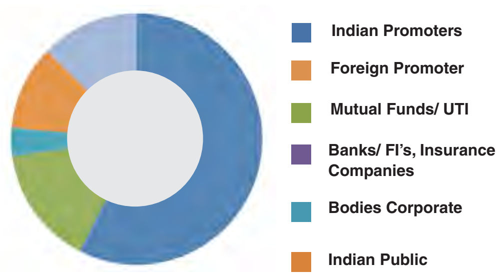
MCS Share Transfer Agent Limited is the Company's Registrar and Transfer Agent for handling the work related to share registry, both in physical and electronic form.

VII. SHARE TRANSFER SYSTEMS

All share transfers are handled by Company's Registrar & Share Transfer Agent. Share transfers in physical form are registered within fifteen days from the date of receipt, provided the documents are found to be in order. In case of shares in electronic form, the transfers are processed by NSDL/CDSL through respective Depository Participants. In compliance with the Listing Regulations, a Practicing Company Secretary carries out audit of the system of transfer and a certificate to that effect is issued.

VIII. DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2019

Sr. No.	Shareholders	No. of Shares	%
1.	Indian Promoters	3,43,13,671	57.52
2.	Foreign Promoter	1,315	0
3.	Mutual Funds/ UTI	91,36,990	15.31
4.	Banks/ FI's, Insurance Companies	37,877	0.06
5.	Bodies Corporate	21,19,446	3.55
6.	Indian Public	65,01,707	10.90
7.	NRI, Trust and Foreign Investor	75,50,109	12.66
	Total	**5,96,61,115**	**100.00**



VIII. DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2019

No. of Equity Shares held	No. of Shareholders	% of Shareholders	No. of Shares held	% of Shareholding
1-500	19,700	91.54	17,76,452	2.98
501-1000	870	4.04	6,68,128	1.12
1001-2000	413	1.92	6,13,320	1.03
2001-3000	150	0.70	3,84,764	0.64
3001-4000	93	0.43	3,34,961	0.56
4001-5000	65	0.30	3,03,556	0.51
5001-10000	104	0.48	7,91,388	1.33
10001-50000	84	0.39	17,12,983	2.87
50001-100000	7	0.03	4,69,329	0.79
100001 and above	36	0.17	5,26,06,234	88.17
Total	**21,522**	**100**	**5,96,61,115**	**100**

IX. DEMATERIALIZATION OF SHARES AND LIQUIDITY

As on March 31, 2019, 99.99% of the Company's total equity shares representing 5,96,55,248 were held in dematerialized form and 0.01% equity shares representing 5,867 shares were held in physical form.

The ISIN number allotted to the Company for dematerialization of shares is INE 038F01029.

X. OUTSTANDING GDRS / ADRS / WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY

The Company does not have any outstanding GDRs / ADRs / Warrants or any Convertible instruments as on date.

XI. PLANT LOCATIONS

Not Applicable

XII. COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES

The Company maintains a USD EEFC account for foreign exchange transactions and the Company has not undertaken any hedging activities during the year.

XIII. CREDIT RATING

The Company has obtained credit rating for the debt instruments/facilities of the Company from CRISIL vide its letter dated March 31, 2018 which is as follows:

	Rating	Outlook
Long - Term Rating	AA-	Stable (Reaffirmed)
Short - Term Rating	A1+	(Reaffirmed)

XIV. UTILIZATION OF FUNDS RAISED THROUGH PREFERENTIAL ALLOTMENT OR QUALIFIED INSTITUTIONS PLACEMENT AS SPECIFIED UNDER REGULATION 32 (7A)

During the period under review, Company has not raised any funds through preferential allotment or qualified institutions placement.

XV. DETAILS OF TOTAL FEES INCURRED TO STATUTORY AUDITORS AND THEIR NETWORK FIRMS

The details of total fees for all services incurred by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/ network entity of which the statutory auditor is a part, are as follows:

Particulars	Amount in ₹
Services as statutory auditors (incl. quarterly limited reviews)	41,00,000
Tax audit	2,00,000
Services for tax matters	29,79,250
Other matters	19,50,000
Re-imbursement of out of pocket expenses	6,45,950
Total	**98,75,200**

XVI. ADDRESS FOR CORRESPONDENCE

Registrar & Share Transfer Agents
MCS Share Transfer Agent Limited
F-65, Okhla Industrial Area
Phase-I, New Delhi-110020
Ph. 011-41406149/51-52
Fax No. 011-41709881
E-mail: helpdeskdelhi@mcsregistrars.com
admin@mcsregistrars.com
Website: www.mcsregistrars.com

Company
T.V. Today Network Limited
Secretarial Department
India Today Group Mediaplex
FC-8, Sector- 16A,
Film City, Noida- 201301.
Uttar Pradesh.
Telephone: 0120-4807100
Fax: 0120-4325028
E-Mail- investors@aajtak.com

ANNEXURE I

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members of
T.V. Today Network Limited
F-26, First Floor Connaught Circus
New Delhi – 110001

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **T.V. Today Network Limited** having CIN L92200DL1999PLC103001 and having registered office at F-26, First Floor, Connaught Circus, New Delhi – 110001 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with the Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2019 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No.	DIN	Name of Director	Date of appointment in Company
1.	00002794	Mr. Aroon Purie	21/08/2000
2.	00003577	Mr. Ashok Kapur	26/10/2009
3.	00022816	Mr. Anil Vig	02/08/2001
4.	00105318	Ms. Kalli Purie Bhandal	08/02/2016
5.	00241501	Mr. Rajeev Gupta	05/03/2016
6.	00868751	Mr. Devajyoti Nirmal Bhattacharya	11/02/2014

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For PI & Associates,
Company Secretaries
Nitesh Latwal
Partner
ACS No.: A32109
C P No.: 16276

Place: New Delhi

Date: May 20, 2019

ANNEXURE II

DECLARATION ON THE COMPLIANCE WITH THE CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT

In compliance with the provisions of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had laid down a code of conduct for all Board members and senior management personnel of the Company (hereinafter referred as 'Code'). The Code lays down the standards of ethical and moral conduct to be followed by the Board members and senior management personnel in the course of proper discharge of their official duties and commitments.

I confirm that all the members of the Board and senior management personnel have confirmed to and complied with the Code during the financial year 2018-19.

Kalli Purie Bhandal

Date: May 20, 2019

Vice-Chairperson & Managing Director

ANNEXURE III

CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
T.V. Today Network Limited

1. We have examined the compliance of conditions of Corporate Governance by **T.V. TODAY NETWORK LTD** ("the Company"), for the year ended on March 31, 2019, as stipulated under Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and para C and D of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations")..
2. The compliance of conditions of Corporate Governance is the responsibility of the Management of the Company. Our examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance stipulated in Listing Regulations. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. In our opinion and to the best of our information and according to our examination of the relevant records and the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as mentioned in the above mentioned SEBI Listing Regulations, as applicable for the year ended on March 31, 2019..
4. We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For PI & Associates
Company
Secretaries

Nitesh Latwal
Partner
ACS no. 32109
M.No. 16276

Place: New Delhi

Date: May 20, 2019

ANNEXURE IV

CERTIFICATE UNDER REGULATION 17(8) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,
The Board of Directors
T.V. Today Network Limited

(a) We have reviewed financial statements and the cash flow statement for the Financial Year ended 31st March, 2019 and that to the best of our knowledge and belief:

(i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading:

(ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.

(c) We accept responsibility for establishing and maintaining internal controls for financial reporting in the Company and we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting. We have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) We have indicated to the auditors and the Audit Committee;

(i) Significant changes in internal control over financial reporting during the year;

(ii) Significant changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements; and

(iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Kalli Purie Bhandal	**Dinesh Bhatia**
Vice-Chairperson & Managing Director	**Chief Financial Officer**

Date: May 20, 2019

BUSINESS RESPONSIBILITY REPORT

This Business Responsibility Report is testament to our accountability towards all our stakeholders. In line with the nine principles of the Government of India's 'National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business' ("NVGs"), the report summarises our efforts to conduct business with responsibility.

Lasting value can only be created, if the right balance between the triple bottom lines of economic, environmental and social is achieved.

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

1.	Corporate Identification Number (CIN)	L92200DL1999PLC103001
2.	Name of the Company	T.V. TODAY NETWORK LIMITED ("the Company")
3.	Registered Address	F-26, First Floor, Connaught Circus, New Delhi-110001
4.	Website	http://aajtak.intoday.in/
5.	Email Id.	investors@aajtak.com
6.	Financial Year Reported	2018-19
7.	Sector that the Company is engaged in (Industrial Activity Code Wise)	Television programming and broadcasting activities (NIC Code: 6020); Radio Broadcasting (NIC Code: 60100); Digital Media (NIC Code: 6312)
8.	List three key products/services that the Company manufactures/ provides (as in balance sheet):	(a) Broadcasting of current affair channels viz India Today, Aajtak, Dilli Aajtak, Tez (b) Digital Media (c) Operating Radio Station (104.8 Ishq FM)
9.	Total number of locations where business activity is undertaken by the Company:	
	(a) Number of International Locations	The Company has operations in US, UK, Europe, Canada and Middle East
	(b) Number of National Locations	Our news and current affairs channels reach out across all States of Union of India.
10.	Markets served by the Company	In addition to serving Indian markets, the Company also serves 59 countries worldwide as on March 31, 2019.

SECTION B: FINANCIAL DETAILS OF THE COMPANY

1.	Paid up Capital (INR)	₹29,83,05,575/-
2.	Total Turnover (INR)	₹710.25 Crores (Standalone)
3.	Total profit after taxes (INR)	₹129.90 Crores (Standalone)
4.	Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%))	The Company considers social responsibility as an integral part of its business activities and endeavours to utilize allocable CSR for the benefit of the society. Out of the total allocated funds of ₹3,37,59,459/-towards CSR, the Company has contributed ₹10,00,000/- to "Care Today A/c Kerala SOS" (managed by Care Today Fund) to support the flood victims of Kerala and balance of ₹3,27,59,459/- to Education Today (for Vasant Valley School towards promotion of education). However, the entire amount of ₹3,27,59,459/- could not be utilised by Education Today (the Implementing Agency) before March 31, 2019 as it is under the process of formulating implementation plan and taking various approvals required in this regard. Education Today plans to spend this amount in FY 2019-20. It is the Company's continuous endeavour to increase its CSR impact and spend over the coming years, supplemented by its continued focus towards sustainable development and responsible infrastructure.
5.	List of activities in which expenditure in 4 above has been incurred	Out of the total allocated funds of ₹3,37,59,459/-towards CSR, the Company has contributed ₹10,00,000/- to "Care Today A/c Kerala SOS" (managed by Care Today Fund) to support the flood victims of Kerala and balance of ₹3,27,59,459/- to Education Today (for Vasant Valley School towards promotion of education). This would be utilised towards: (i) Upgradation of present Laboratories to Integrated Laboratories by using equipments provided by a German company. (ii) Development of Teacher Training Centre by redesigning the current space in the Senior School building of Vasant Valley School, second floor. (iii) Upgrading the space on 2nd Floor Senior School building of Vasant Valley School (Old Computer Lab, Server Room, Return to School room) to develop technology enabled classes.

SECTION C: OTHER DETAILS

1. Does the Company have any Subsidiary Company/ Companies :

Yes, as on March 31, 2019 the Company has 4 subsidiaries i.e. T.V. Today Network (Business) Limited, India Today Online Private Limited, Mail Today Newspapers Private Limited and Vibgyor Broadcasting Private Limited.

2. Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s):

No, but the Company continuously encourages its subsidiaries to run its business in a socially and environmentally responsible manner.

3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]:

The Company encourages its suppliers, distributors and other stakeholders to adopt best practices and follow the concept of being a responsible business.

SECTION D: BR INFORMATION

1. DETAILS OF DIRECTOR/DIRECTORS RESPONSIBLE FOR BR

a) Details of the Director/Directors responsible for implementation of the BR policy/policies:

1.	**DIN:**	00002794
2.	**Name:**	Mr. Aroon Purie
3.	**Designation:**	Chairman & Whole-time Director

b) Details of the BR head

No.	Particulars	Details
1.	**DIN:**	00002794
2.	**Name**	Mr. Aroon Purie
3.	**Designation**	Chairman & Whole-time Director
4.	**Telephone Number**	0120 4908600
5.	**E mail ID**	investors@aajtak.com

2. PRINCIPLE-WISE (AS PER NVGS) BR POLICY/POLICIES

The nine principles as per BRR are as given below:

PRINCIPLE 1
ETHICS, TRANSPARENCY AND ACCOUNTABILITY

PRINCIPLE 2
SAFETY AND SUSTAINABILITY OF GOODS AND SERVICES

PRINCIPLE 3
WELL-BEING OF ALL EMPLYEES

PRINCIPLE 4
PROTECTION OF STAKEHOLDERS' INTEREST

PRINCIPLE 5
RESPECTING AND PROMOTING HUMAN RIGHTS

PRINCIPLE 6
RESPECTING AND PROTECTING THE ENVIRONMENT

PRINCIPLE 7
PUBLIC AND REGULATORY POLICY

PRINCIPLE 8
INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

PRINCIPLE 9
ENGAGING AND ENRICHING CUSTOMER VALUE

(a) Details of compliance (Reply in Y/N)

S.No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	Do you have a policy for	Y	Y	Y	Y	Y	Y	Y	Y	Y
2.	Has the policy being formulated in consultation with the relevant stakeholders	The policies have been formulated in consultation with the relevant stakeholders.								
3.	Does the policy conform to any national / international standards? if yes specify	All the policies are formulated with detailed consultation and benchmarking across industry. The policies are majorly in compliance with applicable laws.								
4.	Has the policy being approved by the Board? If yes, has it been signed by MD / Owner / CEO/ appropriate Board Director?	As per Company practice, all the policies are approved by the concerned authority depending upon the nature of policy. The concerned authority could be Board, MD, CEO / Functional Head etc.								
5.	Does the Company have a specified committee of the Board / Director / official to oversee the implementation of the policy?	Mr. Aroon Purie, Chairman & Whole-time Director along with the Senior Leadership Team/Functional Heads are responsible for implementation of the policy.								
6.	Indicate the link for the policy to be viewed online?	Except Code of Conduct, Vigil Mechanism & Whistle Blower Policy and CSR Policy which are appearing on website of the Company at http://aajtak.intoday.in/investors, all other policy documents are internal policies of the Company and thus, are not available on website of the Company.								
7.	Has the policy been formally communicated to all the relevant internal and external stakeholders?	Except Code of Conduct, Vigil Mechanism & Whistle Blower Policy and CSR Policy which is available on the website of the Company, all other policies being in-house are uploaded on the intranet and are accessible to all employees of the Company. Further the Company from time to time communicates the policies to the internal stakeholders through various channels. External stakeholders are being informed as and when they deal with the Company.								
8.	Does the Company have in house structure to implement the policy/ policies	Y	Y	Y	Y	Y	Y	Y	Y	Y
9.	Does the Company have a grievance redressal mechanism related to the policy/ policies to address stakeholders' grievances related to the policy/ policies	Y	Y	Y	Y	Y	Y	Y	Y	Y
10.	Has the Company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	All the policies have been formulated in consultation with various stakeholders and the Company evaluates the working of the policy mostly through internal audits and external consultations.								

3. GOVERNANCE RELATED TO BR

a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year:

Mr. Aroon Purie, Chairman & Whole-time Director reviews the BR performance annually and as when required.

b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

Our Company publishes its Business Responsibility Report annually as a part of Annual Report and these reports are available online on the website of the Company at https://aajtak.intoday.in/investor/

SECTION E: PRINCIPLE-WISE PERFORMANCE

PRINCIPLE 1: ETHICS, TRANSPARENCY AND ACCOUNTABILITY

1. Does the policy relating to ethics, bribery and corruption cover only the company? Yes/ No. Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs /Others?

The Company considers Corporate Governance as an integral part of good management. As a result, the Company has adopted a Code of Conduct ('the Code'). The Company is committed to maintain the high standards of ethics in all spheres of its business activities and is backed by an independent and fully informed Board, policies and communication. The Board of Directors and Senior Management have a responsibility to set exemplary standards of ethical behavior. The Company has zero tolerance for bribery and corruption in its business dealings. All its officers and employees directly or indirectly, solicit or accept that they shall not derive any personal fee, commission or any form of remuneration arising out of a transaction involving the Company. This includes gifts or other benefits, which might be extended at times, to influence business decisions. Further, the Company adheres to the highest level of ethical business practices as articulated by its Code of Conduct to achieve its performance with integrity. The Code of Conduct is published, easily accessible, and applicable across India Today Group's internal and external stakeholders. All employees have to undergo mandatory certification on Code of Conduct to affirm their commitment to the Code.

The Corporate Governance framework is further supported by a Vigil Mechanism Policy which serves as a mechanism for its Directors and employees to report any genuine concerns about unethical behavior, actual or suspected fraud or violation of the Code of Conduct without fear of reprisal, and hence to help ensure the Company continues to uphold its high standards.

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

The details of complaints received during the financial year 2018-19 are set forth in the table below:-

STAKEHOLDER COMPLAINTS

Complaints	No. of Complaints received	No. of Complaints resolved	% of Complaints resolved
Viewers Complaints	39	39	100%
Shareholders Complaints	2	2	100%

In FY 2018-19, no cases of allegations of bribery/ corruption were received.

PRINCIPLE 2 : SAFETY AND SUSTAINABILITY OF GOODS AND SERVICES

1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.

The Company's broadcasting services and distribution of contents thereof are in compliance with applicable regulations/advisories, issued by Ministry of Information and Broadcasting, Telecom Regulatory Authority of India (TRAI) and the self-regulatory guidelines / advisories issued by other applicable regulatory body from time to time.

Being a leading news media Company, the Company understands its responsibilities towards the citizens of the country and accordingly creates awareness on various social and other issues like cleanliness etc. on national and international platforms, through various programmes, campaigns etc.

2. Does the Company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

Being engaged in the Broadcasting business, the Company sources content for its programmes across the country. For sourcing goods and services for usage its day-to-day business operations, the Company gives preference to local vendors and suppliers. While the Company encourages hiring of local talent but the nature of business, mandates hiring of reporters, journalists, cameraman etc., across geographical locations.

3. Has the Company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? (a) If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

Same as above

4. Does the Company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as 10%). Also, provide details thereof, in about 50 words or so.

The Company continues to take initiatives to minimize waste that is generated by its operations.

Electronic scrap components, such as CPUs, contain potentially harmful components such as lead, cadmium, beryllium, or brominated flame retardants. All electronics, electronic equipment and computer equipment are disposed/destructed in an environment friendly manner, under Pollution Control Board norms. The Commercial team validates the registration/PCB certificates of shortlisted e- waste vendors.

The Vendor during the pickup submits and collects Form 2 (details of the vendor, quantity, specification of material) and Form 6 (details of the transporter). After a span of 25 days, the vendor provides a COD (Certificate of recycling/ destruction) certificate to our commercial team.

PRINCIPLE 3: WELL BEING OF ALL EMPLOYEES:

The Company acknowledges the immense potential of its human capital. The Company believes that its success depends on its ability to develop knowledge, skills and expertise of its employees. The Company comprises of highly committed employees from diverse backgrounds.

1. **Please indicate the Total number of employees including Women employees.**

   The Company's workforce comprised of total of 1,767 employees.

2. **Please indicate the Total number of Women employees.**

   407 which represents 23% of total workforce.

3. **Please indicate the Total number of employees hired on temporary/contractual/casual basis.**

   368 employees are hired on temporary/contractual/ casual basis as on March 31, 2019. The Company provides equal employment opportunities to all the employees and applicants for employment.

4. **Please indicate the Number of permanent employees with disabilities**

   Presently, no employee with disabilities is employed with the Company.

5. **Do you have an employee association that is recognized by management**

   Employees have direct and full access to management to raise their queries and concerns at any time without any fear/coercion. All concerns or issues raised by employees are resolved satisfactorily. No employee association exists in the Company.

Keeping gender equality at its heart, the Company has also taken various initiatives to ensure a safe and healthy workplace for its women employees. The Company is fully compliant with the prevailing laws on the prevention of sexual harassment of women at workplace. The Internal Complaints Committee deals with all matters related to the subject in accordance with the tenets of the law. The list of members of the Committee has been communicated to all employees.

6. **What percentage of your permanent employees is members of this recognized employee association?**

   Not Applicable

7. **Please indicate the number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.**

   During the year, no complaints were received for child labour, forced labour, discriminatory employment and sexual harassment.

8. **What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?**

   All categories of employees mentioned below have been covered through our training modules.

Category	Safety Training (No. of employees)	Skill upgradation training (No. of employees)
Permanent employees	1450	1150
Permanent women employees	375	250
Casual/ Temporary / Contractual Employees	368	368
Employees with disabilities	Not Applicable	Not Applicable

PRINCIPLE 4 : PROTECTION OF STAKEHOLDERS' INTEREST

1. **Has the Company mapped its internal and external stakeholders? Yes/No**

The Company believes that the stakeholder engagement process is necessary for achieving its sustainability goal of inclusive growth. Stakeholder engagement helps in better understanding of the perspective on key issues and builds a strong relationship with them. The Company's regular engagement with its stakeholders allows it to identify, review and prioritize its sustainability efforts. The Company ensures the effectiveness of the stakeholder engagement process by mapping its key internal and external stakeholders in structured manner.

The Company engages with its stakeholders, both internal as well as external namely, investors, viewers, customers, employees, business partners, suppliers, government, regulators and community to gauge their expectations, share information and explore avenues of partnership to achieve the goals.

The Company has always believed in building a business that has a positive impact on the society and caring for the community that it operates in is well integrated with its business strategy. It has adopted a multi-fold approach in this regard focusing on its internal and external environment, social sustainability. It has also defined a clear CSR vision of building a powerful partnership with society for sustainable development.

2. **Out of the above, has the Company identified the disadvantaged, vulnerable & marginalized stakeholders?**

The Company has identified the disadvantaged, vulnerable and marginalized stakeholders through its association with Care Today Fund and Education Today Fund.

3. **Are there any special initiatives taken by the Company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.**

The beneficiaries selected under the social development projects implemented by Care Today Fund are largely from the marginalized sections of the society, economically weak, disadvantaged, rural and tribal communities. Care Today Funds' initiatives in constructing toilets for the poor households have immensely benefitted beneficiaries by reducing threats emanating from disease outbreaks; improved their health status; promoted cleanliness and hygiene at households as well as the community level; contributed to increased well-being and dignity of communities. The initiatives have improved living conditions of specifically the women, children and the aged sections of the beneficiary communities. The ongoing project activities would immensely address the issues of sanitation and hygiene within the project areas.

Further, Education Today Fund programmes are centered for improving the lives of the children with special needs. By incorporating the various aspects of special education, all services are under one roof which will make it easy for the parents and the children with multiple disorders.

The Company's community initiatives are being implemented in both rural and urban areas. In addition to this, the Company has taken initiative to support flood affected districts of Kerala by providing relief material, consisting of sleeping mattresses, clothes, hygiene kits, cleaning kits and dry ration to 470 families.

PRINCIPLE 5: RESPECTING AND PROMOTING HUMAN RIGHTS

1. **Does the policy of the Company on human rights cover only the Company or extend to the Group/Joint Ventures/ Suppliers/ Contractors/ NGOs/ Others?**

The Company adheres to the highest levels of ethical business practices as articulated by its Code of Conduct. The Company recognizes and respects the human rights of all relevant stakeholders, including that of its employees, viewers, shareholders, investors and the public at large. Further, the Company strives to abide with the aforesaid principle and discourage violating practices by any third party to the extent possible. The Company shall also not be complicit with human rights abuses by a third party. The Company's commitment to follow the basic principles of human rights is reflected in the checks and balances within the HR processes. The Company does not hire child labour, forced labour or involuntary labour. The Company never discriminates between its employees. This practice extends to India Today Group.

2. **How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?**

No incidence of discrimination or human rights violation was received by the Company as on March 31, 2019.

PRINCIPLE 6: RESPECTING AND PROTECTING THE ENVIRONMENT

1. Does the policy related to Principle 6 cover only the Company or extends to the Group/Joint Ventures/Suppliers/Contractors/ NGOs/others.

The Company understands its responsibility towards minimizing the negative impact of its businesses and operations on the environment. The Company strongly believes that a green and clean environment is foremost important for a heathier future generation. As a responsible business, the Company continuously take measures like energy efficiency & conservation, procurement of green products, optimum utilization of fuel, reduction in wastage of paper etc. to reduce carbon footprint & global warming. Further, the Company encourage its various stakeholders such as Group Companies, Suppliers, Contractors and others for protecting the environment. The Company promotes and encourage the viewers through its advertisement to adopt environmentally friendly goods and services.

2. Does the Company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? Y/N. If yes, please give hyperlink for webpage etc.

The Company has launched a campaign in the name of Safai Singathon, to promote cleanliness under the Swach Bharat Mission, of the Government of India which is being followed by us.

3. Does the Company identify and assess potential environmental risks? Y/N

Yes

4. Does the Company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?

Currently, the Company is not undertaking any project related to Clean Development Mechanism. Though the Company is committed towards promoting ecological sustainability and green initiatives by adopting energy saving mechanisms, sensitizing employees to reduce carbon footprint of the Company.

5. Has the Company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.

Same as above

6. Are the Emissions/Waste generated by the Company within the permissible limits given by CPCB/SPCB for the financial year being reported?

We have partnered with an e-waste management company for disposal & destruction of e-waste. All electronic equipment's and computer equipment's are disposed/destructed in an environment friendly manner, under Pollution Control Board norms.

7. Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.

During the financial year 2018-19, the Company did not receive any legal notice from pollution control boards.

PRINCIPLE 7: PUBLIC AND REGULATORY POLICY

1. Is your Company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:

The Company, being in the business of broadcasting, strives to be a part of various chambers and associations and make recommendations/ representations before regulators and associations for advancement and improvement of broadcasting sector in India. Presently, the Company is inter-alia member of following:

a. News Broadcasters Association (NBA),
b. Indian Broadcasting Federation (IBF),
c. Association of Radio Operators for India (AROI),
d. Digital Newspapers Publishers Association (DNPA)

2. Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)

The Company believes in the collective representation and inclusive growth of all the stakeholders and therefore ensures to perform the function of policy advocacy in a transparent and responsible manner.

The Company, time to time, makes recommendations/ representations before the Government, semi-government bodies, regulators etc., for advancement and improvement of broadcasting sector and economy as a whole through various chambers and industry associations. The Company believes that policy advocacy must preserve and expand public good and thus shall never advocate any policy change to benefit itself alone or a select few in a partisan manner.

PRINCIPLE 8: INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

1. Does the Company have specified programmes/ initiatives/ projects in pursuit of the policy related to Principle 8? If yes details thereof.

The Company has been undertaking CSR initiatives in the areas of education, healthcare, sanitation, community development, etc., to promote well-being of the society and while doing this, we particularly focus on reaching out to the poorest and marginalised sections of the community. The Company is striving towards increasing its presence in remote areas and rural parts of the country through its distribution channels.

2. Are the programmes/projects undertaken through in-house team/own foundation/ external NGO/government structures/any other organization?

The CSR activities of the Company are undertaken by Care Today Fund and Education Today Fund, which are initiatives of India Today Group, who carry such activities through external NGO's.

3. Have you done any impact assessment of your initiative?

The CSR Committee of the Company regularly monitors the implementation of the CSR activities and periodical assessments of project activities are done by Care Today Fund and Education Today Fund. However, formal impact assessment is yet to be carried out.

4. What is your Company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken

For CSR contributions, please refer to Annual report on CSR forming part of the Annual Report 2018-19.

5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.

In Sanitation and Hygiene projects, promoting community's role and ownership is considered a priority and it is promoted through ensuring their participation in decision making, promoting their participation in project monitoring and obtaining an undertaking from the beneficiaries on the maintenance of the toilets. The community also actively participates in various awareness programs and promotes behavioural change of their own as well as other families.

PRINCIPLE 9: ENGAGING AND ENRICHING CUSTOMER VALUE

1. What percentage of customer complaints/ consumer cases are pending as on the end of financial year.

The Company being in the Media and Entertainment Industry takes opportunity to provide a facility to its viewers/ stakeholders to record their grievances/ feedback as required under regulatory norms which also enables the Company to redress the same and maintain high service standards.

The Company ensures that any complaint in relation to content of TV channels under the Code of Ethics & Broadcasting Standards and News Broadcasting Standards (Disputes Redressal) Regulations of News Broadcasters Association (NBA) received by any viewer are duly redressed/ responded in fair manner.

As at the end of financial year, no customer complaints are outstanding.

2. Does the Company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A./ Remarks (additional information)

Considering the business activity of the Company i.e. Television programming and broadcasting activities the display of product information on the product label as per local laws is not be applicable on the Company.

3. Did your Company carry out any consumer survey/ consumer satisfaction trends?

The business of the Company is heavily dependent upon the television rating given by different approved rating agencies. The latest ratings released by BARC

Rating System ranks Aaj Tak, India Today Television, Tez and Dilli Aaj Tak among the leading current affairs channels in India. Apart from television ratings, the marketing department on a regular basis carries out surveys (both formal and in-formal) for identifying consumers viewing pattern and emerging trends on consumer preferences.

4. **Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.**

No such case has been filed against the Company.

STANDALONE FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT

To the Members of T.V. Today Network Limited

REPORT ON THE AUDIT OF THE STANDALONE IND AS FINANCIAL STATEMENTS

OPINION

We have audited the accompanying standalone Ind AS financial statements of T.V. Today Network Limited ("the Company"), which comprise the Balance sheet as at March 31 2019, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, its profit including other comprehensive income its cash flows and the changes in equity for the year ended on that date.

BASIS FOR OPINION

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the standalone Ind AS Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone Ind AS financial statements for the financial year ended March 31, 2019. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone Ind AS financial statements.

Key audit matters	How our audit addressed the key audit matter
Sale of Radio business *(as described in note 36 of the standalone Ind AS financial statements)*	
The Board of Directors of the Company at its meeting held on March 16, 2018 granted an in-principle approval for the sale of 'Radio Business' of the Company comprising of 3 radio stations in Delhi, Mumbai and Kolkata to Entertainment Networks (India) Limited (ENIL) as a going concern, by way of slump sale. On March 26, 2018, the Company filed an application with Ministry of Information and Broadcasting (MIB) seeking permission for such sale. As the process of obtaining approval from MIB on sale of radio channel to ENIL was getting delayed, the Board of Directors approved the withdrawal of application in their meeting held on May 20, 2019. Board also approved sale of Radio business to its wholly owned subsidiary Vibgyor Broadcasting Private Limited and directed management to file fresh application with MIB seeking permission for such sale. The said transaction is subject to approval by the Board (for inter-alia approving the definitive agreements including the business transfer agreement), shareholders of the Company, Ministry of Information and Broadcasting and such other approvals, consents, permissions and sanctions as may be deemed necessary to be obtained from appropriate authorities for the said sale of radio business. As transaction is dependent upon various regulatory and statutory approvals, it is not classified as 'held for sale' as per Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations. We considered this as a key audit matter as Radio business is a material segment of the Company and there is a risk of inappropriate presentation as held for sale and discontinued operations and related disclosure requirements. Detailed note to such effect was placed in Note 36 of standalone financial statements.	• Our audit procedures included reading the terms of non-binding term sheet entered by the Company with ENIL. • We discussed the approval process of the sale of Radio business with the Chief Financial Officer of the Company and noted that there have been prior instances where MIB has not approved transactions and transactions were called off. • We read and assessed technical accounting materials issued by Institute of Chartered Accountants of India (ICAI) on evaluating accounting where substantive regulatory approval are pending. • Assessed whether the financial statement disclosures reflect the requirements of Ind AS 105.
Impairment of Investments in Mail Today Newspaper Private Limited *(as described in note 24 of the standalone Ind AS financial statements)*	
During the current year, management reviewed the financial performance of its subsidiaries on monthly basis and noted that the overall business volume was diminishing and net cash inflows were negative for two of its subsidiaries Mail Today Newspapers Private Limited and India Today Online Private Limited. The carrying value of investments in these subsidiaries amounted to ₹6,755.11 lacs. Such decline in business volume and negative cash inflows were considered indicators of impairment in accordance with IND AS 36 Impairment of Assets. As a result, an impairment assessment was required to be performed by the Company by comparing the carrying value of these investments to their recoverable amount to determine whether an impairment was required to be recognised. For the purpose of the above impairment testing, value in use has been determined by forecasting and discounting future cash flows. Furthermore, the value in use is highly sensitive to changes in some of the inputs used for forecasting the future cash flows e.g estimates of cash inflows. Further, the determination of the recoverable amount of the investments in Mail Today Newspapers Private Limited and India Today Online Private Limited involved judgment due to inherent uncertainty in the assumptions supporting the recoverable amount of these investments. Accordingly, the impairment of investments in Mail Today Newspapers Private Limited and India Today Online Private Limited was determined to be a key audit matter in our audit of the standalone Ind AS financial statements.	• We assessed the Company's valuation methodology applied in determining the recoverable amount. • We involved our valuation experts to validate assumptions around the key drivers of the cash flow forecasts including estimated reserved, discount rates, expected growth rates and terminal growth rates used. • Our valuation experts also assessed the recoverable value headroom by performing sensitivity testing of key assumptions used. • We along with our valuation experts discussed potential changes in key drivers as compared to previous year / actual performance with management in order to evaluate the inputs and assumptions used in the cash flow forecasts. • We along with our valuation experts tested the arithmetical accuracy of the models.

OTHER INFORMATION

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the standalone Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT FOR THE STANDALONE IND AS FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE IND AS FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone Ind AS financial statements, including the disclosures, and whether the standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone Ind AS financial statements for the financial year ended March 31, 2019 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

(c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

(d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

(e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

(g) In our opinion, the managerial remuneration for the year ended March 31, 2019 has been paid/ provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements – Refer Note 28 to the standalone Ind AS financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Yogesh Midha
Partner
Membership No.: 94941

Place of signature: New Delhi
Date: May 20, 2019

ANNEXURE 1

Referred to in paragraph 1 under the heading "Report on other legal and regulatory requirements" of our report of even date

RE: T.V. TODAY NETWORK LIMITED ('THE COMPANY')

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) All fixed assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given by the management, the title deeds of immovable properties included in property, plant and equipment are held in the name of the Company.

(ii) The Company's business does not involve inventories and, accordingly, the requirements under paragraph 3(ii) of the Order are not applicable to the Company.

(iii) (a) The Company had granted loan to a company covered in the register maintained under Section 189 of the Companies Act, 2013. In our opinion and according to the information and explanations given to us, the terms and conditions of the grant of such loan are not prejudicial to the Company's interest.

(b) The Company had granted loans that are re-payable on demand, to a company - covered in the register maintained under Section 189 of the Companies Act, 2013. We are informed that the Company has not demanded repayment of any such loan during the year, and thus, there has been no default on the part of the parties to whom the money has been lent. The payment of interest has been regular.

(c) There are no amounts of loans granted to companies, firms or other parties listed in the register maintained under Section 189 of the Companies Act, 2013 which are overdue for more than ninety days.

(iv) In our opinion and according to the information and explanations given to us, provisions of Section 185 and 186 of the Companies Act, 2013 in respect of loans to directors including entities in which they are interested and in respect of loans and advances given, investments made and, guarantees, and securities given have been complied with by the Company.

(v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to its products, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

(vii) (a) Undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, goods and service tax, cess and other statutory dues have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, service tax, sales-tax, duty of custom, duty of excise, value added tax, goods and service tax and cess and other statutory dues were outstanding at year end, for a period of more than six months from the date they became payable.

(c) According to the records of the Company, the dues of income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax and cess on account of any dispute, are as follows:

Name of the statute	Nature of the dues	Amount (Rs)	Period to which the amount relates	Forum where the dispute is pending
Finance, Act 1994	Service Tax	₹135,041,975 (including interest of ₹76,266,087) and penalty of ₹28,072,911	F.Y. 2005-06 to F.Y. 2011-12	Customs, Excise and Service Tax Appellate Tribunal

(viii) The Company did not have any outstanding loans or borrowing dues in respect of a financial institution or bank or to government or dues to debenture holders during the year.

(ix) According to the information and explanations given by the management, the Company has not raised any money by way of initial public offer / further public offer / debt instruments and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.

(x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.

(xi) According to the information and explanations given by the management, the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Companies Act, 2013.

(xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.

(xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with Section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the Company and, not commented upon.

(xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in Section 192 of Companies Act, 2013.

(xvi) According to the information and explanations given to us, the provisions of Section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Yogesh Midha
Partner
Membership Number: 94941

Place of Signature: New Delhi
Date: May 20, 2019

ANNEXURE 2

To the Independent Auditor's Report of even date on the standalone financial statements of T.V. Today Network Limted

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of T.V. Today Network Limited ("the Company") as of March 31, 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls over financial reporting with reference to these standalone financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these standalone financial statements, assessing the risk that a material weakness exists and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting with reference to these standalone financial statements.

Meaning of Internal Financial Controls Over Financial Reporting with Reference to these Financial Statements

A company's internal financial control over financial reporting with reference to these standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING WITH REFERENCE TO THESE STANDALONE FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls over financial reporting with reference to these standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting with reference to these standalone financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these standalone financial statements and such internal financial controls over financial reporting with reference to these standalone financial statements were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Yogesh Midha
Partner
Membership Number: 94941

Place of Signature: New Delhi
Date: May 20, 2019

STANDALONE BALANCE SHEET

as at March 31, 2019

CIN: L92200DL1999PLC103001

(₹ in lakhs)

	Notes	March 31, 2019	March 31, 2018
ASSETS			
Non-current assets			
Property, plant and equipment	3	15,812.53	16,106.25
Capital work-in-progress	3	403.00	55.76
Intangible assets	4	8,380.30	9,128.09
Intangible assets under development	4	10.13	171.32
Financial assets			
(i) Investments	5(a)	6,381.12	6,771.11
(ii) Loans	5(e)	18.20	20.60
(iii) Other financial assets	5(f)	2,998.31	10,217.15
Deferred tax assets (net)	6	1,723.70	1,376.62
Other non-current assets	7	158.09	116.03
Total non-current assets		**35,885.38**	**43,962.93**
Current assets			
Financial assets			
(i) Trade receivables	5(b)	17,418.05	17,849.90
(ii) Cash and cash equivalents	5(c)	2,675.17	1,817.03
(iii) Bank balances other than (ii) above	5(d)	26,330.61	17,963.07
(iv) Loans	5(e)	554.63	265.98
(v) Other financial assets	5(f)	9,653.57	464.14
Current tax assets (net)	8	2,822.98	3,319.72
Other current assets	9	4,436.55	2,801.51
Total current assets		**63,891.56**	**44,481.35**
Total assets		**99,776.94**	**88,444.28**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	10(a)	2,983.06	2,982.68
Other equity			
Reserves and surplus	10(b)	80,653.00	69,235.24
Total equity		**83,636.06**	**72,217.92**
LIABILITIES			
Non-current liabilities			
Financial liabilities			
(i) Other financial liabilities	11(a)	78.94	15.39
Long term provisions	12	700.97	700.97
Net employee defined benefit liabilities	13	110.88	464.26
Total non-current liabilities		**890.79**	**1,180.62**
Current liabilities			
Financial liabilities			
(i) Trade payables			
-Total outstanding dues of micro enterprises and small enterprises	11(b)	87.82	-
-Total outstanding dues of creditors other than micro enterprises and small enterprises	11(b)	7,147.98	7,853.02
(ii) Other financial liabilities	11(a)	2,805.10	3,097.25
Net employee defined benefit liabilities	13	884.94	786.98
Other current liabilities	14	4,324.25	3,308.49
Total current liabilities		**15,250.09**	**15,045.74**
Total liabilities		**16,140.88**	**16,226.36**
Total equity and liabilities		**99,776.94**	**88,444.28**

The accompanying notes are integral part of standalone financial statements.
As per our report of even date

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration No. 101049W / E300004

per Yogesh Midha
Partner
Membership No. 094941

Place: New Delhi
Date: May 20, 2019

For and on behalf of the board of directors of T.V. Today Network Limited

Aroon Purie
Chairman and
Whole Time Director
DIN: 00002794

Kalli Purie Bhandal
Vice-chairperson and
Managing Director
DIN: 00105318

Ashok Kapur
Director
DIN: 00003577

Place: New Delhi
Date: May 20, 2019

Dinesh Bhatia
Chief Financial Officer
DIN - 01604681

Ashish Sabharwal
Company Secretary
M. No - F4991

STANDALONE STATEMENT OF PROFIT AND LOSS

for the year ended March 31, 2019

(₹ in lakhs)

	Notes	Year ended March 31, 2019	Year ended March 31, 2018
Revenue from contracts with customers	15	71,025.16	69,116.45
Other income	16(a)	3,683.15	2,320.07
Other gains / (losses) - net	16(b)	46.40	22.94
Total income		**74,754.71**	**71,459.46**
Expenses			
Production cost	17	7,175.37	6,835.93
Employee benefits expense	18	21,186.01	19,251.36
Depreciation and amortisation expense	19	3,140.54	3,127.53
Other expenses	20	22,571.02	21,295.57
Finance costs	21	42.45	78.32
Total expenses		**54,115.39**	**50,588.71**
Profit before exceptional items and tax		**20,639.32**	**20,870.75**
Exceptional items	22	400.00	2,078.48
Profit before tax		**20,239.32**	**18,792.27**
Income tax expense			
- Current tax	23	7,617.56	6,352.89
- Deferred tax	23	(368.68)	92.37
Income tax expense		**7,248.88**	**6,445.26**
Profit for the year		**12,990.44**	**12,347.01**
Other comprehensive income			
Net other comprehensive income not to be re-classified to profit or loss in subsequent period			
Re-measurement gains/ (losses) on defined benefit plans	13	61.73	(57.62)
Income tax effect	6	(21.60)	19.94
Other comprehensive income for the year, net of tax		**40.13**	**(37.68)**
Total comprehensive income for the year, net of tax	-	**13,030.57**	**12,309.33**
Earnings per equity share [nominal value ₹5 (March 31, 2018: ₹5)]	31		
Basic earnings per share (in ₹), computed on the basis of profit for the year attributable to equity holders of the Company		21.77	20.70
Diluted earnings per share (in ₹), computed on the basis of profit for the year attributable to equity holders of the Company		21.77	20.70

The accompanying notes are integral part of standalone financial statements.
As per our report of even date

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration No. 101049W / E300004

per Yogesh Midha
Partner
Membership No. 094941

Place: New Delhi
Date: May 20, 2019

For and on behalf of the board of directors of T.V. Today Network Limited

Aroon Purie
Chairman and
Whole Time Director
DIN: 00002794

Kalli Purie Bhandal
Vice-chairperson and
Managing Director
DIN: 00105318

Ashok Kapur
Director
DIN: 00003577

Place: New Delhi
Date: May 20, 2019

Dinesh Bhatia
Chief Financial Officer
DIN - 01604681

Ashish Sabharwal
Company Secretary
M. No - F4991

STANDALONE STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2019

A EQUITY SHARE CAPITAL

	Notes	(₹ in lakhs)
Equity shares of ₹5 each issued, subscribed and fully paid		
As at April 1, 2017		2,982.68
Issue of share capital	10(a)	-
As at March 31, 2018		**2,982.68**
Issue of share capital	10(a)	0.38
As at March 31, 2019		**2,983.06**

B OTHER EQUITY

(₹ in lakhs)

	Notes	Reserves and surplus						Total
		Capital contribution	Securities premium	Retained earnings	Capital reserve	General reserve	Share options Outstanding account	
As at April 1, 2017		**2,275.38**	**5,389.28**	**44,129.54**	**950.47**	**7,931.79**	**2.25**	**60,678.71**
Profit for the year		-	-	12,347.01	-	-	-	12,347.01
Other comprehensive income		-	-	(37.68)	-	-	-	(37.68)
Total comprehensive income for the year		**-**	**-**	**12,309.33**	**-**	**-**	**-**	**12,309.33**
Transactions with owners in their capacity as owners:								
Adjustments made in ITGD Division before acquisition on January 1, 2018	10(b)	-	-	-	(316.85)	-	-	(316.85)
Consideration paid to holding company for acquisition of ITGD Division	10(b)	-	-	-	(2,000.00)	-	-	(2,000.00)
Dividend paid	10(b)	-	-	(1,193.07)	-	-	-	(1,193.07)
Dividend distribution tax paid on dividend	10(b)	-	-	(242.88)	-	-	-	(242.88)
As at March 31, 2018		**2,275.38**	**5,389.28**	**55,002.92**	**(1,366.38)**	**7,931.79**	**2.25**	**69,235.24**
Profit for the year		-	-	12,990.44	-	-	-	12,990.44
Other comprehensive income		-	-	40.13	-	-	-	40.13
Total comprehensive income for the year		**-**	**-**	**13,030.57**	**-**	**-**	**-**	**13,030.57**
Issue of equity shares	10(b)	-	5.49	-	-	-	-	5.49
Options exercised/adjusted	10(b)	-	1.12	-	-	-	(1.12)	-
Dividend paid	10(b)	-	-	(1,342.37)	-	-	-	(1,342.37)
Dividend distribution tax paid on dividend	10(b)	-	-	(275.93)	-	-	-	(275.93)
As at March 31, 2019		**2,275.38**	**5,395.89**	**66,415.19**	**(1,366.38)**	**7,931.79**	**1.13**	**80,653.00**

The accompanying notes are integral part of standalone financial statements.
As per our report of even date

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration No. 101049W / E300004

per Yogesh Midha
Partner
Membership No. 094941

Place: New Delhi
Date: May 20, 2019

For and on behalf of the board of directors of T.V. Today Network Limited

Aroon Purie
Chairman and Whole Time Director
DIN: 00002794

Kalli Purie Bhandal
Vice-chairperson and Managing Director
DIN: 00105318

Ashok Kapur
Director
DIN: 00003577

Place: New Delhi
Date: May 20, 2019

Dinesh Bhatia
Chief Financial Officer
DIN - 01604681

Ashish Sabharwal
Company Secretary
M. No - F4991

STANDALONE STATEMENT OF CASH FLOWS

for the year ended March 31, 2019

(₹ in lakhs)

	Notes	Year ended March 31, 2019	Year ended March 31, 2018
Cash flow from operating activities			
Profit before income tax for the year		20,239.32	18,792.27
Adjustments to reconcile profit before tax for the year to net cash flows:			
Depreciation and amortisation expenses	19	3,140.54	3,127.53
Fixed assets written off	20	0.63	4.15
Interest on migration fee to Ministry of Information & Broadcasting	22	-	1,378.48
Allowance for doubtful debts- trade receivables	20	621.77	766.62
Allowances for doubtful debts- trade receivables on exchange of services	20	54.41	62.16
Bad debts	20	-	4.31
Net loss on disposal of property, plant and equipment	20	82.57	14.80
Fair value loss on investment in subsidiaries at fair value through profit and loss	22	400.00	700.00
Unwinding of discount on security deposits	16	(5.51)	(19.21)
Interest income	16	(2,608.70)	(1,839.12)
Finance costs	21	42.45	78.32
Net exchange differences	16(b)	(46.40)	(23.79)
Working capital adjustments:			
(Increase)/ decrease in trade receivables	5(b)	189.92	(1,355.54)
(Decrease) in trade payables	11(b)	(617.22)	(315.71)
(Increase) in other financial assets and other bank balances	5(d) & 5(f)	(10,325.26)	(669.06)
(Increase) / decrease in other non current assets	7	36.20	(5.62)
(Increase) in other current assets	9	(1,689.45)	(883.64)
Increase/ (decrease) in other financial liabilities	11(a)	396.72	(142.77)
Increase/ (decrease) in net employee defined benefit obligations	13	(193.69)	202.13
Increase in other current liabilities	14	1,015.76	1,760.45
(Decrease) in other non current liabilities	14	-	(0.55)
Cash generated from operations		**10,734.06**	**21,636.21**
Income tax paid (net of refunds)	8	(7,120.82)	(6,003.82)
Net cash inflow from operating activities		**3,613.24**	**15,632.39**
Cash flows from investing activities			
Payment for acquisition of property, plant and equipment, intangible assets, capital work-in-progress and intangible assets under development		(2,401.60)	(8,386.19)
Proceeds from sale of property, plant and equipment and intangible assets		65.79	19.79
Adjustment made by holding company from ITGD Division		-	(316.85)
Payment for investment made in other companies	5(a)	(10.01)	-
Consideration paid to holding company for acquisiton of ITGD Division	34	-	(2,000.00)
Payment for investment in subsidiary company		-	(4,052.70)
Loans to employees and related parties (net of repayments)	5(e)	(286.25)	(219.99)
Interest received		2,267.93	1,265.13

STANDALONE STATEMENT OF CASH FLOWS

for the year ended March 31, 2019 (contd.)

(₹ in lakhs)

	Notes	Year ended March 31, 2019	Year ended March 31, 2018
Net cash outflow from investing activities		**(364.14)**	**(13,690.81)**
Cash flows from financing activities			
Proceeds from issue of shares	10(a) and (b)	5.87	-
Interest and other borrowing costs paid	21	(42.45)	(1,429.83)
Dividend paid	10(b)	(1,342.37)	(1,195.41)
Dividend distribution tax paid	10(b)	(275.93)	(242.88)
Net cash outflow from financing activities		**(1,654.88)**	**(2,868.12)**
Net increase / (decrease) in cash and cash equivalents		**1,594.22**	**(926.54)**
Cash and cash equivalents at the beginning of the financial year	5(c)	1,080.05	2,005.71
Effect of exchange rate changes on cash and cash equivalents		0.90	0.88
Cash and cash equivalents at the end of the year		**2,675.17**	**1,080.05**
Reconciliation of cash and cash equivalents as per the cash flow statement			
Cash and cash equivalents as per above comprises the following			
Cash and cash equivalents	5(c)	2,675.17	1,817.03
Book overdraft	11(a)	-	(736.98)
Balance as per Statement of Cash Flows		**2,675.17**	**1,080.05**

The accompanying notes are integral part of standalone financial statements.
As per our report of even date

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration No. 101049W / E300004

per Yogesh Midha
Partner
Membership No. 094941

Place: New Delhi
Date: May 20, 2019

For and on behalf of the board of directors of T.V. Today Network Limited

Aroon Purie
Chairman and
Whole Time Director
DIN: 00002794

Kalli Purie Bhandal
Vice-chairperson and
Managing Director
DIN: 00105318

Ashok Kapur
Director
DIN: 00003577

Place: New Delhi
Date: May 20, 2019

Dinesh Bhatia
Chief Financial Officer
DIN - 01604681

Ashish Sabharwal
Company Secretary
M. No - F4991

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Background

T.V. Today Network Limited (hereinafter referred to as the 'Company') is a company limited by shares, incorporated and domiciled in India. The Company's equity shares are listed on the Bombay Stock Exchange and the National Stock Exchange in India. The registered office of the Company is situated at F-26, First Floor, Connaught Circus, New Delhi - 110001, India. The principal place of the business of the Company is situated at FC-8, Sector 16A, Film City, Noida 201301, Uttar Pradesh.

The Company is primarily engaged in broadcasting television news channels and radio stations in India.

The financial statements were authorised for issue in accordance with a resolution of the directors on May 20, 2019.

Note 1: Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements of the Company. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation

(i) Compliance with Ind AS

The financial statements are prepared in accordance with the Indian Accounting Standards (Ind-AS) as notified under Section 133 of the Companies Act, 2013, read with Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules thereafter and other recognised accounting practices and policies, to the extent applicable.

These financial statements have been issued in addition to the consolidated financial statements of the Company and its subsidiaries.

List of subsidiaries:

Name	Place of Business/ country of incorporation	Ownership interest held by the group		Principal Activites
		March 31, 2019	March 31, 2018	
India Today Online Private Limited	India	100.00%	100.00%	Investment Company
Mail Today Newspapers Private Limited*	India	100.00%	100.00%	Newspaper Publishing
T.V. Today Network (Business) Limited	India	100.00%	100.00%	No operations
Vibgyor Broadcasting Private Limited	India	100.00%	100.00%	No operations

** As at March 31, 2019, 51.01% (As at March 31, 2018, 51.01%) ownership interest is held through India Today Online Private Limited.*

(ii) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following:

- certain financial assets and liabilities (including derivative instruments) that are measured at fair value;
- defined benefit plans - plan assets measured at fair value; and
- share-based payments

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

(b) Segment reporting

Since, the Annual financial statements of the Company contains both the consolidated and separate financial statements of the Company in accordance with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules thereafter and other relevant provisions of the Act, hence as per Ind AS 108 - Operating segments, segment reporting is only included in the consolidated financial statements of the Company. Refer note 30 of the consolidated financial statements of the Company for segment reporting.

(c) Foreign currency translation

(i) Functional and presentation currency
Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (‘the functional currency’). The financial statements are presented in Indian rupee (INR / ₹), which is the Company’s functional and presentation currency.

ii) Transaction and balances
Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.

All foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/(losses).

(d) Revenue Recognition

The Company earns revenue primarily from advertisements and subscription income from broadcasting television news channels, advertisement on radio stations and digital platforms (i.e. through various websites and mobile applications).

Effective April 1, 2018, the Company adopted Ind AS 115, Revenue from Contracts with Customers, using the cumulative catch-up transition method, applied to contracts that were not completed as of April 1, 2018. In accordance with the cumulative catch-up transition method, the comparatives have not been retrospectively adjusted. However, the effect on adoption of Ind AS 115 was insignificant.

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances, rebates and amounts collected on behalf of third parties.

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the activities as described below. The Company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

Revenue from services

(i) Advertisement income is recognized in the accounting period in which the services are rendered, i.e., when the advertisements are displayed / aired.

The Company enters into arrangements for free / bonus spots, bundled with normal paid spots. The total consideration for advertising services is allocated to the paid and bonus spots based on their relative fair values.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Revenues allocated to bonus spots is deferred and recognised as revenue when such spots are utilised by customers.

(ii) Income from digital business is recognized in the period in which the services are rendered.

(iii) Subscription income from direct-to-home satellite operators and other distributors for the right to distribute the channels is recognised when the service has been provided as per the terms of the contract.

Other operating revenue

Fee from training is recognized over the duration of the course offered by the media institute of the Company.

Other income

(i) Rental income is recognised on an accrual basis, in accordance with the terms of the relevant agreements, as and when services are rendered.

(ii) Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

Dividends

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

(e) Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Current income tax

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of reporting period in India where the Company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

(f) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

As a lessee:

Leases of property, plant and equipment where the Company, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the statement of profit and loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

As a lessor:

Lease income from operating leases where the Company is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

(g) Impairment of assets

Property, plant and equipment and other assets are tested for impairment annually and whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount, The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets

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other than goodwill that suffered an impairment are reviewed for possible reversal of impairment at the end of each reporting period.

(h) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

(i) Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

(j) Investments and other financial assets

(i) Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will be recorded in profit or loss. For investment in debt instrument, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in statement of profit and loss.

Debt instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss

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when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

• **Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the asset's cash flow represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method.

• **Fair value through profit or loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Equity instruments

The Company subsequently measures all equity investments at fair value. Dividends from such investments are recognised in profit or loss as other income when the right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gains/ other expenses in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

(iii) Impairment of financial assets

"The company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 25 details how the Company determines whether there has been a significant increase in credit risk.

For trade receivables only, the company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables."

(iv) Derecognition of financial assets

A financial asset is derecognised only when:

- The Company has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Company has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial

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asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

(v) Income recognition

Interest Income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

(k) Derivatives that are not designated as hedges

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. The Company enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through profit or loss and are included in other gains/(losses).

(l) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

(m) Property, plant and equipment

Property, plant and equipment are stated at historical cost less depreciation and impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate , only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation methods, estimated useful lives and residual value those stated above
(i) Leasehold land is depreciated over the period of the lease, on a straight line basis.
(ii) Leasehold improvements are depreciated over the lease term or their useful life (based on technical evaluation), whichever is shorter, on a straight line basis.
(iii) Furniture are depreciated over the useful life of 10 years, on a straight line basis.
(iv) Buildings are depreciated over the useful life of 15 to 60 years, on a straight line basis.
(v) Office equipments are depreciated over the useful life of 5 years, on a straight line basis.
(vi) Continuous process plant and machinery are depreciated over the useful life of 9.67 to 15 years, based on technical evaluation, on a straight line basis.
(vii) Vehicles are depreciated over the useful life of 5 years, based on technical evaluation, on a straight line basis.
(viii) Assets costing less than Rs. 5,000 are depreciated over a period of 12 months, on a straight line basis.
(ix) Depreciation on property, plant and equipment (other than leasehold land, leasehold improvements, continuous process plant and machinery and vehicles) is calculated using the straight-line method to allocate their cost, net

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of their residual values, over their estimated useful lives as prescribed under Schedule II to the Companies Act, 2013, which approximate the useful lives of the assets estimated by the management.

The residual values are not more than 5% of the original cost of the asset. The asset's residual values and useful lives are reviewed, and adjusted, if appropriate, at the end of each reporting period.
An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).

Capital work in progress is stated at cost, net of accumulated impairment loss, if any.

(n) Intangible assets

Acquired intangible assets are shown at historical cost. They have a finite useful life and are subsequently carried at cost less accumulated amortisation and impairment losses, if any.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

Amortisation methods and periods

The Company amortises intangible assets with a finite useful life using the straight-line method over the following periods:
Computer software: 3 years
Production software: 3 years
CTI sites BECIL: 10 years (license period)
Digital rights of news channels: 10 years

(o) Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 90 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

(p) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

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Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

(q) Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

(r) Provisions

General

Provisions for legal claims, volume discounts and returns are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Onerous contracts

If the Company has a contract that is onerous, the present obligation under the contract is recognised and measured as a provision. However, before a separate provision for an onerous contract is established, the Company recognises any impairment loss that has occurred on assets dedicated to that contract.

An onerous contract is a contract under which the unavoidable costs (i.e., the costs that the Company cannot avoid because it has the contract) of meeting the obligations under the contract exceed the economic benefits expected to be received under it. The unavoidable costs under a contract reflect the least net cost of exiting from the contract, which is the lower of the cost of fulfilling it and any compensation or penalties arising from failure to fulfil it.

(s) Employee benefits

(i) Short-term obligation

Liabilities for salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employee's services upto the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

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(ii) Other long-term employee benefits obligations

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(iii) Post employment obligations

The Company operates the following post-employment schemes:
(a) defined benefit plan, i.e., gratuity
(b) defined contribution plans such as provident fund.

Gratuity obligations

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation denominated in INR is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

Defined contribution plans

The Company pays provident fund and employee state insurance contributions to government administered Employee Provident Fund Organisation and Employee State Insurance Corporation respectively. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

(iv) Share based payments

Share-based compensation benefits are provided to employees via TV Today Network Limited Employee Stock Option Plan.

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Employee options

The fair value of options granted under the TV Today Network Limited Employee Option Plan is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted:

- including any market performance conditions (e.g., the entity's share price)
- excluding the impact of any service and non market performance vesting conditions (e.g., profitability, sales growth targets and remaining an employee of the entity over a specified time period) and
- including the impact of any non vesting conditions (e.g., the requirement for employees to save or holdings shares for a specific period of time)

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment in equity.

(v) Bonus plans

The Company recognises a liability and an expense for bonuses. The Company recognises a provision where contractually or statutorily obliged or where there is a past practice that has created a constructive obligation.

(t) Exceptional items

Exceptional items include income or expense that are considered to be part of ordinary activities, however are of such significance and nature that separate disclosure enables the user of the financial statements to understand the impact in a more meaningful manner.

(u) Contributed equity

Equity shares are classified as equity.
Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(v) Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

(w) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:
(a) the profit attributable to owners of the Company.
(b) by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:
(a) the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and

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(b) the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

(x) Non-current assets (or disposal groups) held for sale and discontinued operations

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

An impairment loss is recognised for any initial or subsequent write-down of the asset (or disposal group) to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of de-recognition.

Non-current assets (including those that are part of a disposal group) are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale continue to be recognised.

Non-current assets classified as held for sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet.

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single coordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of profit and loss.

(y) Fair value measurement

a. Fair value measurement

The Company measures financial instruments, such as, investments in equity instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

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- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The finance department of the Company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. This team reports directly to the Chief Financial Officer (CFO) and the Audit Committee (AC). Discussions of valuation processes and results are held between the CFO, AC and the finance team at least once in every three months, in line with the Company's quarterly reporting periods and includes determination of the policies and procedures for both recurring fair value measurement, such as unquoted financial assets measured at fair value.

External valuers are involved for valuation of significant assets, such as investments in equity instruments. Involvement of external valuers is decided upon annually by the finance team and CFO after discussion with and approval by the Company's Audit Committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

The finance team and CFO, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

On an interim basis, the finance team, CFO and the Company's external valuers present the valuation results to the Audit Committee and the Company's independent auditors. This includes a discussion of the major assumptions used in the valuations.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

(z) Recent accounting pronouncements

Standards issued but not yet effective

(i) Ind AS 116 Leases

On March 30, 2019, the Ministry of Corporate Affairs (MCA) issued the Companies (Indian Accounting Standards) Amendment Rules, 2019 which notified Ind AS 116, Leases. The amendment rules are effective from reporting periods beginning on or after April 1, 2019. This standard replaces current guidance in Ind AS 17 and is a far-reaching change in accounting by lessees in particular.

Ind AS 116 sets out the principles for recognition, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to accounting for finance leases under Ind AS 17. The objective is to ensure that lessees and lessors provide relevant information in a manner that faithfully represents those transactions. This information gives a basis for users of financial statements to assess the effect that leases have on the financial position, financial performance and cash flows of an entity.

Ind AS 116 requires lessees to recognize a 'right-of-use asset' and a 'lease liability' for almost all leasing arrangements. Lessor accounting under Ind AS 116 is substantially unchanged from today's accounting under Ind AS 17. The lessor still has to classify leases as either finance or operating.

Ind AS 116 is effective for the Company w.e.f April 01, 2019 using either one of the following two methods:

(a) retrospectively to each prior reporting period presented in accordance with Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors, with the option to elect certain practical expedients as defined within Ind AS 116 (the full retrospective method); or

(b) retrospectively with the cumulative effect of initially applying Ind AS 116 recognized at the date of initial application (April 01, 2019) and providing certain additional disclosures as defined in Ind AS 116 (the modified retrospective method).

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The Company continues to evaluate the available transition methods and its contractual arrangements. The ultimate impact on leases resulting from the application of Ind AS 116 will be subject to assessments that are dependent on many variables, including, but not limited to, the terms of the contractual arrangements and the mix of business. The Company's considerations also include, but are not limited to, the comparability of its financial statements and the comparability within its industry from application of the new standard to its contractual arrangements. The Company has established an implementation team to implement Ind AS 116 related to leases and it continues to evaluate the changes to accounting system and processes, and additional disclosure requirements that may be necessary.
A reliable estimate of the quantitative impact of Ind AS 116 on the financial statements will only be possible once the implementation project has been completed.

(ii) Appendix C to Ind AS 12 Uncertainty over Income Tax Treatment

The Interpretation addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of Ind AS 12 and does not apply to taxes or levies outside the scope of Ind AS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments. The Interpretation specifically addresses the following:

- Whether an entity considers uncertain tax treatments separately
- The assumptions an entity makes about the examination of tax treatments by taxation authorities
- How an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates
- How an entity considers changes in facts and circumstances

An entity has to determine whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments. The approach that better predicts the resolution of the uncertainty should be followed. In determining the approach that better predicts the resolution of the uncertainty, an entity might consider, for example, (a) how it prepares its income tax filings and supports tax treatments; or (b) how the entity expects the taxation authority to make its examination and resolve issues that might arise from that examination.
The interpretation is effective for annual reporting periods beginning on or after 1 April 2019, but certain transition reliefs are available. The Company will apply the interpretation from its effective date.

(iii) Amendments to Ind AS 19: Plan Amendment, Curtailment or Settlement

The amendments to Ind AS 19 address the accounting when a plan amendment, curtailment or settlement occurs during a reporting period. The amendments specify that when a plan amendment, curtailment or settlement occurs during the annual reporting period, an entity is required to:

- Determine current service cost for the remainder of the period after the plan amendment, curtailment or settlement, using the actuarial assumptions used to remeasure the net defined benefit liability (asset) reflecting the benefits offered under the plan and the plan assets after that event.
- Determine net interest for the remainder of the period after the plan amendment, curtailment or settlement using: the net defined benefit liability (asset) reflecting the benefits offered under the plan and the plan assets after that event; and the discount rate used to remeasure that net defined benefit liability (asset).

The amendments also clarify that an entity first determines any past service cost, or a gain or loss on settlement, without considering the effect of the asset ceiling. This amount is recognised in profit or loss.

An entity then determines the effect of the asset ceiling after the plan amendment, curtailment or settlement. Any change in that effect, excluding amounts included in the net interest, is recognised in other comprehensive income.

The amendments apply to plan amendments, curtailments, or settlements occurring on or after the beginning of the first annual reporting period that begins on or after 1 April 2019. These amendments will apply only to any future plan amendments, curtailments, or settlements of the Company.

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(aa) Common control business combinations (CCBC) transactions

Business combinations involving entities that are controlled by the Group are accounted for using the pooling of interests method as follows:

- The assets and liabilities of the combining entities are reflected at their carrying amounts from the controlling parties' perspective.
- No adjustments are made to reflect fair values, or recognise any new assets or liabilities. Adjustments are only made to harmonise accounting policies.
- The financial information in the financial statements in respect of prior periods is restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, where the business combination had occurred after that date, the prior period information is restated only from that date.
- The balance of the retained earnings appearing in the financial statements of the transferor is aggregated with the corresponding balance appearing in the financial statements of the transferee or is adjusted against general reserve.
- The identity of the reserves are preserved and the reserves of the transferor become the reserves of the transferee.
- The difference, if any, between the amounts recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve and is presented separately from other capital reserves.

(ab) Rounding of amounts

All amounts in Indian Rupees disclosed in the financial statements and notes thereof have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

Note 2: Critical estimates and judgements

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different that those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

Critical estimates

The areas involving critical estimates are:
i) Estimated fair value of unlisted securities - Note 5(a)
ii) Estimation of defined benefit obligations - Note 13
iii) Impairment of trade receivables - Note 24
iv) Estimation of current tax expense and payable - Note 23

Critical judgements

The areas involving critical judgements are:
i) Estimate useful life of property, plant and equipment and intangible assets - Notes 1(m), 1(n), 3 and 4
ii) Estimation of provision for legal claim and contingent liabilities - Notes 12 and 28

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 3: Property, plant and equipment

(₹ in lakhs)

	Leasehold land	Building	Leasehold improvements	Plant and machinery	Computers	Office equipment	Furniture and fixtures	Vehicles	Total	Capital work-in-progress (CWIP)
Cost or valuation										
At April 1, 2017 Other than ITGD Division	**1,038.71**	**8,629.10**	**34.40**	**8,192.33**	**1,254.89**	**771.10**	**1,097.14**	**617.82**	**21,635.49**	**311.13**
At April 1, 2017 ITGD Division	**-**	**-**	**-**	**5.18**	**93.91**	**14.44**	**-**	**-**	**113.53**	**-**
Additions (including transfers from CWIP)	-	31.32	-	765.82	94.69	36.21	24.65	264.89	1,217.58	-
Additions of ITGD Division	-	-	-	25.47	67.25	2.56	-	-	95.28	-
Disposals	-	-	-	(785.15)	(20.14)	(19.92)	(2.17)	(55.82)	(883.20)	-
Transfers	-	-	-	-	-	-	-	-	-	(255.37)
At March 31, 2018 Other than ITGD Division	**1,038.71**	**8,660.42**	**34.40**	**8,173.00**	**1,329.44**	**787.39**	**1,119.62**	**826.89**	**21,969.87**	**55.76**
At March 31, 2018 ITGD Division	**-**	**-**	**-**	**30.65**	**161.16**	**17.00**	**-**	**-**	**208.81**	**-**
Additions (including transfers from CWIP)	-	50.44	20.81	1,303.15	420.14	77.78	25.50	34.98	1,932.80	347.24
Disposals	-	-	(0.66)	(89.78)	(2.99)	(0.16)	(98.57)	(100.83)	(292.99)	-
Transfers	-	-	-	-	-	-	-	-	-	-
At March 31, 2019	**1,038.71**	**8,710.86**	**54.55**	**9,386.37**	**1,746.59**	**865.01**	**1,046.55**	**761.04**	**23,609.68**	**403.00**
Depreciation and Impairment										
At April 1, 2017	33.04	495.70	14.01	2,689.04	587.42	556.38	288.27	115.25	4,779.11	-
Depreciation charge during the year	16.52	253.16	4.93	1,132.99	353.54	134.44	145.24	96.96	2,137.78	-
Disposals	-	-	-	(754.01)	(19.99)	(19.32)	(1.97)	(49.17)	(844.46)	-
At March 31, 2018	**49.56**	**748.86**	**18.94**	**3,068.02**	**920.97**	**671.50**	**431.54**	**163.04**	**6,072.43**	**-**
Depreciation charge during the year	16.52	254.44	4.86	1,157.85	328.94	57.93	149.83	107.79	2,078.16	-
Disposals	-	-	(0.66)	(51.03)	(1.96)	(0.16)	(54.45)	(36.37)	(144.63)	-
At March 31, 2019	**66.08**	**1,003.30**	**23.14**	**4,174.84**	**1,247.95**	**729.27**	**526.92**	**234.46**	**8,005.96**	**-**
Net book value										
At March 31, 2019	**972.63**	**7,707.56**	**31.41**	**5,242.18**	**659.80**	**152.74**	**519.63**	**526.58**	**15,812.53**	**403.00**
At March 31, 2018	**989.15**	**7,911.56**	**15.46**	**5,135.63**	**569.63**	**132.89**	**688.08**	**663.85**	**16,106.25**	**55.76**
At April 1, 2017	**1,005.67**	**8,133.40**	**20.39**	**5,508.47**	**761.38**	**229.16**	**808.87**	**502.57**	**16,969.91**	**311.13**

(i) Leased assets

The Company has acquired a leasehold land from New Okhla Industrial Development Authority under finance lease. The lease term in respect of land acquired under finance lease is 73 years.

(ii) Contractual obligations

Refer to note 29(a)(i) for disclosure of contractual commitments for the acquisition of property, plant and equipment.

(iii) Capital work in progress

Capital expenditure on assets, largely comprise of networking and broadcast equipments not yet ready to use.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 4: Intangible assets

(₹ in lakhs)

	Production software	Computer software	CTI site BECIL	Digital rights*	Licence fees	Total	Intangible assets under development
Cost							
At April 1, 2017 Other than ITGD Division	87.01	377.46	54.71	3,487.50	-	4,006.68	6.56
At April 1, 2017 ITGD Division	-	-	-	-	-	-	90.78
Additions	15.02	25.44	-	7.99	7,136.80	7,185.25	80.54
Disposals	-	-	-	-	-	-	-
Transfer	-	-	-	-	-	-	(6.56)
At March 31, 2018 Other than ITGD Division	**102.03**	**402.90**	**54.71**	**3,495.49**	**7,136.80**	**11,191.93**	**80.54**
At March 31, 2018 ITGD Division	**-**	**-**	**-**	**-**	**-**	**-**	**90.78**
Additions	295.54	19.05	-	-	-	314.59	10.13
Disposals	-	-	-	-	-	-	-
Transfer	-	-	-	-	-	-	(171.32)
At March 31, 2019	**397.57**	**421.95**	**54.71**	**3,495.49**	**7,136.80**	**11,506.52**	**10.13**
Amortisation and Impairment							
At April 1, 2017	13.97	231.67	52.52	775.93	-	1,074.09	-
Amortisation for the year	12.30	111.53	2.19	388.04	475.69	989.75	-
At March 31, 2018	26.27	343.20	54.71	1,163.97	475.69	2,063.84	-
Amortisation for the year	88.08	31.42	-	388.17	554.71	1,062.38	-
At March 31, 2019	**114.35**	**374.62**	**54.71**	**1,552.14**	**1,030.40**	**3,126.22**	**-**
Net book value							
At March 31, 2019	**283.22**	**47.33**	**-**	**1,943.35**	**6,106.40**	**8,380.30**	**10.13**
At March 31, 2018	**75.76**	**59.70**	**-**	**2,331.52**	**6,661.11**	**9,128.09**	**171.32**
At April 1, 2017	**73.04**	**145.79**	**2.19**	**2,711.57**	**-**	**2,932.59**	**97.34**

(i) Refer to note 29(a)(i) for disclosure of contractual commitments for acquisition of intangible assets.

* Digital rights includes rights of the company's news channels acquired from its holding company, Living Media India Limited.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 5: Financial assets

5(a) Non-current investments

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Investment in equity instrument (unquoted)		
Subsidiary Companies		
150,000 (March 31, 2018: 150,000) equity shares of Rs10 each fully paid up in T.V. Today Network (Business) Limited	15.00	15.00
94,807,389 (March 31, 2018: 94,807,389) equity shares of Rs10 each fully paid up in India Today Online Private Limited	1,714.27	1,918.31
72,153,135 (March 31, 2018: 72,153,135) equity shares of Rs10 each fully paid up in Mail Today Newspapers Private Limited	4,640.84	4,836.80
100,000 (March 31, 2018: 100,000) equity shares of ₹10 each fully paid up in Vibgyor Broadcasting Private Limited	1.00	1.00
Other Companies		
100,100 (March 31, 2018: Nil) equity shares of ₹10 each fully paid up in Digital News Publishers Association	10.01	-
Total non current investments	**6,381.12**	**6,771.11**
Aggregate amount of unquoted investments	6,381.12	6,771.11
Aggregate amount of impairment in the value of investments during the year	400.00	700.00

5(b) Trade receivables

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Trade receivables	20,781.61	20,515.34
Receivables from related parties (refer note 27)	10.25	86.60
Less: Impairment allowance on trade receivables which have significant increase in credit risk	(3,373.81)	(2,752.04)
Total receivables	**17,418.05**	**17,849.90**
Current portion	17,418.05	17,849.90
Non-current portion	-	-

Break-up of security details (₹ in lakhs)

	March 31, 2019	March 31, 2018
Considered good, secured	-	-
Considered good, unsecured	17,418.05	17,849.90
Receivables having significant increase in credit risk, and	3,373.81	2,752.04
Receivables, credit impaired	-	-
Total	**20,791.86**	**20,601.94**
Less: Impairment allowance on trade receivables having significant increase in credit risk	(3,373.81)	(2,752.04)
Total trade receivables	**17,418.05**	**17,849.90**

No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member, other than those mentioned in note 27.

Trade receivables are non-interest bearing and are generally on terms of 0 to 90 days."

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

5(c) Cash and cash equivalents

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Balances with banks		
in current accounts	2,362.98	1,687.27
in EEFC accounts	305.38	125.02
Cash on hand	6.81	4.74
Total cash and cash equivalents	**2,675.17**	**1,817.03**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior periods.

5(d) Bank balances other than mentioned in 5(c) above other bank balances

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Other bank balances		
Long-term deposits with original maturity more than 3 months but less than 12 months	26,312.35	17,946.37
Unpaid dividend accounts	18.26	16.70
Total other bank balances	**26,330.61**	**17,963.07**

5(e) Loans

(₹ in lakhs)

	March 31, 2019		March 31, 2018	
	Current	Non current	Current	Non current
Unsecured, considered good				
Loan to related parties (refer note 27)	550.00	-	260.20	-
Loan to employees	4.63	18.20	5.78	20.60
Total loans	**554.63**	**18.20**	**265.98**	**20.60**

5(f) Other financial assets

Unsecured, considered good, unless otherwise stated:

(₹ in lakhs)

	March 31, 2019		March 31, 2018	
	Current	Non current	Current	Non current
Long-term deposits with banks with remaining maturity period				
- More than 12 months	-	2,314.74	-	9,727.75
- Less than 12 months	9,582.09	-	310.21	-
Claims recoverable				
- Considered good	8.66	-	25.90	-
- Considered doubtful	15.09	-	15.09	-
Less: Allowance for doubtful claims recoverable	(15.09)	-	(15.09)	-
Advance recoverable				
- Considered good	-	-	-	-
- Considered doubtful	29.17	-	34.97	-
Less: Allowance for doubtful advance recoverable	(29.17)	-	(34.97)	-
Security deposits				
- Related parties (refer note 27)	10.91	-	10.46	-
- Others				
- Considered good	15.86	683.57	117.57	489.40
- Considered doubtful	4.35	-	4.35	-

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Less: Allowance for doubtful security deposits	(4.35)	-	(4.35)	-
Interest accrued on loan to related parties	36.05	-	-	-
Total other financial assets	**9,653.57**	**2,998.31**	**464.14**	**10,217.15**

Note 6: Deferred tax assets (net)

The balance comprises temporary differences attributable to:

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Defined benefit obligations	230.13	316.32
Provision for bonus	32.60	32.29
	262.74	**348.61**
Other Items		
Allowance for doubtful debts and advances	1,338.44	1,119.46
Disallowances under section 40(a) of the Income Tax Act, 1961	1,488.93	1,001.13
Others	-	(14.85)
	2,827.37	**2,105.74**
Total deferred tax assets	**3,090.11**	**2,454.35**
Set-off of deferred tax liabilities pursuant to set-off provisions:		
Property, plant and equipment and Intangibles	(1,366.41)	(1,077.73)
Net deferred tax assets	**1,723.70**	**1,376.62**

Movement in deferred tax assets

(₹ in lakhs)

	Defined benefit obligations	Provision for bonus	Allowance for doubtful debts and advances	Disallowances under section 40(a)	Deferred tax assets - others	Property, plant and equipment and Intangibles	Total
As at April 1, 2017	**235.37**	**66.71**	**863.29**	**1,088.56**	**12.05**	**(816.93)**	**1,449.05**
(Charged)/credited:							
- to profit or loss	61.01	(34.42)	256.17	(87.43)	(26.90)	(260.80)	(92.37)
- to other comprehensive income	19.94	-	-	-	-	-	19.94
As at March 31, 2018	**316.32**	**32.29**	**1,119.46**	**1,001.13**	**(14.85)**	**(1,077.73)**	**1,376.62**
(Charged)/credited:							
- to profit or loss	(64.59)	0.31	218.98	487.80	14.85	(288.68)	368.68
- to other comprehensive income	(21.60)	-	-	-	-	-	(21.60)
As at March 31, 2019	**230.13**	**32.60**	**1,338.44**	**1,488.93**	**-**	**(1,366.41)**	**1,723.70**

Note 7: Other non-current assets

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Capital advances		
- Considered good	136.30	58.04
- Considered doubtful	10.46	10.46

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Less: Allowance for doubtful capital advances	(10.46)	(10.46)
Advance to vendors	-	14.50
Prepaid expenses	21.79	43.49
Total other non-current assets	**158.09**	**116.03**

Note 8: Current tax assets (net)

(₹ in lakhs)

Advance Income tax	March 31, 2019	March 31, 2018
Opening balance	3,308.92	3,657.99
Add: Taxes paid (net of refunds)	7,120.82	6,003.82
Less: Current tax expense for the year	(7,617.56)	(6,352.89)
Closing balance of advance tax	**2,812.18**	**3,308.92**
Advance fringe benefits tax		
Opening balance	10.80	10.80
Add: Current tax paid for the year	-	-
Less: Tax payable	-	-
Closing balance of advance fringe benefits tax	**10.80**	**10.80**
Total current tax assets (net)	**2,822.98**	**3,319.72**

Note 9: Other current assets

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Receivables against exchange of services		
- Others		
- Considered good	325.72	290.22
- Considered doubtful	347.42	293.01
Less: Allowance for doubtful receivables against exchange of services	(347.42)	(293.01)
Unbilled Revenue	736.59	163.84
Prepaid expenses	798.77	378.92
Balance with government authorities	1,885.83	1,405.26
Advances		
- Related parties (note 27)	311.01	274.06
- Others		
- Considered good	378.63	289.21
- Considered doubtful	79.85	154.85
Less: Allowance for doubtful advances	(79.85)	(154.85)
Total other current assets	**4,436.55**	**2,801.51**

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 10: Equity share capital and other equity

10(a) Share capital

Authorised share capital

	Equity shares		Preference shares	
	Number of shares	(₹ in lakhs)	Number of shares	(₹ in lakhs)
As at March 31, 2017	6,80,00,000	3,400.00	3,00,000	300.00
Increase during the year	-	-	-	-
As at March 31, 2018	**6,80,00,000**	**3,400.00**	**3,00,000**	**300.00**
Increase during the year	-	-	-	-
As at March 31, 2019	**6,80,00,000**	**3,400.00**	**3,00,000**	**300.00**

(i) Issued equity capital

	Notes	Number of shares (in nos.)	Equity share capital (par value) (₹ in lakhs)
Equity shares of Rs. 5 each issued, subscribed and fully paid			
As at March 31, 2017		5,96,53,615	2,982.68
Issue of share capital		-	-
As at March 31, 2018		5,96,53,615	2,982.68
Issue of share capital	30	7,500	0.38
As at March 31, 2019		**5,96,61,115**	**2,983.06**

Terms and rights attached to equity shares

The Company has one class of equity shares having a par value of Rs. 5 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding. .

Shares reserved for issue under options

Information relating to T.V. Today Network Limited Employee Stock Option Plan, including details of options issued, exercised and lapsed during the financial year and options outstanding at the end of the reporting period, is set out in note 30.

(ii) Shares of the Company held by holding company

	March 31, 2019	March 31, 2018
Equity shares:	**(No. of shares)**	**(No. of shares)**
Living Media India Limited, the holding company	3,39,54,333	3,39,54,333

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

(iii) Details of shareholders holding more than 5% shares in the Company

	March 31, 2019		March 31, 2018	
	Number of shares	% holding	Number of shares	% holding
Equity shares:				
Living Media India Limited, the holding company	3,39,54,333	56.91%	3,39,54,333	56.92%
Steinberg India Emerging Opportunities Fund Limited	33,20,000	5.56%	32,75,000	5.49%
HDFC Trustee Co. Limited A/c (HDFC retirement savings fund - equity plan)	40,65,359	6.81%	12,25,555	2.05%

(iv) Aggregate number of shares issued for consideration other than cash

	During the year ended March 31, 2019 Number of shares	During the year ended March 31, 2018 Number of shares	During the year ended March 31, 2017 Number of shares	During the year ended March 31, 2016 Number of shares	During the year ended March 31, 2015 Number of shares
Equity shares issued under the Employee Stock Option Plan as consideration for services rendered by employees (refer note 30)	7,500	-	-	5,000	1,60,500

10(b) Reserves and surplus

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Securities premium	5,395.89	5,389.28
Capital contribution in the form of gifting of shares	2,275.38	2,275.38
Capital reserve	(1,366.38)	(1,366.38)
General reserve	7,931.79	7,931.79
Share options outstanding account	1.13	2.25
Retained earnings	66,415.19	55,002.92
Total reserves and surplus	**80,653.00**	**69,235.24**

(i) Securities premium

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Opening balance	5,389.28	5,389.28
Add: Transferred from stock options outstanding account	1.12	-
Add: Received on issue of equity shares	5.49	-
Closing balance	**5,395.89**	**5,389.28**

(ii) Capital contribution in the form of gifting of shares

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Opening balance	2,275.38	2,275.38
Add: Share of gift received from holding company	-	-
Closing balance	**2,275.38**	**2,275.38**

(iii) Capital reserve

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Opening balance	(1,366.38)	950.47
Less: Adjustments made in ITGD Division before acquisition on January 1, 2018	-	(316.85)
Less: Consideration paid to holding company for acquisiton of ITGD Division (refer note 34)	-	(2,000.00)
Closing balance	**(1,366.38)**	**(1,366.38)**

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

(iv) General reserve

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Opening balance	7,931.79	7,931.79
Add: adjustments during the year	-	-
Closing balance	**7,931.79**	**7,931.79**

(v) Share options outstanding account

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Opening balance	2.25	2.25
Less: Options adjusted during the year transferred to securities premium	(1.12)	-
Closing balance	**1.13**	**2.25**

(vi) Retained earnings

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Opening balance	55,002.92	44,129.54
Net profit for the year	12,990.44	12,347.01
Items of other comprehensive income recognised directly in retained earnings		
- Remeasurements of post-employment benefit obligation, net of tax	40.13	(37.68)
Dividend on equity shares for previous year	(1,342.37)	(1,193.07)
Dividend distribution tax on dividend for previous year	(275.93)	(242.88)
Closing balance	**66,415.19**	**55,002.92**

Nature and purpose of reserves and surplus

Securities premium

Securities Premium represents the amount received in excess of par value of equity shares.Section 52 of Companies Act, 2013 specifies restriction and utilisation of security premium.

Capital contribution in the form of gifting of shares

During the year ended March 31,2017, the Company received 100% equity shares of India Today Online Private Limited ("ITOPL"), by way of a gift (involving no monetary consideration) from Living Media India Limited, the holding company. The gift received by the Company was recognised at fair value with corresponding credit to capital contribution considering the parent-subsidiary relationship and the economic substance of the transaction.

Capital reserve

Capital reserve balance represents the balance payable to Holding Company equivalent to net assets in the financial statements of ITGD Division which was offset with the adjustments made by the holding Company from ITGD Division before the date of acquisition (i.e. January 1, 2018) and the actual payment made as consideration for acquiring ITGD Division. Refer note 34 for details.

General reserve

General reserve represents the statutory reserve, in accordance with Companies Act, 1956 wherein it was mandatory to transfer a portion of profit to general reserve before a company declare dividend. However under Companies Act, 2013 such transfer to General reserve is at the discretion of the Company.

Share options outstanding account

The share options outstanding account is used to recognise the grant date fair value of options issued to employees under TV Today Network Limited Employee Stock Option Plan. The balance in this account represents the grant date fair value of options which are yet to be exercised by the employees.

Retained earnings

Retained earnings represent the undistributed profits of the Company.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 11: Financial liabilities

11(a) Other financial liabilities

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Non-current		
Security deposits	78.94	15.39
Total other non-current financial liabilities	**78.94**	**15.39**
Current		
Book overdraft with bank	-	736.98
Unpaid dividends	18.26	16.70
Employee benefits payable		
- Key Management Personnel (refer note 27)	1,430.01	1,150.77
- Others	1,143.84	1,025.26
Capital creditors	209.99	99.89
Security deposits	3.00	67.65
Total other current financial liabilities	**2,805.10**	**3,097.25**

11(b) Trade payables

(₹ in lakhs)

	March 31, 2018	March 31, 2017
Current		
Trade payables		
(a) Total outstanding dues of micro enterprises and small enterprises (refer note 38)	87.82	-
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	6,957.40	7,232.72
(c) Trade payables to related parties (refer note 27)	190.58	620.30
Total trade payables	**7,235.80**	**7,853.02**

Trade payables as mentioned above are non-interest bearing and are normally settled on 60-days terms.

Note 12: Long term provisions

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Legal claim	700.97	700.97
Total	**700.97**	**700.97**

(i) Information about individual provisions and significant estimates

Legal claim

Claim from Prasar Bharti towards uplinking charges: A provision has been recognised on an estimated basis amounting to Rs.700.97 lakhs (March 31, 2018: Rs. 700.97 lakhs). In the opinion of the management, based on its understanding of the case and consideration of the opinion received from its counsel, the provision made in the books is considered to be adequate.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

(ii) Movements in provisions

Movements in each class of provision during the financial year, are set out below:

(₹ in lakhs)

	Total Legal claims
As at April 01, 2017	**674.92**
Charged to profit or loss	
-accrual of interest	26.05
Amounts paid during the year	-
As at March 31, 2018	**700.97**
Charged to profit or loss	
-accrual of interest	-
Amounts paid during the year	-
As at March 31, 2019	**700.97**

Note 13: Employee defined benefit liabilities

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Non-current		
Gratuity (ii)	110.88	464.26
Total non-current employee benefit liabilities	**110.88**	**464.26**
Current		
Leave obligations (i)	884.94	786.98
Total current employee benefit liabilities	**884.94**	**786.98**

(i) Leave obligations

The leave obligations cover the Company's liability of earned leave.

The amount of the provision of Rs. 884.94 lakhs (March 31, 2018 Rs. 786.98 lakhs) is presented as current since the Company does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the Company does not expect all employees to take full amount of accrued leave or require payment within the next 12 months. The following amounts reflect leave that is not expected to be taken or paid within the next 12 months.

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Current leave obligations not expected to be settled within the next 12 months	756.67	685.31

(ii) Post-employment obligations

Gratuity

The Company provides for gratuity for employees as per the Payment of Gratuity Act, 1972. The employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement / termination is the employee's last drawn basic salary per month computed proportionately for 15 days salary multiplied with the number of years of service. The gratuity plan is a funded plan and the Company makes contributions to recognised funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments. As the estimated payout in next 12 months, from the balance sheet date, for the defined benefit obligation is less that the fair value of plan assets, hence, the net liability has been considered as non-current.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

(iii) Defined contribution plans

The Company also has certain defined contribution plans. Contributions are made to provident fund, employee pension scheme and employee's state insurance scheme for employees as per regulations. The contributions are made to registered funds administered by the government. The obligation of the Company is limited to the amount contributed and it has no further contractual or any constructive obligation. The expense recognised during the period towards defined contribution plan is Rs 805.71 lakhs (March 31, 2018 Rs. 715.83 lakhs).

Balance sheet amounts - Gratuity

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

(₹ in lakhs)

	Present value of obligation	Fair value of plan assets	Net amount
April 1, 2017	**1,192.72**	**(868.12)**	**324.60**
Current service cost	196.61	-	196.61
Interest expense/ (income)	86.38	(62.51)	23.87
Total amount recognised in profit or loss	**282.99**	**(62.51)**	**220.48**
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/ (income)	-	(7.00)	(7.00)
(Gain)/loss from change in demographic assumptions	11.90	-	11.90
Gain from change in financial assumptions	(10.98)	-	(10.98)
Experience (gains)/losses	54.94	-	54.94
Past service cost, including losses on curtailments	8.76	-	8.76
Total amount recognised in other comprehensive income	**64.62**	**(7.00)**	**57.62**
Employer contributions	(10.19)	(128.25)	(138.44)
Benefit payments	(81.33)	81.33	-
March 31, 2018	**1,448.81**	**(984.55)**	**464.26**
Current service cost	212.45	-	212.45
Current service cost for resigned employees	11.16	-	11.16
Interest expense/(income)	107.24	(72.86)	34.38
Total amount recognised in profit or loss	**330.85**	**(72.86)**	**257.99**
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	(37.71)	(37.71)
Loss from change in demographic assumptions	-	-	-
Gain from change in financial assumptions	(11.33)	-	(11.33)
Experience (gains)/losses	(12.69)	-	(12.69)
Past service cost, including losses on curtailments	-	-	-
Total amount recognised in other comprehensive income	**(24.02)**	**(37.71)**	**(61.73)**
Employer contributions	-	(549.64)	(549.64)
Benefit payments	(117.09)	117.09	-
March 31, 2019	**1,638.55**	**(1,527.67)**	**110.88**

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

The net liability disclosed above relates to funded plan as follows:

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Present value of funded obligation	1,638.55	1,448.81
Fair value of plan assets	(1,527.67)	(984.55)
Deficit of funded plan	**110.88**	**464.26**

The Company has no legal obligation to settle the deficit in the funded plans with an immediate contributions or additional one of contributions. The Company intends to continue to contribute the defined benefit plans in line with the actuary's latest recommendations.

The significant actuarial assumptions were as follows:

	March 31, 2019	March 31, 2018
Discount rate	7.60%	7.40%
Salary growth rate	6.50%	6.50%
Expected rate of return on plan assets	7.50%	7.50%
Mortality rate	Indian Assured Lives Mortality (2006-08) ultimate table	

(v) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analyses below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

(I) Changes in defined benefit obligation due to 1% increase/decease in discount rate, if all other assumptions remain constant.

(₹ in lakhs)

Particulars	March 31, 2019	March 31, 2018
a) Defined benefit obligation	1,638.55	1,448.81
b) Defined benefit obligation at 1% increase in discount rate	1,530.95	1,360.44
c) Defined benefit obligation at 1% decrease in discount rate	1,735.17	1,547.81
d) Decrease in defined benefit obligation due to 1% increase in discount rate (a-b)	107.60	88.37
e) Increase in defined benefit obligation due to 1% decrease in discount rate (c-a)	96.62	99.00

(II) Changes in defined benefit obligation due to 1% increase/decrease in expected rate of salary growth rate, if all other assumptions remain constant.

(₹ in lakhs)

	March 31, 2019	March 31, 2018
a) Defined benefit obligation	1,638.55	1,448.81
b) Defined benefit obligation at 1% increase in expected salary growth rate	1,723.49	1,538.07
c) Defined benefit obligation at 1% decrease in expected salary growth rate	1,538.74	1,366.80
d) Increase in defined benefit obligation due to 1% increase in expected salary growth rate (b-a)	84.94	89.26
e) Decrease in defined benefit obligation due to 1% decrease in expected salary growth rate (a-c)	99.81	82.01

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumption the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied while calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

(vi) The major categories of plan assets are as follows:

(₹ in lakhs)

	March 31, 2019		March 31, 2018	
	Unquoted	%	Unquoted	%
Equity Instruments				
Plan assets with recognised gratuity trust which has taken a gratuity policy with the Life Insurance Corporation of India (LIC)	1,527.67	100%	984.55	100%
Total	**1,527.67**	**100%**	**984.55**	**100%**

Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to yield on government bonds. If plan liability is funded and return on plan assets is lower than yield on the government bonds, it will create a plan deficit.
Interest risk (discount rate risk)	A decrease in the bond interest rate (discount rate) will increase the plan liability.

The Company ensures that investment positions are managed within an asset/liability matching (ALM) framework that has been developed to achieve long term investments that are in line with the obligations under employee benefit plans. Within this framework, the Company's ALM objective is to match assets to the Gratuity obligations by investing in Plan assets with recognised gratuity trust which has taken a gratuity policy with the Life Insurance Corporation of India (LIC) with maturities that match the benefit payments as they fall due.

The Company actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations. The Company has not changed the processes to manage its risk from previous periods.

The Company believes the LIC policy offers reasonable returns over the long-term with an acceptable level of risk.

The plan asset mix is in compliance with the requirements of the local regulations.

(viii) Defined benefit liability and employer contributions

The Company has agreed that it will aim to eliminate the deficit in defined benefit gratuity plan over the coming years. Funding levels are monitored on an annual basis and the current agreed contribution rate is as advised by the LIC. The Company considers that the contribution rates set at the last valuation date are sufficient to eliminate the deficit over the coming years and that regular contributions, which are based on service costs, will not increase significantly.

Expected contribution to post-employment benefit plan for the year ending March 31, 2019 is ₹154.51 lakhs.

The weighted average duration of the defined benefit obligation as at March 31, 2019 is 9.32 years (March 31, 2018 10.03 years). The expected maturity analysis of gratuity is as follows:

(₹ in lakhs)

	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
March 31, 2019					
Defined benefit obligation	175.72	155.77	443.13	863.93	1,638.55
Total	**175.72**	**155.77**	**443.13**	**863.93**	**1,638.55**
March 31, 2018					
Defined benefit obligation	146.95	134.60	371.79	795.49	1,448.83
Total	**146.95**	**134.60**	**371.79**	**795.49**	**1,448.83**

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2019

Note 14: Other liabilities

(₹ in lakhs)

	March 31, 2019		March 31, 2018	
	Current	Non current	Current	Non current
Trade payables against exchange of services				
- Related parties (refer note 27)	139.28	-	132.96	-
- Others	99.38	-	33.38	-
Deferred revenue	1,767.69	-	1,057.35	-
Statutory dues payables (including provident fund and tax deducted at source)	1,980.48	-	1,868.86	-
Advances from customers	337.37	-	211.20	-
Others liabilities	0.05	-	4.74	-
Total other liabilities	**4,324.25**	**-**	**3,308.49**	**-**

Note 15: Revenue from contracts with customers

The Company derives the following types of revenue:

(₹ in lakhs)

Revenue from contracts with customers:	Year ended March 31, 2019	Year ended March 31, 2018
Sale of services :		
- Advertisement income	61,239.63	60,220.19
- Subscription income	1,615.18	2,254.00
- Income from digital business	7,429.61	6,046.42
Revenue from exchange of services - Advertisement income	481.56	355.41
Others	259.18	240.43
Total revenue from contracts with customers	**71,025.16**	**69,116.45**

15.1 Disaggregated revenue information:

Set out below is the disaggregation of the Company's revenue from contracts with customers (net of inter segment revenue):

Segment	March 31, 2019		
	Television broadcasting	Radio broadcasting	Others
Type of services:			
- Advertisement income	59,134.73	2,104.90	-
- Subscription income	1,429.80	-	185.38
- Income from digital business	34.83	-	7,394.78
- Revenue from exchange of services - Advertisement income	256.77	224.79	-
- Others	259.18	-	-
Total revenue from contracts with customers	**61,115.31**	**2,329.69**	**7,580.16**
- India	59,865.33	2,329.69	4,200.39
- Outside India	1,249.98	-	3,379.77
Total revenue from contracts with customers	**61,115.31**	**2,329.69**	**7,580.16**
Timing of revenue recognition:			
- Services rendered at a point in time	59,426.33	2,329.69	7,394.78
- Services transferred over time	1,688.98	-	185.38
Total revenue from contracts with customers	**61,115.31**	**2,329.69**	**7,580.16**

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Set out below is the reconciliation of revenue from contracts with the customers with the amount disclosed in the segment information

	March 31, 2019		
	Television broadcasting	Radio broadcasting	Others
External customer	61,115.31	2,329.69	7,580.16
Inter-segment	-	-	47.10
	61,115.31	**2,329.69**	**7,627.26**
Inter-segment adjustment and elimination	-	-	(47.10)
Total revenue from contracts with customers	**61,115.31**	**2,329.69**	**7,580.16**

15.2 Contract balances:

(₹ in lakhs)

	March 31, 2019
Trade receivables, other than those against exchange of services (refer note 5(b))	17,418.05
Contract assets (i.e. unbilled revenue, refer note 9)	736.59
Contract liabilities (i.e. deferred revenue and advance from customers, refer note 14)	(2,105.06)

Trade receivables are non-interest bearing and are generally on terms of 0 to 90 days. Refer note 5(b), and 25 for details on trade receivables.

Contract assets are recognised when there is excess of revenue earned over billings on contracts with customers. Unbilled receivables are classified as contract assets (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Contract liabilities are recognised when there is excess of invoicing over revenue earned on contracts with customers. Deferred revenue are classified as contract liabilities where invoicing was made in advance or the advance received from the customers while performance of services is pending.
Right of return assets and refund liabilities are not present in contracts with customers.

(₹ in lakhs)

Set out below is the amount of revenue recognised from:	March 31, 2019
Amounts included in contract liabilities at the beginning of the year	(1,057.35)
Amounts included in contract assets at the beginning of the year	163.84
Amount billed during the year	71,162.75
Amounts included in contract liabilities at the end of the year	(1,767.69)
Amounts included in contract assets at the end of the year	736.59
Total revenue from contracts with customers	**71,025.16**

15.3 Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price:

(₹ in lakhs)

	March 31, 2019
Revenue as per contracted price	72,872.80
Adjustments:	
Agency incentive	(1,847.64)
Revenue from contract with customers	**71,025.16**

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

15.4 Performance obligation:

Please refer note 1(d) in accounting policies for performance obligation in relation to revenue from contracts with customers.

Note 16: Other income and other gains/(losses)

(a) Other income

(₹ in lakhs)

	Year ended March 31, 2019	Year ended March 31, 2018
Rental income	151.07	226.19
Interest income from financial assets at amortised cost	2,608.70	1,839.12
Unwinding of discount on security deposits	5.51	19.21
Interest income on income tax refund	248.42	-
Miscellaneous income	669.45	235.55
Total other income	**3,683.15**	**2,320.07**

(b) Other gains/(losses)

(₹ in lakhs)

	Year ended March 31, 2019	Year ended March 31, 2018
Net foreign exchange gains/(losses)	46.40	22.94
Total other gains/(losses)	**46.40**	**22.94**

Note 17: Production costs

(₹ in lakhs)

	Year ended March 31, 2019	Year ended March 31, 2018
Reporting expenses	986.35	1,086.72
Up-linking charges	224.24	231.29
Assignment charges	246.73	91.28
Subscription charges	390.63	356.63
Transponder lease rentals	1,124.91	1,081.70
Programme procurement expenses	3.95	17.07
Royalty fee	697.77	558.21
Equipment Hire charges	345.24	224.39
Freelancer fee	675.55	567.83
Outdoor Broadcasting van operational expenses	288.99	321.78
Licence fee	666.11	824.93
Content fee	69.94	75.05
Technical fee	817.41	1,193.19
Others	637.55	205.86
Total production costs	**7,175.37**	**6,835.93**

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 18: Employee benefits expense

(₹ in lakhs)

	Year ended March 31, 2019	Year ended March 31, 2018
Salaries, wages and bonus	19,425.99	18,068.93
Contribution to provident and other funds	805.71	715.83
Gratuity (refer note 13)	257.99	220.49
Leave compensation (refer note 13)	183.58	192.05
Staff welfare expenses	512.74	54.06
Total employee benefits expense	**21,186.01**	**19,251.36**

Note 19: Depreciation and amortisation expense

(₹ in lakhs)

	Year ended March 31, 2019	Year ended March 31, 2018
Depreciation of property, plant and equipment (refer note 3)	2,078.16	2,137.78
Amortisation of intangible assets (refer note 4)	1,062.38	989.75
Total depreciation and amortisation expense	**3,140.54**	**3,127.53**

Note 20: Other expenses

(₹ in lakhs)

	Year ended March 31, 2019	Year ended March 31, 2018
Advertising, distribution and sales promotion	12,029.06	11,622.56
Water and electricity charges	883.10	768.23
Rental charges	827.16	816.24
Repair and maintenance :		
Building	136.54	116.33
Plant and machinery	618.71	642.86
Others	204.31	163.02
Insurance	191.64	169.67
Rates and taxes	100.40	111.64
Travelling and conveyance	2,108.55	1,903.38
Payments to auditors (refer note 20(a))	58.63	50.59
Corporate social responsibility expenditure (refer note 20(b))	337.59	283.63
Legal and professional fees	903.63	733.30
Printing and stationery	60.54	43.29
Telephone and communication charges	386.61	428.64
Car hire charges	1,033.98	805.77
Housekeeping expenses	662.20	681.48
Vehicle running and maintenance	65.84	57.47
Freight and courier	21.37	27.38
Guard services expenses	287.51	276.54
Newspapers and periodicals	12.45	12.46
Business promotion	572.69	509.27
Software expenses	49.39	79.04

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2019

(₹ in lakhs)

	Year ended March 31, 2019	Year ended March 31, 2018
Fixed assets written off	0.63	4.15
Allowances for doubtful debts- trade receivables	621.77	766.62
Allowances for doubtful debts- trade receivables on exchange of services	54.41	62.16
Bad debts	-	4.31
Net loss/(gain) on disposal of property, plant and equipment	82.57	14.80
Miscellaneous expenses	259.74	140.74
Total other expenses	**22,571.02**	**21,295.57**

Note 20(a): Details of payments to auditors

(₹ in lakhs)

	Year ended March 31, 2019	Year ended March 31, 2018
Payments to auditors		
As auditor:		
Statutory audit fee	17.00	17.00
Tax audit fee	2.00	2.00
Limited Review	24.00	23.00
In other capacities:		
Other Service	10.00	5.50
Re-imbursement of expenses	5.63	3.09
Total payments to auditors	**58.63**	**50.59**

Note 20(b): Corporate social responsibility expenditure

(₹ in lakhs)

	Year ended March 31, 2019	Year ended March 31, 2018
Contribution to Care Today Fund	10.00	283.63
Contribution to Education Today	327.59	-
Total	**337.59**	**283.63**
Amount required to be spent as per Section 135 of the Act		
Amount spent during the year on:		
(i) Construction/acquisition of an asset	-	-
(ii) On purposes other than (i) above	337.59	283.63

Note 21: Finance costs

(₹ in lakhs)

	Year ended March 31, 2019	Year ended March 31, 2018
Interest and finance charges on financial liabilities not at fair value through profit or loss	-	0.92
Accrual of interest on legal claim (refer note 12)	-	26.05
Other borrowing costs	39.69	23.09
Interest on shortfall of advance tax	2.76	28.26
Total finance costs	**42.45**	**78.32**

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 22: Exceptional items

(₹ in lakhs)

	Year ended March 31, 2019	Year ended March 31, 2018
Fair value loss on investment in subsidiaries at fair value through profit and loss (refer note 39(i))	400.00	700.00
Interest on migration fee to Ministry of Information & Broadcasting (refer note 39(ii))	-	1,378.48
Total exceptional items	**400.00**	**2,078.48**

Note 23: Income tax expense

This note provides an analysis of the Company's income tax expense and how the tax expense is affected by non-assessable and non-deductible items. It also explains significant estimates made in relation to the Company's tax position.

(₹ in lakhs)

	Year ended March 31, 2019	Year ended March 31, 2018
(a) Income tax expense		
Current tax		
Current tax on profits for the year	7,617.56	6,352.89
Total current tax expense	**7,617.56**	**6,352.89**
Deferred tax		
Deferred tax (credit) / charge	(368.68)	92.37
Total deferred tax expense	**(368.68)**	**92.37**
Income tax expense	**7,248.88**	**6,445.26**

(b) Reconciliation of tax expenses and the accounting profit multiplied by stipulated tax rates:

(₹ in lakhs)

	Year ended March 31, 2019	Year ended March 31, 2018
Profit before income tax expense	20,239.32	18,792.27
Less: Profit from ITGD Division before the acquisition date	-	(608.53)
Net profit to be considered for computing tax expense	**20,239.32**	**18,183.74**
Tax at the Indian tax rate of 34.944% (March 31, 2018: 34.608%)	**7,072.43**	**6,293.03**
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Corporate social responsibility expenditure	58.98	49.19
Other items:		
Interest on delayed deposit of tax deducted at source	0.96	10.64
Amortisation expense pertaining to leasehold land	5.77	5.72
Fair value loss on investment in subsidiaries at fair value through profit and loss	139.78	242.26
Others	(29.05)	(155.58)
Income tax expense	**7,248.88**	**6,445.26**

(c) Unrecognised temporary differences

(₹ in lakhs)

	Year ended March 31, 2019	Year ended March 31, 2018
Unrecognised deductible temporary difference pertaining to fair valuation of investment in MTNPL for which no deferred tax asset has been recognised*	38,308.35	37,908.35
Unrecognised deferred tax asset relating to the above temporary differences @ 23.296% (March 31, 2018 : 23.072%)	8,924.31	8,746.21

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

(d) Tax losses

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Unused capital tax losses for which no deferred tax asset has been recognised**	50.93	50.93
Potential tax benefit @ 23.296%, (March 31, 2018 : 23.072%)	11.86	11.75

*Represents temporary fair value loss on investment in Mail Today Newspapers Private Limited and amortisation expense pertaining to leasehold land, but no deferred tax asset has been recognised on such temporary differences as the Company does not expect the same to be deductible in determining taxable profit of future periods.

**The unused tax losses represents long term capital losses for which no deferred tax asset has been recognised as it is not probable that future taxable income (capital gains) will be available against which such tax losses can be utilised. These losses can be carried forward for eight assessment years subsequent to the year in which such losses are incurred by the Company i.e. FY - 2019-2020.

As at March 31, 2019, the Dividend distribution tax on dividends recommended by Directors amounting to Rs.275.93 lakhs (March 31, 2018 Rs. 275.92 lakhs) has not been recognised as liability, pending approval of shareholders in the ensuing annual general meeting.

Note 24: Fair value measurements

Financial instruments by category

(₹ in lakhs)

	March 31, 2019		March 31, 2018	
	FVPL	Amortised Cost	FVPL	Amortised Cost
Financial assets				
Investments - equity instruments	6,381.12	-	6,771.11	-
Trade receivables	-	17,418.05	-	17,849.90
Loans to related parties	-	550.00	-	260.20
Loans to employees	-	22.83	-	26.38
Security deposits	-	710.34	-	617.43
Cash and cash equivalents	-	2,675.17	-	1,817.03
Other bank balances	-	26,330.61	-	17,963.07
Long-term deposits with banks with remaining maturity period more than 12 months	-	11,896.83	-	10,037.96
Claims recoverable	-	8.66	-	25.90
Interest accrued on loan to related parties	-	36.05	-	-
Total financial assets	**6,381.12**	**59,648.54**	**6,771.11**	**48,597.87**
Financial liabilities				
Trade payables	-	7,235.80	-	7,853.02
Security deposits	-	81.94	-	83.04
Book overdraft	-	-	-	736.98
Unpaid dividends	-	18.26	-	16.70
Employee benefits payable	-	2,573.85	-	2,176.03
Capital creditors	-	209.99	-	99.89
Total financial liabilities	**-**	**10,119.84**	**-**	**10,965.66**

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

(i) Fair value hierarchy

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

(₹ in lakhs)

Financial assets and liabilities measured at fair value - recurring fair value measurements	Notes	Level 1	Level 2	Level 3	Total
At March 31, 2019					
Financial assets					
Financial Investments at FVPL					
Unquoted equity investments	5(a)	-	-	6,381.12	6,381.12
Total financial assets		**-**	**-**	**6,381.12**	**6,381.12**

(₹ in lakhs)

Assets and liabilities which are measured at amortised cost for which fair values are disclosed	Notes	Level 1	Level 2	Level 3	Total
At March 31, 2019					
Financial assets					
Loans to related parties	5(e)	-	-	550.00	550.00
Loans to employees	5(e)	-	-	22.83	22.83
Security deposits	5(e)	-	-	710.34	710.34
Claims recoverable	5(f)	-	-	8.66	8.66
Long-term deposits with banks with remaining maturity period more than 12 months	5(f)	-	-	11,896.83	11,896.83
Interest accrued on loan to related parties		-	-	36.05	36.05
Total financial assets		**-**	**-**	**13,224.71**	**13,224.71**
Financial Liabilities					
Security deposits	11(a)	-	-	81.94	81.94
Total financial liabilities		**-**	**-**	**81.94**	**81.94**

(₹ in lakhs)

Financial assets and liabilities measured at fair value - recurring fair value measurements	Notes	Level 1	Level 2	Level 3	Total
At March 31, 2018					
Financial assets					
Financial Investments at FVPL					
Unquoted equity investments	5(a)	-	-	6,771.11	6,771.11
Total financial assets		**-**	**-**	**6,771.11**	**6,771.11**

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2019

(₹ in lakhs)

Assets and liabilities which are measured at amortised cost for which fair values are disclosed	Notes	Level 1	Level 2	Level 3	Total
At March 31, 2018					
Financial assets					
Loans to related parties	5(e)	-	-	260.20	260.20
Loans to employees	5(e)	-	-	26.38	26.38
Security deposits	5(f)	-	-	617.43	617.43
Claims recoverable	5(f)	-	-	25.90	25.90
Long-term deposits with banks with remaining maturity period more than 12 months	5(f)	-	-	10,037.96	10,037.96
Interest accrued on loan to related parties		-	-	-	-
Total financial assets		**-**	**-**	**10,967.87**	**10,967.87**
Financial liabilities					
Security deposits	11(a)	-	-	83.04	83.04
Total financial liabilities		**-**	**-**	**83.04**	**83.04**

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices (for example listed equity instruments, traded bonds and mutual funds that have quoted price).

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unquoted equity securities shown in the financial statement.

(ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:
- the fair value of the financial instruments is determined using discounted cash flow analysis.

All of the resulting fair value estimates are included in level 3, where the fair values have been determined based on present values and the discount rates used were adjusted for counterparty or own credit risk.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2019

(iii) Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 items for the years ended March 31, 2019 and March 31, 2018:

(₹ in lakhs)

	Unquoted equity shares
As at March 31, 2017	**3,418.41**
Acquisitions during the year	4,052.70
Impairment of investments during the year	(700.00)
As at March 31, 2018	**6,771.11**
Acquisitions during the year	10.01
Impairment of investments during the year	(400.00)
As at March 31, 2019	**6,381.12**
Unrealised gains/(losses) recognised in statement of profit and loss related to assets and liabilities held at the end of the reporting period	
March 31, 2019	(400.00)
March 31, 2018	(700.00)

(iv) Valuation inputs and relationships to fair value

The following table summarises the quantitative information about the significant unobservable inputs used in level 3 fair value measurements. See (ii) above for the valuation techniques adopted.

As at March 31, 2019

Particulars	Fair value (₹ in lakhs)	Significant unobservable inputs*	Probability weighted range	Sensitivity
Unquoted equity shares	6,381.12	Earnings growth rate	Growth rate - 5% Range 4.5% ~ 5.5%	Increase in earning growth factor (+ 50 basis points) and lower discount rate (- 100 basis points) would increase fair value by ₹933 lakhs; lower growth factor (- 50 basis points) and higher discount rate (+100 basis points) would decrease fair value by ₹608 lakhs.
		Risk adjusted discount rate	Rate used - 17.2% Range 16.2% ~ 18.2%	

As at March 31, 2018

Particulars	Fair value (₹ in lakhs)	Significant unobservable inputs*	Probability weighted range	Sensitivity
Unquoted equity shares	6,771.11	Earnings growth rate	Growth rate - 5% Range 4.5% ~ 5.5%	Increase in earning growth factor (+ 50 basis points) and lower discount rate (- 100 basis points) would increase fair value by ₹765 lakhs; lower growth factor (- 50 basis points) and higher discount rate (+100 basis points) would decrease fair value by ₹663 lakhs.
		Risk adjusted discount rate	Rate used - 17.4% Range 16.4%~18.4%	

*There were no significant inter-relationships between unobservable inputs that materially affect fair values.

(v) Valuation processes

The finance department of the Company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. This team reports directly to the Chief Financial Officer (CFO) and the

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2019

Audit Committee (AC). Discussions of valuation processes and results are held between the CFO, AC and the finance team at least once in every three months, in line with the Company's quarterly reporting periods.

The main level 3 inputs for the unquoted equity shares used by the Company are derived and evaluated as follows:

- Discount rates are determined using a capital asset pricing model to calculate a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the asset.
- Risk free rate is computed based on the 10 year Indian Government Bond yield.
- Earnings growth factor for unquoted equity shares are estimated based on market information for similar types of companies.
- Volatility rate is computed based on monthly stock prices sourced from Capital IQ Database.

Changes in level 2 and 3 fair values are analysed at the end of each reporting period during the quarterly valuation discussion between the CFO, AC and the finance team. As part of this discussion, the team presents a report that explains the reason for the fair value movements.

(vi) Fair value of financial assets and liabilities measured at amortised cost

(₹ in lakhs)

	March 31, 2019		March 31, 2018	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial assets				
Loan to related parties	550.00	550.00	260.20	260.20
Loans to employees	22.83	22.83	26.38	26.38
Security deposits	710.34	710.34	617.43	617.43
Long-term deposits with banks with remaining maturity period more than 12 months	11,896.83	11,896.83	10,037.96	10,037.96
Interest accrued on loan to related parties	36.05	36.05	-	-
Claim recoverable	8.66	8.66	25.90	25.90
Total financial assets	**13,224.71**	**13,224.71**	**10,967.87**	**10,967.87**
Financial liabilities				
Security deposits	81.94	81.94	83.04	83.04
Total financial liabilities	**81.94**	**81.94**	**83.04**	**83.04**

The carrying amounts of trade receivables, cash and cash equivalents, other bank balances, advance recoverable, claims recoverable, trade payables, employee benefits payables, interest accrued, unpaid dividends, capital creditors and other financial liabilities are considered to be the same as their fair values, due to their short-term nature.

The fair values for loans to related parties (including interest accrued), loans to employees, security deposits and long - term deposits with banks with remaining maturity period more than 12 months were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs, including counterparty credit risk.

The fair values of security deposits received were calculated based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs, including own credit risk.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

Significant estimates

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques. The Company uses its judgment to select a variety of methods and makes assumptions that are mainly based on market conditions existing at the end of each reporting period. For details of the key assumptions used and the impact of changes to these assumptions, see (ii) and (iv) above.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 25: Financial risk management

The Company activities expose it to market risk, liquidity risk and credit risk. This note explains the sources of risk which the Company is exposed to and how the Company manages such risk.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost	Ageing analysis Credit ratios	Diversification of bank deposits and credit limits
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk - foreign exchange	Recognised financial assets and liabilities not denominated in Indian rupee (INR)	Cash flow forecasting Sensitivity analysis	Cash flow forecasting
Market risk - interest rate	Short-term borrowings at variable rates	Sensitivity analysis	Periodic monitoring of interest rates
Market risk - security prices	Investments in equity securities	Sensitivity analysis	Portfolio diversification

The senior management of the Company oversees the management of these risks. The Company's senior management is supported by a financial risk team that advises on financial risks and the appropriate financial risk governance framework for the Company. The financial risk team provides assurance to the Company's senior management that the Company's financial risk activities are governed by appropriate policies and procedures and that the financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

(A) Credit risk

Credit risk arises from cash and cash equivalents, financial assets carried at amortised cost and deposits with banks and financial institutions, as well as credit exposures to customers including outstanding receivables.

(i) Credit risk management

For banks and financial institutions, only high rated banks/institutions are accepted.

For other financial assets, the Company assesses and manages credit risk based on internal credit rating system. The finance function consists of a separate team who assess and maintain an internal credit rating system. Internal credit rating is performed for each class of financial instruments with different characteristics. The Company assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

VL 1 : High-quality assets, negligible credit risk

VL 2 : Quality assets, low credit risk

VL 3 : Standard assets, moderate credit risk

VL 4 : Substandard assets, relatively high credit risk

VL 5 : Low quality assets, significant increase in credit risk

VL 6 : Credit-impaired

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information. Especially the following indicators are incorporated:

- Internal credit rating
- external credit rating (as far as available)
- actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the party's ability to meet its obligations.

In general, it is presumed that credit risk has significantly increased since initial recognition if the payments are more than 180 days past due for non-government customers and 365 days for government customers.

A default on a financial asset is when there is no recoverable expectation of recovery, such as debtor declaring bankruptcy or failing to engage in a repayment plan with the group. This definition of default is determined by considering the business environment in which the Company operates and other macro-economic factors.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

(ii) Provision for expected credit losses

The Company provides for expected credit loss based on the following:

<table>
<tr><th rowspan="2">Internal Rating</th><th rowspan="2">Category</th><th rowspan="2">Description of category</th><th colspan="2">Basis for recognition of expected credit loss provision</th></tr>
<tr><th>Loans, deposits and advances</th><th>Trade receivables</th></tr>
<tr><td>VL 1</td><td>High quality assets, negligible credit risk</td><td>Assets where the counter-party has strong capacity to meet the obligations and where the risk of default is negligible or nil.</td><td rowspan="3">12-month expected credit losses</td><td rowspan="5">Life-time expected credit losses (Simplified approach)</td></tr>
<tr><td>VL 2</td><td>Quality assets, low credit risk</td><td>Assets where there is low risk of default and where the counter-party has sufficient capacity to meet the obligations and where there has been low frequency of defaults in the past.</td></tr>
<tr><td>VL 3</td><td>Standard assets, moderate credit risk</td><td>Assets where the probability of default is considered moderate, counter-party's capacity to meet the obligations is not strong.</td></tr>
<tr><td>VL 4</td><td>Substandard assets, relatively high credit risk</td><td>Assets where there has been a significant increase in credit risk since initial recognition. Assets where the payments are more than 30 days past due.</td><td rowspan="2">Life-time expected credit losses</td></tr>
<tr><td>VL 5</td><td>Low quality assets, significant increase in credit risk</td><td>Assets where there is a high probability of default. In general, assets where contractual payments are more than 180 days past due for non-government customers and 365 days for government customers are categorised as low quality assets. Also includes assets where the credit risk of counter-party has increased significantly though payments may not be more than 180/365 days past due.</td></tr>
<tr><td>VL 6</td><td>Credit-impaired</td><td>Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit or loss.</td><td colspan="2">Asset is written off</td></tr>
</table>

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Year ended March 31, 2019:

(a) Expected credit loss for loans, security deposits and advances

Particulars		Asset group	Internal credit rating	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Loss allowance measured at 12 month expected credit losses	Financial assets for which credit risk has not increased significantly since initial recognition	Loans to related parties	VL 1	550.00	0.00%	-	550.00
		Loans to employees	VL 1	22.83	0.00%	-	22.83
		Security deposits	VL 2	703.78	0.62%	(4.35)	699.43
		Claims recoverable	VL 1	23.75	63.54%	(15.09)	8.66
Loss allowance measured at life-time expected credit losses	Financial assets for which credit risk has increased significantly and not credit-impaired	Advance recoverable	VL5	29.17	100.00%	(29.17)	-

Expected credit loss for trade receivables (other than receivables against exchange of services) under simplified approach

Ageing	Not due	0-90 days	91-180 days	181- 365 days	1-2 years	2-3 years	More than 3 years	Total
Gross carrying amount	14,293.61	1,663.24	804.03	1,256.41	754.80	528.22	1,491.55	20,791.86
Expected loss rate	0.00%	11.34%	18.36%	64.15%	40.36%	89.17%	97.61%	16.23%
Expected credit losses (Loss allowance provision)	-	188.63	147.64	806.00	304.63	470.99	1,455.92	3,373.81
Carrying amount of trade receivables (net of impairment)	**14,293.61**	**1,474.61**	**656.39**	**450.41**	**450.17**	**57.23**	**35.63**	**17,418.05**

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Year ended March 31, 2019:

(a) Expected credit loss for loans, security deposits and advances

Particulars		Asset group	Internal credit rating	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Loss allowance measured at 12 month expected credit losses	Financial assets for which credit risk has not increased significantly since initial recognition	Loans to related parties	VL 1	260.20	0.00%	-	260.20
		Loans to employees	VL 1	26.38	0.00%	-	26.38
		Security deposits	VL 2	611.32	0.71%	(4.35)	606.97
		Claims recoverable	VL 1	40.99	36.81%	(15.09)	25.90
Loss allowance measured at life-time expected credit losses	Financial assets for which credit risk has increased significantly and not credit-impaired	Advance recoverable	VL5	34.97	100.00%	(34.97)	-

Expected credit loss for trade receivables under simplified approach

Ageing	Not due	0-90 days	91-180 days	181- 365 days	1-2 years	2-3 years	More than 3 years	Total
Gross carrying amount	12,566.70	3,883.15	673.44	587.47	939.90	317.48	1,633.80	20,601.94
Expected loss rate	0.75%	6.32%	9.24%	20.19%	45.69%	74.46%	95.84%	13.36%
Expected credit losses (Loss allowance provision)	94.04	245.51	62.21	118.60	429.43	236.40	1,565.85	2,752.04
Carrying amount of trade receivables (net of impairment)	**12,472.66**	**3,637.64**	**611.23**	**468.87**	**510.47**	**81.08**	**67.95**	**17,849.90**

During the year, the Company made no write-offs of trade receivables, it does not expect to receive future cash flows or recoveries from collection cash flows previously written off.

(iii) Reconciliation of loss allowance provision - Loans, deposits and advances.

Reconciliation of loss allowance	Loss allowance measured at 12 month expected losses	Loss allowance measured at life-time expected losses
Loss allowance on April 1, 2017	**4.35**	**34.97**
Add /(Less): Changes in loss allowances	15.09	-
Loss allowance on March 31, 2018	**19.44**	**34.97**
Add/ (Less): Changes in loss allowances	-	(5.80)
Loss allowance on March 31, 2019	**19.44**	**29.17**

The change in the loss allowance is due to changes in the probability of default used to calculate 12-month expected credit loss.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

(iv) Reconciliation of loss allowance provision - Trade receivables (other than receivables against exchange of services)

Reconciliation of loss allowance	Life-time expected credit losses (Simplified Approach)
Loss allowance on April 1, 2017	**1,989.43**
Write offs	(4.01)
Changes in loss allowance	766.62
Loss allowance on March 31, 2018	**2,752.04**
Write offs	-
Changes in loss allowance	621.77
Loss allowance on March 31, 2019	**3,373.81**

Significant estimates and judgments

Impairment of financial assets

The impairment provisions for financial assets disclosed above are based on assumptions about risk of default and expected loss rates. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

(B) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the dynamic nature of the underlying businesses, the Company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows. This is generally carried out in accordance with practice and limits set by the Company. In addition, the Company's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet cash requirements, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

(i) Financing arrangements

The Company had access to the following undrawn borrowing facilities at the end of the reporting period:

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Floating rate		
- Expiring within one year (cash credit facility and non-fund based facilities)	4,593.00	4,598.97
Total	**4,593.00**	**4,598.97**

The cash credit facilities may be drawn at any time and may be terminated by the bank without notice. Subject to the continuance of satisfactory credit ratings, the bank loan facility may be drawn at any time in INR and have an average maturity of 1 year (March 31, 2018: 1 year).

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

(ii) Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all financial liabilities:

(₹ in lakhs)

Contractual maturities of financial liabilities - March 31, 2019	Repayable on demand	Less than 3 months	3 months to 6 months	6 months to 1 year	Between 1 and 2 years	Between 2 and 5 year	Total
Trade payables	-	7,235.80	-	-	-	-	7,235.80
Other financial liabilities	18.26	2,786.84	-	-	78.94	-	2,884.04
Total financial liabilities	**18.26**	**10,022.64**	**-**	**-**	**78.94**	**-**	**10,119.84**

(₹ in lakhs)

Contractual maturities of financial liabilities - March 31, 2018	Repayable on demand	Less than 3 months	3 months to 6 months	6 months to 1 year	Between 1 and 2 years	Between 2 and 5 year	Total
Trade payables	-	7,853.02	-	-	-	-	7,853.02
Other financial liabilities	16.70	3,080.55	-	-	15.39	-	3,112.64
Total financial liabilities	**16.70**	**10,933.57**	**-**	**-**	**15.39**	**-**	**10,965.66**

(C) Market risk

(i) Foreign currency risk

The Company operates internationally and is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the GBP and USD. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the Company's functional currency (INR). The risk is measured through a forecast of highly probable foreign currency cash flows.

(a) Foreign currency risk exposure:

The Company exposure to foreign currency risk at the end of the reporting period, is as follows

(₹ in lakhs)

	March 31, 2019						
	GBP	EURO	AED	AUD	CAD	SGD	USD
Financial assets							
Trade receivables	122.33	5.31	1.04	5.34	85.72	-	827.56
Bank balance in EEFC accounts	-	-	-	-	-	-	305.38
Net exposure to foreign currency risk (assets)	**122.33**	**5.31**	**1.04**	**5.34**	**85.72**	**-**	**1,132.94**
Financial liabilities							
Trade payables	5.35	36.69	-	-	-	-	85.31
Other financial liabilities	4.51	-	-	-	-	-	-
Net exposure to foreign currency risk (liabilities)	**9.86**	**36.69**	**-**	**-**	**-**	**-**	**85.31**

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

(Fc in lakhs)

	March 31, 2019						
	GBP	EURO	AED	AUD	CAD	SGD	USD
Financial assets							
Trade receivables	1.36	0.07	0.06	0.11	1.65	-	11.94
Bank balance in EEFC accounts	-	-	-	-	-	-	4.41
Net exposure to foreign currency risk (assets)	**1.36**	**0.07**	**0.06**	**0.11**	**1.65**	**-**	**16.35**
Financial liabilities							
Trade payables	0.06	0.47	-	-	-	-	1.23
Other financial liabilities	0.05	-	-	-	-	-	-
Net exposure to foreign currency risk (liabilities)	**0.11**	**0.47**	**-**	**-**	**-**	**-**	**1.23**

(₹ in lakhs)

	March 31, 2018						
	GBP	EURO	AED	AUD	CAD	SGD	USD
Financial assets							
Trade receivables	95.59	0.20	1.02	-	60.94	0.70	416.48
Bank balance in EEFC accounts	-	-	-	-	-	-	125.02
Net exposure to foreign currency risk (assets)	**95.59**	**0.20**	**1.02**	**-**	**60.94**	**0.70**	**541.50**
Financial liabilities							
Trade payables	-	2.26	-	-	-	-	135.22
Other financial liabilities	4.61	-	-	-	-	-	-
Net exposure to foreign currency risk (liabilities)	**4.61**	**2.26**	**-**	**-**	**-**	**-**	**135.22**

(Fc in lakhs)

	March 31, 2018						
	GBP	EURO	AED	AUD	CAD	SGD	USD
Financial assets							
Trade receivables	1.04	-	0.06	-	1.21	0.01	6.40
Bank balance in EEFC accounts	-	-	-	-	-	-	1.94
Net exposure to foreign currency risk (assets)	**1.04**	**-**	**0.06**	**-**	**1.21**	**0.01**	**8.34**
Financial liabilities							
Trade payables	-	0.03	-	-	-	-	2.08
Other financial liabilities	0.05	-	-	-	-	-	-
Net exposure to foreign currency risk (liabilities)	**0.05**	**0.03**	**-**	**-**	**-**	**-**	**2.08**

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

(b) Sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments and holding all other variables constant:

(₹ in lakhs)

	Impact on profit after tax	
	March 31, 2019	March 31, 2018
GBP sensitivity		
INR/GBP - Increase by 5%	5.62	4.55
INR/GBP - Decrease by 5%	(5.62)	(4.55)
EURO sensitivity		
INR/EURO - Increase by 5%	(1.57)	(0.10)
INR/EURO - Decrease by 5%	1.57	0.10
AED sensitivity		
INR/AED - Increase by 5%	0.05	0.05
INR/AED - Decrease by 5%	(0.05)	(0.05)
AUD sensitivity		
INR/AUD - Increase by 5%	0.27	-
INR/AUD - Decrease by 5%	(0.27)	-
CAD sensitivity		
INR/CAD - Increase by 5%	4.29	3.05
INR/CAD - Decrease by 5%	(4.29)	(3.05)
SGD sensitivity		
INR/SGD - Increase by 5%	-	0.04
INR/SGD - Decrease by 5%	-	(0.04)
USD sensitivity		
INR/USD - Increase by 5%	52.38	20.31
INR/USD - Decrease by 5%	(52.38)	(20.31)

(ii) Price risk

(a) Exposure

The Company's exposure to equity securities price risk arises from investments held by the Company and classified in the balance sheet as fair value through profit or loss.

The Company's unquoted equity shares are susceptible to market price risk arising from uncertainties about future value of the investment securities. The Company's investment in unquoted equity shares are of strategic importance to the Company.

(b) Sensitivity

Sensitivity analyses of these investments have been provided in Note 24(iv).

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2019

Note 26: Capital management

(a) Risk management

The Company's objectives when managing capital are to:

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

(b) Dividends

(₹ in lakhs)

	March 31, 2019	March 31, 2018
(i) Equity shares		
Final dividend for the year ended March 31, 2018 of ₹2.25 (March 31, 2017: ₹2) per fully paid share	1,342.37	1,193.07
(ii) Dividends not recognised at the end of the reporting period		
In addition to the above dividend, since year end, the directors have recommended the payment of a final dividend of INR 2.25 per equity share (March 31, 2018: ₹2.25 per equity share).This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	1,342.37	1,342.21

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 27: Related party transactions

(a) Parent entities

The Company is controlled by following entities:

Name	Type	Place of incorporation	Ownership interest	
			March 31, 2019	March 31, 2018
Living Media India Limited	Parent entity	India	56.91%	56.92%

(b) Subsidiaries

Name	Type	Place of incorporation	Ownership interest	
			March 31, 2019	March 31, 2018
India Today Online Private Limited	Subsidiary	India	100.00%	100%
Mail Today Newspapers Private Limited *	Subsidiary	India	100.00%	100%
T.V. Today Network (Business) Limited	Subsidiary	India	100.00%	100%
Vibgyor Broadcasting Private Limited (From August 1, 2017)	Subsidiary	India	100.00%	100%

* 48.99% directly in Mail Today Newspapers Private Limited and 51.01% through India Today Online Private Limited, which is holding company of Mail Today Newspapers Private Limited and wholly owned subsidiary of Company.

(c) Other related parties

Type	Name	Place of incorporation
Fellow subsidiaries	Universal Learn Today Private Limited	India
Associates of parent entity	Integrated Databases India Limited	India
	Today Merchandise Private Limited	India
	Today Retail Network Private Limited	India
Entities over which Key Management Personnel exercise significant influence	Care Today Fund	India
	Education Today	India
	World Media Private Limited	India
	Thomson Press (India) Limited	India
	Radio Today Broadcasting Limited	India
Post employement benefit plan entities	TV Today Gratuity Trust	India
Key Management Personnel	Mr. Aroon Purie (Chairman & Whole-time director) Ms. Kalli Purie Bhandal (Vice-chairperson & Managing Director) Mr. Ashish Kumar Bagga (Chief Executive Officer upto July 31, 2017) Mr. Vivek Khanna (Chief Executive Officer)(From 27 Aug'18 Till 14 Feb'19) Mr. Dinesh Bhatia (Chief Financial Officer) Mr. Ashish Sabharwal (Company Secretary of Company) Dr. Puneet Jain (Group Chief Law & Group Chief Corporate Affairs Officer)	

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

(d) Key Management Personnel (KMP) compensation

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Short-term employee benefits*	1,862.95	1,527.19
Post-employment benefits	22.56	20.80
Long-term employee benefits	40.45	35.35
Total compensation	**1,925.96**	**1,583.34**

In addition to the above, the Company received key management personnel services from the parent entity, for which a management fee of ₹411.17 lakhs (March 31, 2018: ₹714.33 lakhs) was charged and paid, being an appropriate allocation of costs incurred by the parent entity.

* Short-term employee benefits include remuneration to Mr. Aroon Purie by way of commission @ 5% of net profits of the Company computed in manner laid down under section 197(6) of the Companies Act, 2013.

For the year ended March 31, 2019, it further includes remuneration to Ms. Kalli Purie Bhandal by way of commission @1% of net profits of the Company computed in manner laid down under section 197(6) of the Companies Act, 2013.

The remuneration of Key Management Personnel is determined by the Board / Nomination and Remuneration Committee having regard to the performance of individual and market trends.

(e) Transactions with related parties

The following transaction occurred with related parties

(₹ in lakhs)

Particulars	March 31, 2019	March 31, 2018
Sales and purchases of goods and services		
Purchase of advertisement space / material:		
- parent entity	294.08	333.50
- subsidiaries	16.00	11.08
Advertisement income		
- parent entity	1,009.51	521.42
- subsidiaries	56.01	58.58
Income from digital business received from parent entity	34.83	-
Proportionate share of revenue from Composite contract paid to parent entity	-	60.00
Proportionate share of revenue from Composite contract received from parent entity	58.45	44.10
Management fee paid to parent entity as mentioned in point (c) above	411.17	714.33
Management fee received from parent entity	110.05	102.45
Income from sale of online T.V. Today Media Institute prospectus through parent entity	5.81	5.16
Rent and other expenses charged by related parties for use of common facilities / utilities:		
- parent entity	242.73	182.16
- subsidiaries	1.16	-
- entity over which the KMP exercise significant influence	4.37	4.38
Rent and electricity charged to related parties for use of common facilities / utilities		
- parent entity	200.75	383.67
- subsidiaries	45.60	59.03
Miscellaneous inter-company services received from related parties and other charges paid to:		
- parent entity	13.97	718.39

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

(₹ in lakhs)

Particulars	March 31, 2019	March 31, 2018
- entity over which the KMP exercise significant influence	36.05	26.03
- associates of parent entity	0.01	0.04
Miscellaneous inter-company services rendered to related parties and other charges received from:		
- parent entity	24.70	74.86
- fellow subsidiaries	-	0.03
- entity over which the KMP exercise significant influence	-	0.09
Purchase shares of Mail Today Newspapers Private Limited	-	4,051.70
Contribution to post-employment benefit plan (gratuity trust)	559.03	129.66
Expenditure towards Corporate Social Responsibility activities and other donations to entities over which KMP exercise significant influence	338.47	284.26
Royalty fee charged by parent entity	557.15	419.40
Content fee charged by parent entity	69.94	75.05
Expenses paid on behalf of subsidiary	0.42	0.89
Acquisition of Digital Business of parent entity	-	2,000.00
Loan given to subsidiary	290.00	260.00
Interest on loan given to subsidiary	40.05	0.22
Security deposit paid to subsidiary	0.45	2.00
Purchase of assets from parent entity	10.59	-
Refund of security deposit from subsidiary	-	2.00
Dividend paid		
- parent entity	763.97	679.09
- entity over which the KMP exercise significant influence	0.04	0.03
- KMP	6.62	5.88

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

(f) Outstanding balances

The following balances are outstanding at the end of the reporting period in relation to transactions with related parties:

(₹ in lakhs)

		March 31, 2019	March 31, 2018
Trade payables	**11(b)**		
- parent entity		187.45	613.41
- entity over which the KMP exercise significant influence		3.13	6.88
- associate of parent entity		-	0.01
Total payables to related parties		**190.58**	**620.30**
Trade receivables	**5(b)**		
- subsidiaries		-	76.35
- associate of parent entity		4.24	4.24
- entity over which the KMP exercise significant influence		6.01	6.01
Total receivables from related parties		**10.25**	**86.60**
Payables against exchange of services	**14**		
- parent entity		139.28	-
- subsidiaries		-	132.96
Total payables against exchange of services		**139.28**	**132.96**
Advances	**9**		
- subsidiaries		311.01	274.06
Total Advances		**311.01**	**274.06**
Loan given			
- subsidiaries		550.00	260.00
Total loan given		**550.00**	**260.00**
Interest accrued on loan given			
- subsidiaries		36.05	0.20
Total interest accrued on loan		**36.05**	**0.20**
Security deposit	**5(f)**		
- parent entity		10.46	10.46
- subsidiaries		0.45	-
Total security deposit		**10.91**	**10.46**
Employee benefits payables			
- key management personnel	**11(a)**	1,430.01	1,150.77

There is no allowance account for impaired receivables in relation to any outstanding balances, and no expense has been recognised in respect of impaired receivables due from related parties.

(f) Terms and conditions

Transactions relating to dividends were on the same terms and conditions that applied to other shareholders.

Goods and services were sold to the related parties during the year based on the price lists in force / other appropriate basis, as applicable, and terms that would be available to third parties. Management services were bought from the immediate parent entity on cost basis.

Contribution to gratuity trust and expenditure towards Corporate Social Responsibility activities were in accordance with the applicable laws and regulations.

All other transactions were made on normal commercial terms and conditions and at market rates.

All outstanding balances are unsecured and settled in cash, except barter transactions, as mentioned above, which are settled on receipt or provision of service by the parties.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 28: Contingent liabilities

The Company had contingent liabilities as at March 31, 2019 in respect of:

(₹ in lakhs)

	March 31, 2019	March 31, 2018
(a) Claims against the Company not acknowledged as debts: **(i) Income tax matters:** The Company has received demand notices from the Income Tax Department, which the Company has contested / disputed. In the opinion of the management, no liability is likely to arise on account of such demand notices.	48.46	48.46
(ii) Service tax matters: The Company has received demand notice from the Service Tax Department, which the Company has contested / disputed. In the opinion of the management, based on its understanding of the case and as advised by the counsel, no liability is likely to arise on account of such demand notice.	1,350.42	1,245.29
(iii) Other matters: (1) Claim from Prasar Bharti towards uplinking charges: Provision amounts to ₹700.97 lakhs (March 31, 2018: ₹700.97 lakhs) (refer note 12). In the opinion of the management, based on its understanding of the case and consideration of the opinion received from the counsel, the provision made is considered adequate.	281.04	241.97
(2) Claim from Phonographic Performance Limited (PPL) towards royalty for use of PPL's sound recordings over Company's radio stations: Liability recorded amounts to ₹84.35 lakhs (March 31, 2018: ₹67.44 lakhs). In the opinion of the management, based on its understanding of the case and as advised by the counsel, the liability recorded in the books is considered to be adequate.	370.68	345.08
(b) Guarantees:		
(i)Bank guarantees	807.00	801.03
(ii) Corporate guarantee	1,800.00	1,800.00

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 29: Commitments

(a) Capital commitments

(₹ in lakhs)

(i) Property, plant, and equipment and intangible assets	March 31, 2019	March 31, 2018
Property, plant and equipment	70.52	274.56
Intangible assets	-	97.86
	70.52	**372.42**

(ii) The 3 radio stations of the Company in Delhi, Mumbai and Kolkata got migrated to Phase III for a period of 15 years w.e.f 1 April 2015. Accordingly, as per Grant of Permission Agreement (GOPA) for the said migration executed on 23 May 2017, the Company is obliged to pay a 4% of Gross Revenue or 2.5% of the Non-refundable one time fee (NOTEF) for the respective city, whichever is higher.

The minimum commitment in form of 2.5% of NOTEF, which are payable over the remaining 11 years of licence as on 31 March 2019 has been presented as follows:

Detail of Minimum License fee to be paid

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Within one year	750.99	741.54
Later than one year but not later than five years	3,003.96	2,966.15
Later than five years	4,505.94	5,190.76
	8,260.89	**8,898.45**

(b) Operating leases

As a lessee:

The Company has cancellable and non-cancellable operating leases mainly for office premises and company leased accommodation for employees. The leases range for a period between 11 months and 10 years. Most of the leases are renewable for further period on mutually agreeable terms and also include escalation clauses. The commitments for minimum lease payments in relation to non-cancellable operating leases are payable as follows:

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Within one year	363.49	336.05
Later than one year but not later than five years	182.22	500.72
Later than five years	-	-
	545.71	**836.77**

Rental expense relating to operating leases

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Minimum lease payments	827.16	816.24
Total rental expense relating to operating leases	**827.16**	**816.24**

As a lessor:

The Company has given a part of Noida office building on cancellable operating lease to two related parties. These lease arrangements have been entered for a period of ten years from March 1, 2014. The lease arrangements are renewable for further period on mutually agreeable terms and also include escalation clauses.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 30: Share-based payments

(a) Employee stock option plan

The Company instituted the Employee Stock Option Plan (TVTN ESOP 2006) to grant equity - based incentives to its eligible employees. The TVTN ESOP 2006 was approved by the board of directors in their meeting held on August 21, 2006 and by shareholders in their meeting held on September 28, 2006, for grant of 2,900,000 options, representing one share for each option upon exercise by the employees of the Company, at an exercise price determined by the Board / Remuneration Committee. The equity shares covered under the scheme shall vest over a period of four years; vesting shall vary based on the meeting of the performance criteria. Participation in the plan is at the board's discretion and no individual has a contractual right to participate in the plan or to receive any guaranteed benefits. The Optionees may exercise their vested options at any moment after the earliest applicable vesting date and prior to the completion of ten years from the grant date. Options are granted under the plan for no consideration and carry no dividend or voting rights. The exercise price is based on the market value of the underlying equity shares on the date of grant.

Set out below is a summary of options granted under the plan:

	March 31, 2019		March 31, 2018	
	Average exercise price per share option (₹)	Number of options	Average exercise price per share option (₹)	Number of options
Opening balance	83.00	15,000	83.00	15,000
Granted during the year*	-	-	-	-
Exercised during the year	78.15	7,500	-	-
Expired during the year	-	-	-	-
Closing balance	**87.85**	**7,500**	**83.00**	**15,000**
Vested and exercisable		7,500		15,000

*No options were granted during the year ended March 31, 2018 and March 31, 2019.

No options were forfeited during the periods covered in the above table.

Share options outstanding at the end of the year have the following expiry dates and exercise prices:

Grant Date	Expiry date	Exercise price (₹)	Share options	
			March 31, 2019	March 31, 2018
June 24, 2008	June 23, 2018	93.15	-	3,750
June 24, 2008	June 23, 2018	63.15	-	3,750
May 20, 2010	May 19, 2020	102.85	3,750	3,750
May 20, 2010	May 19, 2020	72.85	3,750	3,750
Total			**7,500**	**15,000**
Weighted average remaining contractual life of options outstanding at the end of the period			1.14 years	1.18 years

Fair value of options granted

No option was granted during the year ended March 31, 2019 and March 31, 2018.

(b) Expense arising from share-based payment transactions

There was no expense during the current year as well as previous year as all outstanding options have already been vested fully during the previous periods. Accordingly, there was no impact on basic EPS and diluted EPS in current year as well as previous year on account of expense arising from share based payment transactions.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 31: Earnings per share

Particulars	Year ended	
	March 31, 2019 Amount (₹)	March 31, 2018 Amount (₹)
(a) Basic earnings per share	21.77	20.70
(b) Diluted earnings per share	21.77	20.70

(c) Reconciliation of earnings used in calculating earnings per share

Particulars	Year ended	
	March 31, 2019 (₹ in lakhs)	March 31, 2018 (₹ in lakhs)
Basic / Diluted earnings per share		
Profit attributable to the equity holders of the Company used in calculating basic / diluted earnings per share	12,990.44	12,347.01
	12,990.44	**12,347.01**

(d) Weighted average number of shares used as the denominator

Particulars	Year ended	
	March 31, 2019 Number of shares	March 31, 2018 Number of shares
Weighted average number of equity shares used as the denominator in calculating basic earnings per share	5,96,61,115	5,96,53,615
Adjustments for calculation of diluted earnings per share:		
Stock Options	1,094	2,302
Weighted average number of equity shares and potential equity shares used as the denominator in calculating diluted earnings per share*	**5,96,62,209**	**5,96,55,917**

* The weighted average number of shares takes into account the weighted average effect of stock options outstanding as at the balance sheet date.

(e) Information concerning the classification of securities

Stock options

Options granted to employees under the Employee Stock Option Plan are considered to be potential equity shares. They have been included in the determination of diluted earnings per share to the extent to which they are dilutive. The options have not been included in the determination of basic earnings per share.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 32: Offsetting financial assets and financial liabilities

The following table presents the recognised financial instruments that are offset, or subject to enforceable master netting arrangements and other similar agreements but not offset, as at March 31, 2019 and March 31, 2018. The column 'net amount' shows the impact on the Company's balance sheet of all set-off rights were exercised.

(₹ in lakhs)

	Effects of offsetting on the balance sheet			
	Gross Amounts	Gross amounts set off in the balance sheet	Net amounts presented in the balance sheet	Net amount
March 31, 2019				
Financial assets				
Trade receivables (i)	19,170.11	(1,752.06)	17,418.05	17,418.05
Total	**19,170.11**	**(1,752.06)**	**17,418.05**	**17,418.05**
Financial liabilities				
Trade payables (i)	8,987.86	(1,752.06)	7,235.80	7,235.80
Total	**8,987.86**	**(1,752.06)**	**7,235.80**	**7,235.80**
March 31, 2018				
Financial assets				
Trade receivables (i)	20,920.43	(3,070.53)	17,849.90	17,849.90
Total	**20,920.43**	**(3,070.53)**	**17,849.90**	**17,849.90**
Financial liabilities				
Trade payables (i)	10,923.55	(3,070.53)	7,853.02	7,853.02
Total	**10,923.55**	**(3,070.53)**	**7,853.02**	**7,853.02**

(i) Offsetting arrangements

Trade receivables and trade payables

(a) The Company gives volume based incentives to advertisement agencies. Under the terms of the agreements, the amounts payable by the Company are offset against receivables from the agencies and only the net amounts are settled. The relevant amounts have therefore been presented net in the balance sheet.

(b) The Company enter into various transactions for purchase and sale of goods and services with the related parties which are settled in net. The relevant amounts have therefore been presented net in the balance sheet.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 33: Assets pledged as security

The carrying amounts of assets pledged as security for current and non-current borrowings and guarantees are:

(₹ in lakhs)

	Notes	March 31, 2019	March 31, 2018
Current			
Financial assets			
First charge			
Trade receivables *	5(b)	17,418.05	17,849.90
Total assets pledged as security		**17,418.05**	**17,849.90**

* Pledged against cash credit facility and guarantees issued by bank (note 28)

Note 34: Common Control Business Combination

The Board of Directors of the Company at its meeting held on November 9, 2017 approved the proposal to acquire the "Business constituting operations of Digital business" ('Digital Business', 'ITGD Division') from Living Media India Limited ("Holding Company", "LMIL") as a going concern on slump sale basis to the Company by way of execution of Business Transfer Agreement. Accordingly, on January 1, 2018 the Company acquired operation of digital business for ₹2,000 lakhs.

The above acquisition of ITGD Division has been considered as common control business combination as it involves entities (i.e. ITGD Division and T.V. Today Network Limited) which are ultimately controlled by the same party (i.e. Living Media India Limited, the parent entity) both before and after the business combination and such control is not transitory.

Accordingly, this business combination has been recorded applying the pooling of interest method whereby:

(i) The assets and liabilities of ITGD Division are reflected at their carrying amounts.

(ii) No adjustments have been made to reflect fair values, or recognise any new assets or liabilities. The only adjustments that are made are to harmonise accounting policies.

(iii) The financial information of ITGD Division in the Standalone financial statements in respect of prior periods have been restated as if the business combination had occurred from the beginning of the preceding period in the financial statements (i.e. April 1, 2016).

(iv) The balance payable to holding Company equivalent to net assets in the financial statements of ITGD Division as on April 1, 2016 has been recorded as Capital Reserve in the standalone financial statements of the Company and offset with the actual payment made as consideration for acquiring ITGD Division during the year ended March 31, 2018.

The details of the ITGD Division and the amount of difference between the consideration and the value of net identifiable assets acquired (which has been transferred to Capital Reserve) are as follows:

Combining entity	General nature of business	Date on which control is obtained	Number of shares and % ownership acquired	Consideration (₹ in lakhs)
ITGD Division	Operating and maintenance of digital business	January 1, 2018	Nil*	2,000

* Since, the transaction involved acquisition of business undertaking only (i.e. ITGD Division) from holding Company, there was no transfer of shares involved.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

Details of net identifiable assets/ (liabilities) acquired (at carrying amount):

(₹ in lakhs)

	March 31, 2018	January 1, 2018	March 31, 2017	April 1, 2016
Property, plant and equipment	122.59	133.11	74.85	106.16
Intangible under development	171.32	171.32	90.78	-
Non current assets	2.16	2.16	-	-
Trade Receivables	1,790.64	1,729.77	1,770.55	2,088.06
Loans	-	11.15	43.10	40.20
Other current assets	257.43	211.36	50.63	-
Current tax assets	0.04	-	-	-
Employee benefit obligation	(279.06)	(202.95)	(177.11)	(116.99)
Trade Payable	(149.70)	(511.88)	(580.75)	(375.59)
Employee benefit payable	(17.98)	(105.44)	(158.93)	(55.82)
Capital creditors	-	(19.39)	-	-
Advance from customers	-	(14.30)	-	(357.53)
Statutory dues payable	(239.29)	(16.55)	(18.51)	(13.31)
	1,658.15	**1,388.36**	**1,094.61**	**1,315.18**

Note 35: Composite scheme of arrangment and amalgamation of Mail Today and India Today Online India Private Limited

With a view to restructure, amalgamate and consolidate the newspaper business of Mail Today Newspapers Private Limited ("Mail Today", a step down subsidiary of the Company) with the television programming and broadcasting business of the Company and for generating editorial and business synergies, the Board of Directors of the Company, at its meeting held on December 15, 2017 approved the proposal of the newspaper undertaking of Mail Today be demerged and vested into the Company. It was also proposed to merge India Today Online Private Limited ("ITOPL", a wholly owned subsidiary of the Company) with the Company. The appointed date for these arrangements under the Composite Scheme is January 1, 2017.

The Equity Shareholders, Secured Creditors and Unsecured Creditors approved the Composite Scheme of Arrangement & Amalgamation amongst Mail Today, ITOPL, the Company and their respective shareholders & creditors with requisite majority in their respective meetings held earlier during the year. Post that, the Company filed the second motion petition with National Company Law Tribunal (NCLT) and now the next date of hearing has been fixed as June 6, 2019."

Note 36: Proposed sale of radio business

The Board of Directors of the Company at its meeting held on March 16, 2018 granted an in principle approval for the sale of radio business of the Company comprising of 3 radio stations in Delhi, Mumbai and Kolkata to Entertainment Network (India) Limited (ENIL) as a going concern, by way of a slump sale in accordance with a non-binding memorandum of understanding between ENIL and the Company.

On March 26, 2018, the Company filed an application to MIB for permission in this regard to sell the aforesaid business. Approval of MIB in this regard has not yet been received. Accordingly, it has been decided to withdraw the application from MIB. Further, the Board of Directors has granted an in principle approval for transfer of Radio Business of the Company to Vibgyor Broadcasting Private Limited ("Vibgyor", a wholly owned subsidiary of the Company) as a going concern, subject to approval of the Board (for inter alia approving the business transfer agreements between Vibgyor and the Company), shareholders of the Company, MIB and such other approvals, consents, permissions and sanctions as may be deemed necessary. Considering the transaction is subject to various statutory and regulatory approvals, it has not been classified as Non-current assets held for sale and discontinued operations as per Ind-AS 105 "Non Current Assets Held for Sale and Discontinued Operations."

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS
for the year ended March 31, 2019

Note 37: Disclosure required under Section 186(4) of the Companies Act, 2013

(A) Particulars of Loan given:

(₹ in lakhs)

Name of the receipient	Loan given during the year ended		Interest accrued (Net of Tax deducted at source)		Closing balance	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
India Today Online Private Limited	290.00	260.00	36.05	0.20	586.25	260.20

India Today Online Private Limited was given loan of ₹290 lakhs during the year ended March 31, 2019 (March 31, 2018, ₹260 lakhs) to meet its working capital requirement.

(B) Particulars of guarantee given:

(₹ in lakhs)

Name of the receipient	Guarantee given during the year ended		Closing balance	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Yes Bank Limited	-	1,800.00	1,800.00	1,800.00

Corporate guarantee has been given in connection with the loan to be taken by Mail Today Newspapers Private Limited during the previous year from Yes Bank Limited.

(C) Particulars of investments made:

(₹ in lakhs)

Name of the investee	Investment made during the year ended		Closing balance	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
India Today Online Media Private Limited	-	-	1,918.31	1,918.31
Mail Today Newspapers Private Limited	-	4,051.70	4,836.80	4,836.80
TV. Today Network (Business) Limited	-	-	15.00	15.00
Vibgyor Broadcasting Private Limited	-	1.00	1.00	1.00
Digital News Publishers Association	10.01	-	10.01	-
	10.01	**4,052.70**	**6,781.12**	**6,771.11**

Note 38: Dues to Micro and Small Enterprises

Based on information available with the Company, there are outstanding ₹87.82 lakhs dues to micro and small enterprises as at March 31, 2019 (March 31, 2018 ₹Nil) . No interest has been paid / is payable by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006. (Refer Note 11(b))

Note 39: Exceptional items:

(i) The Company has carried out a valuation of shares of Mail Today Newspapers Private Limited ("Mail Today", a step down subsidiary of the company) and the said valuation shows a decline of ₹400 lakhs (₹700 lakhs in previous year ended March 31, 2018) in the carrying amount of the Company's existing shareholding in Mail Today, i.e. 48.99% directly in Mail Today and 51.01% through India Today Online Private Limited ("ITOPL", holding Company of Mail Today and wholly owned subsidiary of the Company). Mail Today is of strategic importance to the Company as it has a network of journalists generating original content, which can be of great value to the Company in future. The reduction in the value of the Company's investments has been provided for in these financial statements as an exceptional item being non-recurring in nature.

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2019

(ii) In April, 2017 the Company received an offer from the Ministry of Information and Broadcasting ("MIB") for migration of three FM radio stations located at Delhi, Mumbai and Kolkata, from Phase II policy regime to Phase III policy regime applicable to private radio broadcasters, subject to, inter-alia, the execution of Grant of Permission agreement (GOPA) and payment of migration fee and other charges including interest. The Company paid the said migration fee and interest, amounting to ₹7,136.80 lakhs and ₹1,378.48 lakhs (disclosed as an exceptional item) respectively and executed the GOPA on May 23, 2017. Consequently, the three FM radio stations of the Company stand migrated to Phase III policy regime. The migration fee was capitalised as an intangible asset and the management, based on an independent valuation, considered the carrying amount of net assets of the radio business as appropriate.

Note 40: Liabilities no longer required written back

Under Ind AS, where the original provision was charged as an expense, any subsequent reversal should be credited to the same line in the statement of profit and loss in accordance with the principle of consistency. Accordingly, the aforesaid provisions / liabilities written back to the extent no longer required have been credited to the respective expense line in the statement of profit and loss.

Note 41: Events after the reporting period

The board of directors have proposed dividend after the balance sheet date which are subject to approval by the shareholders at the annual general meeting. Refer note 26(b) for details. There were no other significant events after the reporting period.

Note 42:

Certain amounts (currency value or percentages) shown in the various tables and paragraphs included in these financial statements have been rounded off or truncated as deemed appropriate by the management of the Company.

As per our report of even date

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration No. 101049W / E300004

per Yogesh Midha
Partner
Membership No. 094941

Place: New Delhi
Date: May 20, 2019

For and on behalf of the board of directors of T.V. Today Network Limited

Aroon Purie
Chairman and
Whole Time Director
DIN: 00002794

Kalli Purie Bhandal
Vice-chairperson and
Managing Director
DIN: 00105318

Ashok Kapur
Director
DIN: 00003577

Place: New Delhi
Date: May 20, 2019

Dinesh Bhatia
Chief Financial Officer
DIN - 01604681

Ashish Sabharwal
Company Secretary
M. No - F4991

CONSOLIDATED FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT

To the Members of T.V. Today Network Limited

REPORT ON THE AUDIT OF THE CONSOLIDATED IND AS FINANCIAL STATEMENTS

OPINION

We have audited the accompanying consolidated Ind AS financial statements of T.V. Today Network Limited (hereinafter referred to as "the Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") comprising of the consolidated Balance sheet as at March 31, 2019, the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated Ind AS financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2019, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

BASIS FOR OPINION

We conducted our audit of the consolidated Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements' section of our report. We are independent of the Group in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated Ind AS financial statements for the financial year ended March 31, 2019. These matters were addressed in the context of our audit of the consolidated Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated Ind AS financial statements. The results of audit procedures performed by us, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated Ind AS financial statements.

Key audit matters	How our audit addressed the key audit matter
Sale of Radio business *(as described in note 45 of the consolidated Ind AS financial statements)*	
The Board of Directors of the Company at its meeting held on March 16, 2018 granted an in-principle approval for the sale of 'Radio Business' of the Company comprising of 3 radio stations in Delhi, Mumbai and Kolkata to Entertainment Networks (India) Limited (ENIL) as a going concern, by way of slump sale. On March 26, 2018, the Company filed an application with Ministry of Information and Broadcasting (MIB) seeking permission for such sale. As the process of obtaining approval from MIB on sale of radio channel to ENIL was getting delayed, the Board of Directors approved the withdrawal of application in their meeting held on May 20, 2019. Board also approved sale of Radio business to its wholly owned subsidiary Vibgyor Broadcasting Private Limited and directed management to file fresh application with MIB seeking permission for such sale. The said transaction is subject to approval by the Board (for inter-alia approving the definitive agreements including the business transfer agreement), shareholders of the Company, Ministry of Information and Broadcasting and such other approvals, consents, permissions and sanctions as may be deemed necessary to be obtained from appropriate authorities for the said sale of radio business. As transaction is dependent upon various regulatory and statutory approvals, it is not classified as 'held for sale' as per Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations. We considered this as a key audit matter as Radio business is a material segment of the Company and there is a risk of inappropriate presentation as held for sale and discontinued operations and related disclosure requirements. Detailed note to such effect was placed in Note 45 of consolidated financial statements.	• Our audit procedures included reading the terms of non-binding term sheet entered by the Company with ENIL. • We discussed the approval process of the sale of Radio business with the Chief Financial Officer of the Company and noted that there have been prior instances where MIB has not approved transactions and transactions were called off. • We read and assessed technical accounting materials issued by Institute of Chartered Accountants of India (ICAI) on evaluating accounting where substantive regulatory approval are pending. • Assessed whether the financial statement disclosures appropriately reflect the requirements of IND AS 105

OTHER INFORMATION

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the consolidated Ind AS financial statements and our auditor's report thereon.

Our opinion on the consolidated Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT FOR THE CONSOLIDATED IND AS FINANCIAL STATEMENTS

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated Ind AS financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED IND AS FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated Ind AS financial statements, including the disclosures, and whether the consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditors, to express an opinion on the consolidated Ind AS financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated Ind AS financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated Ind AS financial statements for the financial year ended March 31, 2019 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

OTHER MATTER

(a) We did not audit the financial statements and other financial information, in respect of 4 subsidiaries, whose Ind AS financial statements include total assets of ₹5,392.18 Lacs as at March 31, 2019, and total revenues of ₹3,271.02 Lacs and net cash outflows of ₹86.56 Lacs for the year ended on that date. These Ind AS financial statement and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. Our opinion on the consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the report(s) of such other auditors.

Our opinion above on the consolidated Ind AS financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements and other financial information certified by the Management.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

As required by Section 143(3) of the Act, we report, to the extent applicable, that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated Ind AS financial statements;

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements;

(d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

(e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2019 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under

Section 139 of the Act, of its subsidiary companies, none of the directors of the Group's companies, incorporated in India is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated Ind AS financial statements of the Holding Company and its subsidiary companies, refer to our separate Report in "Annexure 2" to this report;

(g) In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries, the managerial remuneration for the year ended March 31, 2019 has been paid / provided by the Holding Company and its subsidiaries incorporated in India to their directors in accordance with the provisions of section 197 read with Schedule V to the Act;

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. The consolidated Ind AS financial statements disclose the impact of pending litigations on its consolidated financial position of the Group in its consolidated Ind AS financial statements – Refer Note 35 to the consolidated Ind AS financial statements;

ii. The Group did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2019;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiaries incorporated in India during the year ended March 31, 2019.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Yogesh Midha
Partner
Membership No.: 094941
Date: May 20, 2019

ANNEXURE 1

TO THE INDEPENDENT AUDITOR'S REPORT

To the independent auditor's report of even date on the consolidated financial statements of T.V. Today Network Limited

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statements of T.V. Today Network Limited as of and for the year ended March 31, 2019, we have audited the internal financial controls over financial reporting of T.V. Today Network Limited (hereinafter referred to as the "Holding Company") and its subsidiary companies which are companies incorporated in India, as of that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors of the Holding Company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the company's internal financial controls over financial reporting with reference to these consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, both, issued by Institute of Chartered Accountants of India, and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls over financial reporting with reference to these consolidated financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting with reference to these consolidated financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING WITH REFERENCE TO THESE CONSOLIDATED FINANCIAL STATEMENTS

A company's internal financial control over financial reporting with reference to these consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING WITH REFERENCE TO THESE CONSOLIDATED FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls over financial reporting with reference to these consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting with reference to these consolidated financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, the Holding Company and its subsidiary companies, which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls over financial reporting with reference to these consolidated financial statements and such internal financial controls over financial reporting with reference to these consolidated financial statements were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

OTHER MATTERS

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting with reference to these consolidated financial statements of the Holding Company, insofar as it relates to these 4 subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiaries, incorporated in India.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number: 101049W/E300004

per Yogesh Midha
Partner
Membership Number: 94941

Date: May 20, 2019
Place of Signature: New Delhi

CONSOLIDATED BALANCE SHEET

as at March 31, 2019

(₹ in lakhs)

	Notes	March 31, 2019	March 31, 2018
ASSETS			
Non-current assets			
Property, plant and equipment	3	15,842.95	16,142.71
Capital work-in-progress	3	403.00	55.76
Intangible assets	4	8,380.30	9,128.09
Intangible assets under development	4	10.13	171.32
Investment properties	4A	515.64	549.97
Financial assets			
(i) Investments	5	10.01	-
(ii) Loans	6(d)	18.20	20.60
(iii) Other financial assets	6(e)	2,998.31	10,217.15
Deferred tax assets (net)	8	1,723.70	1,376.62
Other non-current assets	9	158.44	116.03
Total non-current assets		**30,060.68**	**37,778.25**
Current assets			
Inventories	10	250.12	168.39
Financial assets			
(i) Trade receivables	6(a)	18,461.47	18,492.25
(ii) Cash and cash equivalents	6(b)	2,694.59	1,961.13
(iii) Bank balances other than (ii) above	6(c)	26,388.86	17,984.30
(iv) Loans	6(d)	4.63	5.78
(v) Other financial assets	6(e)	9,619.33	469.30
Current tax assets (net)	7	3,405.29	3,627.80
Other current assets	11	4,406.11	2,934.12
Total current assets		**65,230.40**	**45,643.07**
Total assets		**95,291.08**	**83,421.32**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	12(a)	2,983.06	2,982.68
Other equity			
Reserves and surplus	12(b)	74,754.59	63,185.72
Equity attributable to equity holders of the parent		**77,737.65**	**66,168.40**
Non-controlling interests		-	-
Total equity		**77,737.65**	**66,168.40**
LIABILITIES			
Non-current liabilities			
Financial liabilities			
(i) Other financial liabilities	13(c)	78.94	15.39
Long term provisions	14	700.97	700.97
Net employee defined benefit liabilities	15	189.01	545.64
Total non-current liabilities		**968.92**	**1,262.00**
Current liabilities			
Financial liabilities			
(i) Borrowings	13(a)	314.70	-
(ii) Trade payables			
-Total outstanding dues of micro enterprises and small enterprises	13(b)	92.74	-
-Total outstanding dues of creditors other than micro enterprises and small enterprises	13(b)	7,953.07	8,674.85
(iii) Other financial liabilities	13(c)	2,825.01	3,113.03
Provisions	14	-	35.64
Net employee defined benefit liabilities	15	886.37	789.24
Other current liabilities	16	4,512.62	3,378.16
Total current liabilities		**16,584.51**	**15,990.92**
Total liabilities		**17,553.43**	**17,252.92**
Total equity and liabilities		**95,291.08**	**83,421.32**

The accompanying notes are integral part of the consolidated financial statements.
As per our report of even date.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration No. 101049W / E300004

per Yogesh Midha
Partner
Membership No. 094941

Place: New Delhi
Date: May 20, 2019

For and on behalf of the board of directors of T.V. Today Network Limited

Aroon Purie
Chairman and
Whole Time Director
DIN: 00002794

Kalli Purie Bhandal
Vice-chairperson and
Managing Director
DIN: 00105318

Ashok Kapur
Director
DIN: 00003577

Dinesh Bhatia
Chief Financial Officer
DIN - 01604681

Ashish Sabharwal
Company Secretary
M. No - F4991

Place: New Delhi
Date: May 20, 2019

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

for the year ended March 31, 2019

(₹ in lakhs)

	Notes	Year ended March 31, 2019	Year ended March 31, 2018
Revenue from contracts with customers	17	74,224.17	72,092.32
Other income	18(a)	3,637.54	2,448.00
Other gains/ (losses) - net	18(b)	29.99	23.49
Total income		**77,891.70**	**74,563.81**
Expenses			
Cost of materials consumed	19	325.03	279.37
Production cost	20	7,923.85	7,630.59
Employee benefits expense	21	22,268.88	20,245.92
Depreciation and amortisation expense	22	3,150.58	3,143.17
Other expenses	23	23,748.34	23,173.57
Finance costs	24	82.30	373.50
Total expenses		**57,498.98**	**54,846.12**
Profit before exceptional items and tax		20,392.72	19,717.69
Exceptional items	25	-	1,378.48
Profit before tax		**20,392.72**	**18,339.21**
Income tax expense			
- Current tax	26	7,617.89	6,353.26
- Deferred tax	26	(368.68)	92.37
Income tax expense		**7,249.21**	**6,445.63**
Profit for the year		**13,143.51**	**11,893.58**
Other comprehensive income			
Net other comprehensive income not to be re-classified to profit or loss in subsequent period			
Remeasurement gain / (losses) on defined benefit plans	15	59.77	(55.18)
Income tax effect	8	(21.60)	19.94
Other comprehensive income for the year, net of tax		**38.17**	**(35.24)**
Total comprehensive income for the year, net of tax		**13,181.68**	**11,858.34**
Profit for the year attributable to:			
Owners		13,143.51	11,893.58
Non-controlling interests		-	-
		13,143.51	11,893.58
Other comprehensive income for the year attributable to:			
Owners		38.17	(35.24)
Non-controlling interests		-	-
		38.17	(35.24)
Total comprehensive income for the year attributable to:			
Owners		13,181.68	11,858.34
Non-controlling interests		-	-
		13,181.68	11,858.34
Earnings per equity share attributable to owners			
Basic earnings per share (in ₹), computed on the basis of profit for the year attributable to equity holders of the Company	38	22.03	19.94
Diluted earnings per share (in ₹), computed on the basis of profit for the year attributable to equity holders of the Company	38	22.03	19.94

The accompanying notes are integral part of the consolidated financial statements. As per our report of even date.

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration No. 101049W / E300004

per Yogesh Midha
Partner
Membership No. 094941

Place: New Delhi
Date: May 20, 2019

For and on behalf of the board of directors of T.V. Today Network Limited

Aroon Purie	Kalli Purie Bhandal	Ashok Kapur	Dinesh Bhatia	Ashish Sabharwal
Chairman and Whole Time Director	Vice-chairperson and Managing Director	Director	Chief Financial Officer	Company Secretary
DIN: 00002794	DIN: 00105318	DIN: 00003577	DIN - 01604681	M. No - F4991

Place: New Delhi
Date: May 20, 2019

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2019

A. EQUITY SHARE CAPITAL

	Notes	(₹ in lakhs)
Equity shares of Rs. 5 each issued, subscribed and fully paid		
As at April 1, 2017		**2,982.68**
Issue of share capital	12(a)	-
As at March 31, 2018		**2,982.68**
Issue of share capital	12(a)	0.38
As at March 31, 2019		**2,983.06**

B. OTHER EQUITY

(₹ in lakhs)

	Notes	Reserves and surplus attributable to owners					Total
		Securities premium	Capital reserve on CCBC	Retained earnings	General reserve	Share options Outstanding account	
As at April 1, 2017		5,389.28	25,404.69	16,391.86	7,931.79	2.25	55,119.87
Profit for the year		-	-	11,893.58	-	-	11,893.58
Other comprehensive income		-	-	(35.24)	-	-	(35.24)
Total comprehensive income for the year		**5,389.28**	**25,404.69**	**28,250.20**	**7,931.79**	**2.25**	**66,978.21**
Transactions with owners in their capacity as owners:							
Transaction cost arise on share issue	12(b)	(39.69)	-	-	-	-	(39.69)
Dividend paid	12(b)	-	-	(1,193.07)	-	-	(1,193.07)
Dividend distribution tax paid on dividend	12(b)	-	-	(242.88)	-	-	(242.88)
Adjustments made in ITGD Division before acquisition on January 1, 2018	12(b)	-	(316.85)	-	-	-	(316.85)
Consideration paid to holding company for acquisition of ITGD Division	12(b)	-	(2,000.00)	-	-	-	(2,000.00)
As at March 31, 2018		**5,349.59**	**23,087.84**	**26,814.25**	**7,931.79**	**2.25**	**63,185.72**
Profit for the year		-	-	13,143.51	-	-	13,143.51
Other comprehensive income		-	-	38.17	-	-	38.17
Total comprehensive income for the year		**5,349.59**	**23,087.84**	**39,995.93**	**7,931.79**	**2.25**	**76,367.40**
Transactions with owners in their capacity as owners:							
Issue of equity shares	12(b)	5.49	-	-	-	-	5.49
Dividend paid	12(b)	-	-	(1,342.37)	-	-	(1,342.37)
Dividend distribution tax paid on dividend	12(b)	-	-	(275.93)	-	-	(275.93)
Options exercised/adjusted	12(b)	1.12	-	-	-	(1.12)	-
As at March 31, 2019		**5,356.20**	**23,087.84**	**38,377.63**	**7,931.79**	**1.13**	**74,754.59**

The accompanying notes are integral part of the consolidated financial statements.
As per our report of even date

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration No. 101049W / E300004

per Yogesh Midha
Partner
Membership No. 094941

Place: New Delhi
Date: May 20, 2019

For and on behalf of the board of directors of T.V. Today Network Limited

Aroon Purie
Chairman and
Whole Time Director
DIN: 00002794

Kalli Purie Bhandal
Vice-chairperson and
Managing Director
DIN: 00105318

Ashok Kapur
Director
DIN: 00003577

Dinesh Bhatia
Chief Financial Officer
DIN - 01604681

Ashish Sabharwal
Company Secretary
M. No - F4991

Place: New Delhi
Date: May 20, 2019

CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended March 31, 2019

(₹ in lakhs)

	Notes	Year ended March 31, 2019	Year ended March 31, 2018
Cash flow from operating activities			
Profit before income tax for the year		20,392.72	18,339.21
Adjustments to reconcile profit before tax for the year to net cash flows:			
Depreciation and amortisation expense	22	3,150.58	3,142.78
Bad debts net of adjustment with provision for doubtful debts and advances	23	-	4.31
Fixed assets written off	23	0.63	4.15
Provision for impairment on investment property under construction	23	30.00	89.45
Allowance for doubtful debts - trade receivables	23	667.73	806.54
Allowances for doubtful debts- trade receivables on exchange of services	23	48.51	-
Allowance for doubtful advances	23	-	15.09
Net loss on disposal of property, plant and equipment	23	83.20	14.60
Provisions / liabilities written back to the extent no longer required		-	(147.19)
Unwinding of discount on security deposits	18(a)	(5.51)	(19.21)
Interest income	18(a)	(2,570.64)	(1,840.32)
Finance costs	24	82.30	1,751.98
Net exchange differences	18(b)	(29.99)	(23.79)
Working capital adjustments			
Decrease/ (Increase) in trade receivables		698.51	(1,281.72)
(Decrease)/ increase in trade payables		(629.04)	(280.81)
(Increase) in other financial assets and other bank balances		(10,330.64)	(663.68)
Decrease in other non - current assets		35.85	513.54
(Increase) in inventories		(81.73)	(10.40)
(Increase) in other current assets		(1,216.42)	(606.42)
(Decrease)/ Increase in employee benefit obligations		(199.73)	214.74
(Decrease) / increase in other financial liabilities		(648.91)	(138.27)
(Decrease) / increase in other current liabilities		1,134.46	1,603.83
(Decrease) in other non-current liabilities		-	(0.57)
Cash generated from operations		**10,611.88**	**21,487.84**
Income tax paid (net of refunds)		(7,649.61)	(6,287.41)
Net cash inflow from operating activities (A)		**2,962.27**	**15,200.43**
Cash flows from investing activities			
Payment for acquisition of property, plant and equipment		(2,401.93)	(8,386.19)
Payment for investment made	4A	(10.01)	-
Proceeds from sale of property, plant and equipment		65.82	20.02
Funds withdrawn by holding company from ITGD Division		-	(316.85)

CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended March 31, 2019

(₹ in lakhs)

	Notes	Year ended March 31, 2019	Year ended March 31, 2018
Consideration paid to holding company for acquisiton of ITGD Division		-	(2,000.00)
Repayment of loans by employees (net)	6(d)	3.55	40.21
Interest received on bank deposits		2,229.87	1,266.40
Net cash inflow from investing activities (B)		**(112.70)**	**(9,376.41)**
Cash flows from financing activities			
Proceeds from issue of equity shares	12(a) & (b)	5.87	(39.69)
Proceeds from borrowings	13(a)	314.70	-
Repayment of borrowings		-	(2,699.63)
Interest and other borrowing costs paid	24	(82.30)	(1,690.29)
Dividends paid to company's shareholders	12(b)	(1,342.37)	(1,195.41)
Dividend distribution tax	12(b)	(275.93)	(242.88)
Net cash outflow from financing activities (C)		**(1,380.03)**	**(5,867.90)**
Net increase in cash and cash equivalents (A+B+C)		**1,469.54**	**(43.88)**
Cash and cash equivalents at the beginning of the financial year		1,224.15	1,267.15
Effect of exchange rate changes on cash and cash equivalents		0.90	0.88
Cash and cash equivalents at the end of the year		**2,694.59**	**1,224.15**
Reconciliation of cash and cash equivalents as per the cash flow statement			
Cash and cash equivalents as per above comprise of the following			
Cash and cash equivalents {note 6(b)}		2,694.59	1,961.13
Book overdrafts {refer note 13(c)}		-	(736.98)
Balance as per Statement of Cash Flows		**2,694.59**	**1,224.15**

The accompanying notes are integral part of the consolidated financial statements.
As per our report of even date

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration No. 101049W / E300004

per Yogesh Midha
Partner
Membership No. 094941

Place: New Delhi
Date: May 20, 2019

For and on behalf of the board of directors of T.V. Today Network Limited

Aroon Purie	Kalli Purie Bhandal	Ashok Kapur	Dinesh Bhatia	Ashish Sabharwal
Chairman and Whole Time Director	Vice-chairperson and Managing Director	Director	Chief Financial Officer	Company Secretary
DIN: 00002794	DIN: 00105318	DIN: 00003577	DIN - 01604681	M. No - F4991

Place: New Delhi
Date: May 20, 2019

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Background

T.V. Today Network Limited (hereinafter referred to as the 'Company') is a company limited by shares, incorporated and domiciled in India. The Company's equity shares are listed on the Bombay Stock Exchange and the National Stock Exchange in India. The registered office of the Company is situated at F-26, First Floor, Connaught Circus, New Delhi - 110001, India. The principal place of business of the Company is situated at FC-8, Sector 16A, Film City, Noida 201301, Uttar Pradesh. The Company along with its subsidiaries hereinafter is referred to as the 'Group'. The Group is engaged in broadcasting television news channels, radio stations and newspaper publishing in India.

The consolidated financial statements were authorised for issue in accordance with a resolution of the directors on May 20, 2019.

Note 1: Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these consolidated financial statements of the Group. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation

(i) Compliance with Ind AS

The consolidated financial statements are prepared in accordance with the Indian Accounting Standards (Ind-AS) as notified under Section 133 of the Companies Act, 2013, read with Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules thereafter and other recognised accounting practices and policies, to the extent applicable.

(ii) Historical cost convention

The consolidated financial statements have been prepared on a historical cost basis, except for the following:
- certain financial assets and liabilities that are measured at fair value;
- defined benefit plans - plan assets measured at fair value; and
- share-based payments

(b) Principles of consolidation

(i) Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The pooling of interests method of accounting in case of common control business combination is used to account for business combinations by the Group.

The Group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries are consistent with the policies adopted by the Group.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and consolidated balance sheet respectively.

(ii) Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity (note 33).

When the Group ceases to consolidate because of a loss of control, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

(c) Segment reporting

Operating segments are reported in a manner consistent with internal reporting provided to the chief operating decision maker.

The board of directors of the Company has appointed a team which assesses the financial performance and position of the Group, and makes strategic decisions. The team, which has been identified as being the chief operating decision maker, consists of the managing director, the chief executive officer and the chief financial officer.

(d) Foreign currency translation

(i) Functional and presentation currency

Items included in the financial statements of each of the group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Indian rupee (INR / ₹), which is the Group's functional and presentation currency.

(ii) Transaction and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.

All foreign exchange gains and losses are presented in the consolidated statement of profit and loss on a net basis within other gains/(losses).

(e) Revenue Recognition

The Group earns revenue primarily from advertisements and subscription income from broadcasting television news channels, advertisement on radio stations, digital platforms (i.e. through various websites and mobile applications) and in news paper publications.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2019

Effective April 1, 2018, the Group adopted Ind AS 115, Revenue from Contracts with Customers, using the cumulative catch-up transition method, applied to contracts that were not completed as of April 1, 2018. In accordance with the cumulative catch-up transition method, the comparatives have not been retrospectively adjusted. However, the effect on adoption of Ind AS 115 was insignificant.

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances, rebates and amounts collected on behalf of third parties.

The Group recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the Group's activities as described below. The Group bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

Revenue from services

(i) Advertisement income is recognized in the accounting period in which the services are rendered, i.e., when the advertisements are displayed / aired / published.

The Company enters into arrangements for free / bonus spots, bundled with normal paid spots. The total consideration for advertising services is allocated to the paid and bonus spots based on their relative fair values. Revenues allocated to bonus spots is deferred and recognised as revenue when such spots are utilised by customers.

(ii) Income from digital business income is recognized in the period in which the services are rendered.

(iii) Subscription income from direct-to-home satellite operators and other distributors for the right to distribute the channels is recognised when the service has been provided as per the terms of the contract.

Sale of publications and waste paper

Sale of publications and waste paper revenue is recognized when the significant risks and rewards of ownership have passed on to the buyer and is disclosed net of sales return and discounts.

Other operating revenue

Fee from training is recognized over the duration of the course offered by the media institute of the Group.

Other income

(i) Rental income is recognised on an accrual basis, in accordance with the terms of the relevant agreements, as and when services are rendered.
(ii) Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

(f) Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Current income tax

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of reporting period in India where the Group operates and generates taxable income. Management periodically

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

evaluates positions taken in tax returns with respect to situations in which applicable tax regulations is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, where the Group is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

(g) Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

As a lessee:

Leases of property, plant and equipment where the Group, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the statement of profit and loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Group as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

As a lessor :

Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the consolidated balance sheet based on their nature.

(h) Impairment of assets

Goodwill is not subject to amortisation and is tested annually for impairment annually and whenever events or changes in circumstances indicate it might be impaired. Property, plant and equipment and other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount, The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of impairment at the end of each reporting period.

(i) Cash and cash equivalents

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the consolidated balance sheet.

(j) Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

(k) Inventories

Raw material

Raw material is stated at lower of cost and net realisable value. Cost of raw material comprises cost of purchases. Cost of raw-material also include all other costs incurred in bringing the inventories to their present location and condition. Cost of purchased inventory are determined after deducting rebates and discounts. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Costs are assigned to individual items of inventory on weighted average basis.

(l) Investments and other financial assets

(i) Classification

The Group classifies its financial assets in the following measurement categories:

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

-those to be measured subsequently at fair value (through profit or loss), and
-those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will be recorded in profit or loss. For investment in debt instrument, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

(ii) Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in consolidated statement of profit and loss.

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the asset's cash flow represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through profit or loss: Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Equity instruments

The Group subsequently measures all equity investments at fair value. Where the management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gain / (losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

(iii) Impairment of financial assets

The group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 29 details how the group determines whether there has been a significant increase in credit risk.

For trade receivables only, the group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(iv) Derecognition of financial assets

A financial asset is derecognised only when:
- The Group has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Group has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Group has not retained control of the financial asset. Where the Group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

(v) Income recognition

Interest Income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

Dividends

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Group, and the amount of the dividend can be measured reliably.

(m) Non-current assets (or disposal groups) held for sale and discontinued operations

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and contractual rights under insurance contracts, which are specifically exempt from this requirement.

An impairment loss is recognised for any initial or subsequent write-down of the asset (or disposal group) to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of de-recognition.

Non-current assets (including those that are part of a disposal group) are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale continue to be recognised.

Non-current assets classified as held for sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet.

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single coordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of profit and loss.

(n) Derivatives that are not designated as hedges

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period. The Group enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through profit or loss and are included in other gains/(losses).

(o) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the consolidated balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

(p) Property, plant and equipment

Property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
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Depreciation methods, estimated useful lives and residual value

(i) Depreciation on property, plant and equipment (other than leasehold land, leasehold improvements, continuous process plant and machinery and vehicles) is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as prescribed under Schedule II to the Companies Act, 2013, which approximate the useful lives of the assets estimated by the management.

(ii) Leasehold land is depreciated over the period of the lease, on a straight line basis.

(iii) Leasehold improvements are depreciated over the lease term or their useful life (based on technical evaluation), whichever is shorter, on a straight line basis.

(iv) Furniture are depreciated over the useful life of 10 years, on a straight line basis.

(v) Buildings are depreciated over the useful life of 15 to 60 years, on a straight line basis.

(vi) Office equipments are depreciated over the useful life of 5 years, on a straight line basis.

(vii) Continuous process plant and machinery are depreciated over the useful life of 9.67 years to 15 years, based on technical evaluation, on a straight line basis.

(viii) Vehicles are depreciated over the useful life of 5 years, based on technical evaluation, on a straight line basis.

(ix) Assets costing less than ₹5,000 are depreciated over a period of 12 months, on a straight line basis by the Group. However, in case of subsidiary: Mail Today Newspapers Private Limited, assets costing below ₹5,000 are fully depreciated in the year of acquisition.

The residual values are not more than 5% of the original cost of the asset. The asset's residual values and useful lives are reviewed, and adjusted, if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).

Capital work in progress is stated at cost, net of accumulated impairment loss, if any.

(q) Investment properties

Property that is held for long term rental yields or for capital appreciation or both, and that is not occupied by the Group, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefit associated with expenditure will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised.

Investment properties are depreciated using the straight-line method over their estimated useful lives as prescribed under Schedule II to the Companies Act, 2013.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

(r) Intangible assets

Acquired intangible assets are shown at historical cost. They have a finite useful life and are subsequently carried at cost less accumulated amortisation and impairment losses.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

Amortisation methods and periods

The Group amortises intangible assets with a finite useful life using the straight-line method over the following periods:

Computer software: 3 years
Production software: 3 years
CTI sites BECIL: 10 years (license period)
Digital rights of news channels: 10 years

(s) Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 90 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

(t) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the consolidated balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

(u) Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

(v) Provisions

General

Provisions for legal claims, volume discounts and returns are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Onerous contracts

If the Company has a contract that is onerous, the present obligation under the contract is recognised and measured as a provision. However, before a separate provision for an onerous contract is established, the Company recognises any impairment loss that has occurred on assets dedicated to that contract.

An onerous contract is a contract under which the unavoidable costs (i.e., the costs that the Company cannot avoid because it has the contract) of meeting the obligations under the contract exceed the economic benefits expected to be received under it. The unavoidable costs under a contract reflect the least net cost of exiting from the contract, which is the lower of the cost of fulfilling it and any compensation or penalties arising from failure to fulfil it.

(w) Employee benefits

(i) Short-term obligation

Liabilities for salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employee's services upto the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the consolidated balance sheet.

(ii) Other long-term employee benefits obligations

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected

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future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

(iii) Post employment obligations

The Group operates the following post-employment schemes:
(a) defined benefit plan, i.e., gratuity
(b) defined contribution plans such as provident fund

Gratuity obligations

The liability or asset recognised in the consolidated balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the consolidated statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the consolidated balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

Defined contribution plans

The Group pays provident fund and employee state insurance contributions to government administered Employee Provident Fund Organisation and Employee State Insurance Corporation respectively. The Group has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

(iv) Share based payments

Share-based compensation benefits are provided to employees of the Company via T.V. Today Network Limited Employee Stock Option Plan.

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Employee options

The fair value of options granted under the T.V. Today Network Limited Employee Stock Option Plan is recognised as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted:

- including any market performance conditions (e.g. the entity's share price)

- excluding the impact of any service and non market performance vesting conditions (e.g., profitability, sales growth targets and remaining an employee of the entity over a specified time period) and

- including the impact of any non vesting conditions (e.g., the requirement for employees to save or holding shares for a specific period of time)

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

(v) Bonus plans

The Group recognises a liability and an expense for bonuses. The Group recognises a provision where contractually or statutorily obliged or where there is a past practice that has created a constructive obligation.

(x) Exceptional items

Exceptional items include income or expense that are considered to be part of ordinary activities, however are of such significance and nature that separate disclosure enables the user of the financial statements to understand the impact in a more meaningful manner.

(y) Contributed equity

Equity shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(z) Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

(aa) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

(a) the profit attributable to owners of the Group.

(b) by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

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(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

(a) the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
(b) the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

(ab) Fair value measurement

a. Fair value measurement

The Group measures financial instruments, such as, investments in equity instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.
The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:
- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The finance department of the Company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. This team reports directly to the Chief Financial Officer (CFO) and the Audit Committee (AC). Discussions of valuation processes and results are

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

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held between the CFO, AC and the finance team at least once in every three months, in line with the Company's quarterly reporting periods and includes determination of the policies and procedures for both recurring fair value measurement, such as unquoted financial assets measured at fair value.
External valuers are involved for valuation of significant assets, such as investments in equity instruments. Involvement of external valuers is decided upon annually by the finance team and CFO after discussion with and approval by the Company's Audit Committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

The finance team and CFO, in conjunction with the Company's external valuers, also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

On an interim basis, the finance team, CFO and the Company's external valuers present the valuation results to the Audit Committee and the Company's independent auditors. This includes a discussion of the major assumptions used in the valuations.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

(ac) Common control business combinations (CCBC) transactions

Business combinations involving entities that are controlled by the Group are accounted for using the pooling of interests method as follows:

- The assets and liabilities of the combining entities are reflected at their carrying amounts from the controlling parties' perspective.
- No adjustments are made to reflect fair values, or recognise any new assets or liabilities. Adjustments are only made to harmonise accounting policies.
- The financial information in the financial statements in respect of prior periods is restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, where the business combination had occurred after that date, the prior period information is restated only from that date.
- The balance of the retained earnings appearing in the financial statements of the transferor is aggregated with the corresponding balance appearing in the financial statements of the transferee or is adjusted against general reserve.
- The identity of the reserves are preserved and the reserves of the transferor become the reserves of the transferee.
- The difference, if any, between the amounts recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve and is presented separately from other capital reserves.

(ad) Recent accounting pronouncements

Standards issued but not yet effective

(i) Ind AS 116 Leases

On March 30, 2019, the Ministry of Corporate Affairs (MCA) issued the Companies (Indian Accounting Standards) Amendment Rules, 2019 which notified Ind AS 116, Leases. The amendment rules are effective from reporting periods beginning on or after April 1, 2019. This standard replaces current guidance in Ind AS 17 and is a far-reaching change in accounting by lessees in particular.

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Ind AS 116 sets out the principles for recognition, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to accounting for finance leases under Ind AS 17. The objective is to ensure that lessees and lessors provide relevant information in a manner that faithfully represents those transactions. This information gives a basis for users of financial statements to assess the effect that leases have on the financial position, financial performance and cash flows of an entity.

Ind AS 116 requires lessees to recognize a 'right-of-use asset' and a 'lease liability' for almost all leasing arrangements. Lessor accounting under Ind AS 116 is substantially unchanged from today's accounting under Ind AS 17. The lessor still has to classify leases as either finance or operating.

Ind AS 116 is effective for the group w.e.f April 01, 2019 using either one of the following two methods:

(a) retrospectively to each prior reporting period presented in accordance with Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors, with the option to elect certain practical expedients as defined within Ind AS 116 (the full retrospective method); or

(b) retrospectively with the cumulative effect of initially applying Ind AS 116 recognized at the date of initial application (April 01, 2019) and providing certain additional disclosures as defined in Ind AS 116 (the modified retrospective method).

The Group continues to evaluate the available transition methods and its contractual arrangements. The ultimate impact on leases resulting from the application of Ind AS 116 will be subject to assessments that are dependent on many variables, including, but not limited to, the terms of the contractual arrangements and the mix of business. The Group's considerations also include, but are not limited to, the comparability of its financial statements and the comparability within its industry from application of the new standard to its contractual arrangements. The Group has established an implementation team to implement Ind AS 116 related to leases and it continues to evaluate the changes to accounting system and processes, and additional disclosure requirements that may be necessary.

A reliable estimate of the quantitative impact of Ind AS 116 on the financial statements will only be possible once the implementation project has been completed.

(ii) Appendix C to Ind AS 12 Uncertainty over Income Tax Treatment

The Interpretation addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of Ind AS 12 and does not apply to taxes or levies outside the scope of Ind AS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments. The Interpretation specifically addresses the following:
- Whether an entity considers uncertain tax treatments separately
- The assumptions an entity makes about the examination of tax treatments by taxation authorities
- How an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates
- How an entity considers changes in facts and circumstances

An entity has to determine whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments. The approach that better predicts the resolution of the uncertainty should be followed. In determining the approach that better predicts the resolution of the uncertainty, an entity might consider, for example, (a) how it prepares its income tax filings and supports tax treatments; or (b) how the entity expects the taxation authority to make its examination and resolve issues that might arise from that examination.
The interpretation is effective for annual reporting periods beginning on or after 1st April 2019, but certain transition reliefs are available. The Group will apply the interpretation from its effective date.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

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(iii) Amendments to Ind AS 19: Plan Amendment, Curtailment or Settlement

The amendments to Ind AS 19 address the accounting when a plan amendment, curtailment or settlement occurs during a reporting period. The amendments specify that when a plan amendment, curtailment or settlement occurs during the annual reporting period, an entity is required to:

- Determine current service cost for the remainder of the period after the plan amendment, curtailment or settlement, using the actuarial assumptions used to remeasure the net defined benefit liability (asset) reflecting the benefits offered under the plan and the plan assets after that event.
- Determine net interest for the remainder of the period after the plan amendment, curtailment or settlement using: the net defined benefit liability (asset) reflecting the benefits offered under the plan and the plan assets after that event; and the discount rate used to remeasure that net defined benefit liability (asset).

The amendments also clarify that an entity first determines any past service cost, or a gain or loss on settlement, without considering the effect of the asset ceiling. This amount is recognised in profit or loss.
An entity then determines the effect of the asset ceiling after the plan amendment, curtailment or settlement. Any change in that effect, excluding amounts included in the net interest, is recognised in other comprehensive income.

The amendments apply to plan amendments, curtailments, or settlements occurring on or after the beginning of the first annual reporting period that begins on or after 1 April 2019. These amendments will apply only to any future plan amendments, curtailments, or settlements of the Group.

(ae) Rounding of amounts

All amounts in Indian Rupees disclosed in the financial statements and notes thereof have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

Note 2: Critical estimates and judgements

The preparation of consolidated financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Group's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different that those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

Critical estimates

The areas involving critical estimates are:
i) Estimation of defined benefit obligations - refer note 15
ii) Impairment of trade receivables - refer note 28
iii) Estimation of current tax expense and payable - refer note 26

Critical judgements

The areas involving critical judgements are:
i) Estimate useful life of property, plant & equipment, intangible assets, investment in properties - refer notes 1(p), 1(q), 1(r), 3, 4, 4A
ii) Estimation of provision for legal claim and contingent liabilities - refer notes 14 and 35

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Group and that are believed to be reasonable under the circumstances.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 3: Property, plant and equipment

(₹ in lakhs)

	Leasehold land	Building	Lease-hold improve-ments	Plant and machinery	Comput-ers	Office equip-ment	Furniture and fixtures	Vehicles	Total	Capital work-in-progress (CWIP)
Cost or valuation										
At April 1, 2017 Other than ITGD Division	**1,038.71**	**8,629.10**	**34.40**	**8,280.83**	**1,254.89**	**773.05**	**1,098.44**	**617.82**	**21,727.24**	**311.13**
At April 1, 2017 ITGD Division	**-**	**-**	**-**	**5.18**	**93.91**	**14.44**	**-**	**-**	**113.53**	**-**
Additions (including transfers from CWIP)	-	31.32	-	765.82	94.69	36.21	24.65	264.89	1,217.58	-
Additions of ITGD Division	-	-	-	25.47	67.25	2.56	-	-	95.28	-
Disposals	-	-	-	(785.80)	(20.14)	(19.92)	(2.17)	(55.82)	(883.85)	-
Transfers	-	-	-	-	-	-	-	-	-	(255.37)
At March 31, 2018 Other than ITGD Division	**1,038.71**	**8,660.42**	**34.40**	**8,260.85**	**1,329.44**	**789.34**	**1,120.92**	**826.89**	**22,060.97**	**55.76**
At March 31, 2018 ITGD Division	**-**	**-**	**-**	**30.65**	**161.16**	**17.00**	**-**	**-**	**208.81**	**-**
Additions (including transfers from CWIP)	-	71.25	-	1,303.48	420.14	77.78	25.50	34.98	1,933.13	347.24
Disposals	-	-	(0.66)	(90.43)	(3.00)	(0.16)	(98.57)	(100.83)	(293.65)	-
Transfers	-	-	-	-	-	-	-	-	-	-
At March 31, 2019	**1,038.71**	**8,731.67**	**33.74**	**9,473.90**	**1,746.58**	**866.96**	**1,047.85**	**761.04**	**23,700.45**	**403.00**
Depreciation and Impairment										
At April 1, 2017	33.04	495.70	14.01	2,733.60	587.42	556.84	289.27	115.25	4,825.13	-
Depreciation charge during the year	16.52	253.16	4.93	1,142.05	353.54	134.46	145.40	96.96	2,147.02	-
Disposal	-	-	-	(754.63)	(19.99)	(19.32)	(1.97)	(49.17)	(845.08)	-
At March 31, 2018	**49.56**	**748.86**	**18.94**	**3,121.02**	**920.97**	**671.98**	**432.70**	**163.04**	**6,127.07**	**-**
Depreciation charge during the year	16.52	254.44	4.86	1,163.56	328.94	57.93	149.83	107.79	2,083.87	-
Disposal	-	-	(0.66)	(51.03)	(1.96)	(0.16)	(54.45)	(36.37)	(144.63)	-
At March 31, 2019	**66.08**	**1,003.30**	**23.14**	**4,233.55**	**1,247.95**	**729.75**	**528.08**	**234.46**	**8,066.31**	**-**
Net book value										
At March 31, 2019	**972.63**	**7,728.37**	**10.60**	**5,271.00**	**659.79**	**154.21**	**519.77**	**526.58**	**15,842.95**	**403.00**
At March 31, 2018	**989.15**	**7,911.56**	**15.46**	**5,170.48**	**569.63**	**134.36**	**688.22**	**663.85**	**16,142.71**	**55.76**
At April 1, 2017	**1,005.67**	**8,133.40**	**20.39**	**5,552.41**	**761.38**	**230.65**	**809.17**	**502.57**	**17,015.64**	**311.13**

(i) Leased assets
The Company has acquired a leasehold land from New Okhla Industrial Development Authority under finance lease. The lease term in respect of land acquired under finance lease is 73 years.

(ii) Property, plant and equipment pledged as security
Refer to note 40 for information on property, plant and equipment pledged as security by the Group.

(iii) Contractual obligations
Refer to note 36 (a) (i)for disclosure of contractual commitments for the acquisition of property, plant and equipment.

(iv) Capital work in progress
Capital expenditure on assets largely comprises of vehicle and broadcast equipments not yet ready to use.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

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Note 4: Intangible assets

(₹ in lakhs)

	Production software	Computer software	CTI site BECIL	Digital rights*	Licence fees	Goodwill	Total	Intangible assets under development
Cost								
At April 1, 2017 Other than ITGD Division	**87.01**	**392.07**	**54.71**	**3,487.50**	**-**	**-**	**4,021.29**	**6.56**
At April 1, 2017 ITGD Division	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**90.78**
Additions	15.02	25.44	-	7.99	7,136.80	-	7,185.25	80.54
Acquisition of subsidiary (note 31)	-	-	-	-	-	0.39	0.39	-
Transfer	-	-	-	-	-	-	-	(6.56)
At March 31, 2018 Other than ITGD Division	**102.03**	**417.51**	**54.71**	**3,495.49**	**7,136.80**	**0.39**	**11,206.93**	**80.54**
At March 31, 2018 ITGD Division	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**90.78**
Additions	295.54	19.05	-	-	-	-	314.59	10.13
Transfer	-	-	-	-	-	-	-	(171.32)
At March 31, 2019	**397.57**	**436.56**	**54.71**	**3,495.49**	**7,136.80**	**0.39**	**11,521.52**	**10.13**
Amortisation and Impairment								
At April 1, 2017	13.97	244.60	52.52	775.93	-	-	1,087.02	-
Impairment charge during the year	-	-	-	-	-	0.39	0.39	-
Amortisation for the year	12.30	113.21	2.19	388.04	475.69	-	991.43	-
At March 31, 2018	**26.27**	**357.81**	**54.71**	**1,163.97**	**475.69**	**0.39**	**2,078.84**	**-**
Amortisation for the year	88.08	31.42	-	388.17	554.71	-	1,062.38	-
At March 31, 2019	**114.35**	**389.23**	**54.71**	**1,552.14**	**1,030.40**	**0.39**	**3,141.22**	**-**
Net book value								
At March 31, 2019	**283.22**	**47.33**	**-**	**1,943.35**	**6,106.40**	**-**	**8,380.30**	**10.13**
At March 31, 2018	**75.76**	**59.70**	**-**	**2,331.52**	**6,661.11**	**-**	**9,128.09**	**171.32**
At April 1, 2017	**73.04**	**147.47**	**2.19**	**2,711.57**	**-**	**-**	**2,934.27**	**97.34**

(i) Refer to note 36(a)(i) for disclosure of contractual commitments for acquisition of intangible assets.

*Digital rights includes rights of the company's news channels acquired from its holding company, Living Media India Limited.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 4A : Investment properties

Completed investment properties

(₹ in lakhs)

	March 31, 2019	March 31, 2018
A. Completed investment properties		
Gross carrying amount		
Opening gross carrying amount	255.78	255.78
Additions	-	-
Closing gross carrying amount	**255.78**	**255.78**
Accumulated depreciation		
Opening accumulated depreciation	12.99	8.66
Depreciation charged during the year	4.33	4.33
Closing accumulated depreciation	**17.32**	**12.99**
Net carrying amount (A)	**238.46**	**242.79**
B. Investment properties under construction		
Gross carrying amount		
Opening gross carrying amount	560.91	560.91
Additions	-	-
Less: Transfer to completed investment properties	-	-
Closing gross carrying amount	**560.91**	**560.91**
Accumulated Impairment		
Opening accumulated impairment	253.73	164.28
Impairment charge	30.00	89.45
Closing accumulated impairment	**283.73**	**253.73**
Net carrying amount (B)	**277.18**	**307.18**
Total (A+B)	**515.64**	**549.97**

(i) Amounts recognised in profit or loss for investment properties

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Rental income	1.16	-
Direct operating expenses from the property that generated rental income	(4.73)	-
Direct operating expenses from the property that did not generated rental income	(0.68)	-
Profit from investment properties before depreciation	**(4.25)**	**-**
Impairment	30.00	89.45
Depreciation	4.33	4.33
(Loss) from investment properties	**(38.58)**	**(93.78)**

(ii) Fair value

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Completed investment properties	253.00	284.00
Investment properties under construction	474.55	436.00

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Estimation of fair value

The Group obtains independent valuations for its investment properties at least once a year. The best evidence of fair value is current prices in an active market for similar properties.

Financial assets

Note 5: Non-current investments

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Investment in equity instrument (unquoted)		
Other Companies		
100,100 (March 31, 2018: Nil) equity shares of ₹10 each fully paid up in Digital News Publishers Association	10.01	-
Total non current investments	**10.01**	**-**

Note 6(a): Trade receivables

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Trade receivables	22,341.76	21,732.63
Receivables from related parties (refer note 34)	10.25	10.25
Less: Impairment allowance on trade receivables which have significant increase in credit risk	(3,890.54)	(3,250.63)
Total receivables	**18,461.47**	**18,492.25**
Current portion	18,461.47	18,492.25
Non-current portion	-	-

Break-up of security details (₹ in lakhs)

	March 31, 2019	March 31, 2018
Considered good, secured	19.91	15.43
Considered good, unsecured	18,441.56	18,476.82
Receivables having significant increase in credit risk, and	3,890.54	3,250.63
Receivables, credit impaired	-	-
Total	**22,352.01**	**21,742.88**
Less: Impairment allowance on trade receivables having significant increase in credit risk	(3,890.54)	(3,250.63)
Total trade receivables	**18,461.47**	**18,492.25**

No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member, other than those mentioned in Note 34.

Trade receivables are non-interest bearing and are generally on terms of 0 to 90 days.

Note 6(b): Cash and cash equivalents

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Balances with banks		
- in current accounts	2,381.93	1,829.83
- in EEFC accounts	305.38	125.02
Cash on hand	7.28	6.28
Total cash and cash equivalents	**2,694.59**	**1,961.13**

There are no repatriation restrictions with regard to cash and cash equivalents as at the end of the reporting period and prior periods.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 6(c): Bank balances other than 6(b) above

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Other bank balances		
Long-term deposits with original maturity more than 3 months but less than 12 months	26,370.60	17,967.60
Unpaid dividend accounts	18.26	16.70
Total other bank balances	**26,388.86**	**17,984.30**

Note 6(d): Loans

(₹ in lakhs)

	March 31, 2019		March 31, 2018	
	Current	Non current	Current	Non current
Unsecured, considered good				
Loan to employees	4.63	18.20	5.78	20.60
Total loans	**4.63**	**18.20**	**5.78**	**20.60**

Note 6(e): Other financial assets

Unsecured, considered good, unless otherwise stated:

(₹ in lakhs)

	March 31, 2019		March 31, 2018	
	Current	Non current	Current	Non current
Unsecured, considered good, unless otherwise stated:				
Long-term deposits with banks with remaining maturity period more than 12 months				
- more than 12 months	-	2,314.74	-	9,727.75
- less than 12 months	9,582.09	-	310.21	-
Claims recoverable				
- Considered good	8.66	-	25.90	-
- Considered doubtful	15.09	-	15.09	-
Less: Allowance for doubtful claims recoverable	(15.09)	-	(15.09)	-
Advance recoverable				
- Considered good	-	-	-	-
- Considered doubtful	29.17	-	34.97	-
Less: Allowance for doubtful advance recoverable	(29.17)	-	(34.97)	-
Security deposits				
- Related parties (refer note 34)	10.46	-	10.46	-
- Others				
- Considered good	18.12	683.57	122.73	489.40
- Considered doubtful	4.35	-	4.35	-
Less: Allowance for doubtful security deposits	(4.35)	-	(4.35)	-
Interest accrued on loan to related parties	-	-	-	-
Total other financial assets	**9,619.33**	**2,998.31**	**469.30**	**10,217.15**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 7: Current tax assets (net)

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Advance Income Tax		
Opening balance	3,617.00	3,682.85
Add: Taxes paid (net of refunds)	7,394.62	6,287.41
Less: Current tax expense for the year	7,617.13	6,353.26
Closing balance of advance tax	**3,394.49**	**3,617.00**
Advance fringe benefits tax		
Opening balance	10.80	10.80
Add: current tax paid for the year	-	-
Less: Tax payable	-	-
Closing balance of advance fringe benefit tax	**10.80**	**10.80**
Total current tax assets (net)	**3,405.29**	**3,627.80**

Note 8: Deferred tax assets (net)

(₹ in lakhs)

	March 31, 2019	March 31, 2018
The balance comprises temporary differences attributable to:		
Defined benefit obligations	230.13	316.32
Provision for bonus	32.60	32.29
	262.74	**348.61**
Other Items		
Allowance for doubtful debts and advances	1,338.44	1,119.46
Disallowances under section 40(a) of the Income Tax Act, 1961	1,488.93	1,001.13
Others	5.32	(14.85)
	2,832.69	**2,105.74**
Total deferred tax assets	**3,095.43**	**2,454.35**
Set-off of deferred tax liabilities pursuant to set-off provisions:		
Property, plant and equipment and intangible assets	(1,371.73)	(1,077.73)
Net deferred tax assets	**1,723.70**	**1,376.62**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Movement in deferred tax assets and liabilities

(₹ in lakhs)

	Defined benefit obligations	Provision for bonus	Allowance for doubtful debts and advances	Disallowances under section 40(a) of the Income Tax Act, 1961	Deferred tax assets - others	Property, plant and equipment and Intangibles assets	Total
At April 1, 2017	**235.37**	**66.71**	**863.29**	**1,088.56**	**12.05**	**(816.93)**	**1,449.05**
(Charged)/credited:							
- to profit or loss	61.01	(34.42)	256.17	(87.43)	(21.58)	(266.12)	(92.37)
- to other comprehensive income	19.94	-	-	-	-	-	19.94
At March 31, 2018	**316.32**	**32.29**	**1,119.46**	**1,001.13**	**(9.53)**	**(1,083.05)**	**1,376.62**
(Charged)/credited:							
- to profit or loss	(64.59)	0.31	218.98	487.80	14.85	(288.68)	368.68
- to other comprehensive income	(21.60)	-	-	-	-	-	(21.60)
At March 31, 2019	**230.13**	**32.60**	**1,338.44**	**1,488.93**	**5.32**	**(1,371.73)**	**1,723.70**

Note 9: Other non-current assets

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Unsecured, considered good, unless otherwise stated:		
Capital advances		
- Considered good	136.30	58.04
- Considered doubtful	10.46	10.46
Less: Allowance for doubtful capital advances	(10.46)	(10.46)
Advance to vendors	-	14.50
Prepaid expenses	22.14	43.49
Total other non-current assets	**158.44**	**116.03**

Note 10: Inventories

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Raw materials	250.12	168.39
Total inventories	**250.12**	**168.39**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 11: Other current assets

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Unsecured, considered good, unless otherwise stated:		
Receivables - against exchange of services		
- Related parties (refer note 34)	228.03	280.26
- Others		
- Considered good	327.06	349.49
- Considered doubtful	347.42	298.91
Less: Allowance for doubtful receivables - against exchange of services	(347.42)	(298.91)
Unbilled revenue	736.59	163.84
Prepaid expenses	804.60	384.34
Balances with government authorities	1,917.53	1,453.52
Advance		
- Others		
- Considered good	392.30	302.67
- Considered doubtful	113.64	188.64
Less: Allowance for doubtful advances	(113.64)	(188.64)
Total other current assets	**4,406.11**	**2,934.12**

Note 12: Equity share capital and other equity

12(a) Share capital

Authorised share capital

	Equity shares		Preference shares	
	Number of shares	(₹ in lakhs)	Number of shares	(₹ in lakhs)
As at April 1, 2017	**6,80,00,000**	**3,400.00**	**3,00,000**	**300.00**
Increase during the year	-	-	-	-
As at March 31, 2018	**6,80,00,000**	**3,400.00**	**3,00,000**	**300.00**
Increase during the year	-	-	-	-
As at March 31, 2019	**6,80,00,000**	**3,400.00**	**3,00,000**	**300.00**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

(i) Movemnet in Equty Share Capital

	Notes	Number of shares	Equity share capital (par value) (₹ in lakhs)
Equity shares of ₹5 each issued, subscribed and fully paid			
As at April 1, 2017		5,96,53,615	2,982.68
Issued during the year		-	-
As at March 31, 2018		**5,96,53,615**	**2,982.68**
Issued during the year	37	7,500	0.38
As at March 31, 2019		**5,96,61,115**	**2,983.06**

Terms and rights attached to equity shares

The Company has one class of equity shares having a par value of ₹5 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding. However, no such preferential amounts exist currently.

Shares reserved for issue under options

Information relating to T.V. Today Network Limited Employee Stock Option Plan, including details of options issued, exercised and lapsed during the financial year and options outstanding at the end of the reporting period, is set out in note 37.

(ii) Shares of the Company held by holding/ultimate holding company

	March 31, 2019	March 31, 2018
Equity shares:	**(No. of shares)**	**(No. of shares)**
Living Media India Limited (holding company)	3,39,54,333	3,39,54,333

(iii) Details of shareholders holding more than 5% equity shares in the Company

	March 31, 2019		March 31, 2018	
	Number of shares	% holding	Number of shares	% holding
Living Media India Limited, India, the holding company	3,39,54,333	56.91%	3,39,54,333	56.92%
Steinberg India Emerging Opportunities Fund Limited	33,20,000	5.56%	32,75,000	5.49%
HDFC Trustee Co. Limited A/c (HDFC retirement savings fund - equity plan)	40,65,359	6.81%	12,25,555	2.05%

(iv) Aggregate number of shares issued for consideration other than cash during the year ended

	March 31, 2019 Number of shares	March 31, 2018 Number of shares	March 31, 2017 Number of shares	March 31, 2016 Number of shares	March 31, 2015 Number of shares
Equity shares issued under the Employee Stock Option Plan as consideration for services rendered by employees (refer note 37)	7,500	-	-	5,000	1,60,500

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

12(b) Reserves and surplus

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Securities premium	5,356.20	5,349.59
Capital reserve arising on common control business combination ('CCBC')	23,087.84	23,087.84
General reserve	7,931.79	7,931.79
Share options outstanding account	1.13	2.25
Retained earnings	38,377.63	26,814.25
Total reserves and surplus	**74,754.59**	**63,185.72**

(i) Securities premium

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Opening balance	5,349.59	5,389.28
Add: Transferred from stock options outstanding account	1.12	-
Add: Received on issue of equity shares	5.49	-
Less: Transaction cost arising on share issue	-	(39.69)
Closing balance	**5,356.20**	**5,349.59**

(ii) Capital reserve arising on CCBC

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Opening balance	23,087.84	25,404.69
Add: Addition during the year	-	-
Less: Adjustments made by holding company from ITGD Division	-	(316.85)
Less: Consideration paid to holding company for acquisiton of ITGD Division (refer note 32)	-	(2,000.00)
Closing balance	**23,087.84**	**23,087.84**

(iii) General reserve

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Opening balance	7,931.79	7,931.79
Add: adjustments during the year	-	-
Closing balance	**7,931.79**	**7,931.79**

(iv) Share options outstanding account

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Opening balance	2.25	2.25
Less: Options adjusted during the year transferred to securities premium	(1.12)	-
Closing balance	**1.13**	**2.25**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2019

(v) Retained earnings

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Opening balance	26,814.25	16,391.86
Net profit for the year	13,143.51	11,893.58
Items of other comprehensive income recognised directly in retained earnings		
- Remeasurements of post-employment benefit obligation, net of tax	38.17	(35.24)
Dividend on equity shares for previous year	(1,342.37)	(1,193.07)
Dividend distribution tax on dividend for previous year	(275.93)	(242.88)
Closing balance	**38,377.63**	**26,814.25**

Nature and purpose of other reserves

Securities premium

Securities Premium represents the amount received in excess of par value of equity shares.Section 52 of Companies Act, 2013 specifies restriction and utilisation of security premium.

Capital reserve arising on CCBC

Refer note 32

General reserve

General reserve represents the statutory reserve, in accordance with Companies Act, 1956 wherein it was mandatory to transfer a portion of profit to general reserve before a company declare dividend. However under Companies Act, 2013 such transfer to General reserve is at the discretion of the Company.

Share options outstanding account

The share options outstanding account is used to recognise the grant date fair value of options issued to employees under TV Today Network Limited Employee Stock Option Plan. The balance in this account represents the grant date fair value of options which are yet to be exercised by the employees.

Retained earnings

Retained earnings represent the undistributed profits of the Group.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2019

Note 13: Financial liabilities

13(a) Current borrowings

(₹ in lakhs)

	Maturity date	Terms of repayment	Coupon/ Interest rate	March 31, 2019	March 31, 2018
Loans repayable on demand					
From banks (secured)					
Bank overdraft from Yes Bank Limited (YBL) - I	Repayable on demand	Repayable on demand	YBL base rate + 1%	314.70	-
Total current borrowings				**314.70**	**-**

Secured borrowings and asset pledged as security

(i) Bank overdraft from Yes Bank are secured by First Pari Passu charge by way of hypothecation on all the current assets and all the moveable fixed assets of the Mail Today Newpapers Private Limited (Mail Today), both present and future and First Pari Passu by way of mortgage on all the immoveable properties of the Company present and future. it is further secured by way of unconditional and irrevocable corporate guarantee of the Company amounting to ₹1,800 lakhs (Previous year ₹1,800 lakhs). Mail Today has not drawn any amount other than bank overdraft facility as of March 31, 2019.

The carrying amounts of financial and non financial assets pledged as security for current and non-current borrowings are disclosed in note 40.

13(b) Trade payables

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Current		
(a) Total outstanding dues of micro enterprises and small enterprises (refer note 41) and	92.74	-
	92.74	**-**
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	7,569.33	7,865.62
(c) Trade payables to related parties (refer note 34)	383.74	809.23
	7,953.07	**8,674.85**
Total trade payables	**8,045.81**	**8,674.85**

Trade payables as mentioned above are non-interest bearing and are normally settled on 60-days terms.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

13(c) Other financial liabilities

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Non - current		
Security deposits	78.94	15.39
Total other non - current financial liabilities	**78.94**	**15.39**
Current		
Book overdraft	-	736.98
Unpaid dividends	18.26	16.70
Employee benefits payable		
- Key Management Personnel (refer note 34)	1,430.01	1,150.77
- Others	1,143.84	1,025.26
Capital creditors	209.99	99.89
Security deposits	22.91	83.43
Total other current financial liabilities	**2,825.01**	**3,113.03**

Note 14: Provisions

(₹ in lakhs)

	March 31, 2019		March 31, 2018	
	Current	Non - current	Current	Non - current
Legal claim (i)	-	700.97	-	700.97
Provision for contingency	-	-	35.64	-
Total	**-**	**700.97**	**35.64**	**700.97**

(i) Information about individual provisions and significant estimates

Legal claim

Claim from Prasar Bharti towards uplinking charges: A provision has been recognised on an estimated basis amounting to ₹700.97 lakhs (March 31, 2018: 700.97 lakhs). In the opinion of the management, based on its understanding of the case and consideration of the opinion received from its counsel, the provision made in the books is considered to be adequate.

Provision for contingency

Represents provision towards penalty payable on late payment of stamp duty under provisions of Indian Stamp (Delhi Amendment) Act, 2007, as amended from time to time. Mail Today Newspapers Private Limited has during the previous year, applied for regularisation of dues payable on issue of equity shares in the earlier years. Pending approval from relevant authorities. Provision has been created by Mail Today Newspapers Private Limited as per best estimates available as of date of financial statements.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

(ii) Movements in provisions

Movements in each class of provision during the financial year, are set out below:

(₹ in lakhs)

	Legal claims	Contingency	Total
As at April 1, 2017	674.92	-	674.92
Charged to profit or loss			
-accrual of interest	26.05	-	26.05
-accrual of expense	-	35.64	35.64
Amount paid during the year	-	-	-
As at March 31, 2018	**700.97**	**35.64**	**736.61**
Charged to profit or loss			
-accrual of interest	-	-	-
-reversal of expense	-	(35.64)	(35.64)
Amount paid during the year	-	-	-
As at March 31, 2019	**700.97**	**-**	**700.97**

Note 15: Employee benefit obligations

(₹ in lakhs)

	March 31, 2019			March 31, 2018		
	Current	Non Current	Total	Current	Non Current	Total
Leave obligations (i)	**885.54**	**29.60**	**915.14**	**787.87**	**31.22**	**819.09**
Gratuity (ii)	**0.83**	**159.41**	**160.24**	**1.37**	**514.42**	**515.79**
Total employee benefit obligations	**886.37**	**189.01**	**1,075.38**	**789.24**	**545.64**	**1,334.88**

(i) Leave obligations

The leave obligations cover the Group's liability of earned leave.

The amount of the provision of ₹885.54 lakhs (March 31, 2018: ₹787.87 lakhs) is presented as current since the Company does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the Group does not expect all employees to take full amount of accrued leave or require payment within the next 12 months. The following amounts reflect leave that is not expected to be taken or paid within the next 12 months.

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Current leave obligations not expected to be settled within the next 12 months	757.27	716.53

(ii) Post-employment obligations

Gratuity

The Group provides for gratuity for employees in as per the Payment of Gratuity Act, 1972. The employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employee's last drawn basic salary per month computed proportionately for 15 days' salary

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

multiplied with the number of years of service. The gratuity plan of the Company is a funded plan and the Company makes contributions to recognised funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments.

(iii) Defined contribution plans

The Group also has certain defined contribution plans. Contributions are made to provident fund, employee pension scheme and employee's state insurance scheme for employees as per regulations. The contributions are made to registered funds administered by the government. The obligation of the Group is limited to the amount contributed and it has no further contractual or any constructive obligation. The expense recognised during the period towards defined contribution plan is ₹848.42 lakhs (March 31, 2018 ₹757.15 lakhs).

Balance sheet amounts - Gratuity

The amounts recognised in the consolidated balance sheet and the movements in the net defined benefit obligation over the year are as follows:

(₹ in lakhs)

	Present value of obligation	Fair value of plan assets	Total
April 1, 2017	1240.27	(868.12)	372.15
Current service cost	205.93	-	205.93
Interest expense/(income)	89.97	(62.51)	27.46
Total amount recognised in profit or loss	**295.90**	**(62.51)**	**233.39**
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	(7.00)	(7.00)
(Gain)/loss from change in demographic assumptions	11.90	-	11.90
(Gain)/loss from change in financial assumptions	(14.81)	-	(14.81)
Experience (gains)/losses	56.32	-	56.32
Past service cost, including losses/(gains) on curtailments	8.77	-	8.77
Total amount recognised in other comprehensive income	**62.18**	**(7.00)**	**55.18**
Employer contributions	(10.19)	(128.25)	(138.44)
Benefit payments	(87.82)	81.33	(6.49)
March 31, 2018	**1,500.34**	**(984.55)**	**515.79**
April 1, 2018	**1,500.34**	**(984.55)**	**515.79**
Current service cost	221.70	-	221.70
Current service cost for resigned employees	11.16	-	11.16
Interest expense/(income)	111.22	(72.87)	38.35
Total amount recognised in profit or loss	**344.08**	**(72.87)**	**271.21**
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	(37.72)	(37.72)
(Gain)/loss from change in demographic assumptions	-	-	-
(Gain)/loss from change in financial assumptions	(11.00)	-	(11.00)
Experience (gains)/losses	(11.05)	-	(11.05)
Past service cost, including losses/(gains) on curtailments	-	-	-
Total amount recognised in other comprehensive income	**(22.05)**	**(37.72)**	**(59.77)**
Employer contributions	-	(549.66)	(549.66)
Benefit payments	(134.44)	117.11	(17.33)
March 31, 2019	**1,687.93**	**(1,527.69)**	**160.24**

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The net liability disclosed above relates to funded and unfunded plan as follows:

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Present value of funded obligations	1,638.57	1,448.81
Fair value of plan assets	(1,527.69)	(984.55)
Deficit of funded plan	**110.88**	**464.26**
Unfunded plans	49.36	51.53
Deficit of gratuity plan	**160.24**	**515.79**

The Group has no legal obligation to settle the deficit in the funded plans with an immediate contributions or additional one of contributions. The Group intends to continue to contribute the defined benefit plans in line with the actuary's latest recommendations.

(iv) Post employment benefits (gratuity)

Significant estimates: actuarial assumptions and sensitivity

The significant actuarial assumptions were as follows:

	March 31, 2019	March 31, 2018
Discount rate	7.6% / 7.66%	7.40%/ 7.73%
Salary growth rate	6.5% / 5%	6.50%/ 5.00%
Mortality rate	Published rates under Indian Assured Lives Mortality (2006-08) ultimate table	

(v) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

(i) Changes in defined benefit obligation due to 1% increase/decease in discount rate

(₹ in lakhs)

	March 31, 2019	March 31, 2018
a) Defined benefit obligation	1,687.93	1,500.34
b) Defined benefit obligation at 1% increase in discount rate	1,528.60	1,406.87
c) Defined benefit obligation at 1% decrease in discount rate	1,737.68	1,604.82
d) Decrease in defined benefit obligation due to 1% increase in discount rate (a-b)	159.33	93.50
e) Increase in defined benefit obligation due to 1% decrease in discount rate (c-a)	49.75	104.45

(ii) Changes in defined benefit obligation due to 1% increase/decease in salary growth rate

(₹ in lakhs)

	March 31, 2019	March 31, 2018
a) Defined benefit obligation	1,687.93	1,500.34
b) Defined benefit obligation at 1% increase in salary growth rate	1,726.06	1,595.22
c) Defined benefit obligation at 1% decrease in salary growth rate	1,536.33	1,413.07
d) Increase in defined benefit obligation due to 1% increase in salary growth rate (b-a)	38.13	94.85
e) Decrease in defined benefit obligation due to 1% decrease in salary growth rate (a-c)	151.60	87.29

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
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(iii) Changes in defined benefit obligation due to 1% increase/decease in mortality rate, is negligible.

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumption the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

(vi) The major categories of plan assets are as follows:

	March 31, 2019		March 31, 2018	
	Unquoted	in %	Unquoted	in %
Investment funds				
Plan assets with recognised gratuity trust which has taken a gratuity policy with the Life Insurance Corporation of India (LIC)	1,527.69	100%	984.55	100%
Total	**1,527.69**	**100%**	**984.55**	**100%**

(vii) Risk exposure

Through its defined benefit plan, the Group is exposed to a number of risks, the most significant of which are defined below:

Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to yield on government bonds. If plan liability is funded and return on plan assets is lower than the yield on government bonds, it will create a plan deficit.
Interest risk (discount rate risk)	A decrease in the bond interest rate (discount rate) will increase the plan liability. The Group ensures that the investment positions are managed within an asset-liability matching (ALM) framework that has been developed to achieve long-term investments that are in line with the obligations under the employee benefit plan. Within this framework, the Group's ALM objective is to match assets to the gratuity obligations by investing in the gratuity policy of the LIC which makes the benefit payments as they fall due. The Group actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations. The Group has not changed the processes used to manage its risks from previous periods. The Group believes the LIC policy offers reasonable returns over the long - term with an acceptable level of risk. The plan asset mix is in compliance with the requirements of the local regulations.

(viii) Defined benefit liability and employer contributions

The Group has agreed that it will aim to eliminate the deficit in defined benefit gratuity plan over the coming years. Funding levels are monitored on an annual basis and the current agreed contribution rate is as advised by the LIC. The Group considers that

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the contribution rates set at the last valuation date are sufficient to eliminate the deficit over the coming years and that regular contributions, which are based on service costs, will not increase significantly.

Expected contribution to post-employment benefit plan for the year ending March 31, 2020 is ₹154.51 lakhs.

The weighted average duration of the defined benefit obligation as at March 31, 2019 is 9.49 years (March 31, 2018: 10.23 years). The expected maturity analysis of gratuity is as follows:

(₹ in lakhs)

	Less than a year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
March 31, 2019					
Defined benefit obligation	176.55	156.42	445.61	909.35	1,687.93
Total	**176.55**	**156.42**	**445.61**	**909.35**	**1,687.93**
March 31, 2018					
Defined benefit obligation	148.33	135.32	374.37	842.32	1,500.34
Total	**148.33**	**135.32**	**374.37**	**842.32**	**1,500.34**

Note 16: Other liabilities

(₹ in lakhs)

	March 31, 2019		March 31, 2018	
	Current	Non current	Current	Non current
Trade payables against exchange of services				
- Related parties (refer note 34)	139.28	-	-	-
- Others	99.38	-	33.38	-
Deferred revenue	1,846.46	-	1,127.61	-
Statutory dues payables (including provident fund and tax deducted at source)	2,013.46	-	1,905.31	-
Advances from customers	413.99	-	307.12	-
Others	0.05	-	4.74	-
Total other liabilities	**4,512.62**	**-**	**3,378.16**	**-**

Note 17: Revenue from contracts with customers

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Revenue from contracts with customers:		
Sale of newspaper publications	501.68	519.39
Sale of services		
- Advertisement income	63,602.78	62,452.09
- Subscription income	1,615.18	2,254.00

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- Income from digital business	7,429.61	6,046.42
- Revenue from exchange of services - advertisement income	778.77	571.26
- Others	296.15	249.16
Total revenue from contracts with customers	**74,224.17**	**72,092.32**

17.1 Disaggregated revenue information:

Set out below is the disaggregation of the Company's revenue from contracts with customers (net of inter segment revenue):

Segment	March 31, 2019			
	Television broadcasting	Radio broadcasting	Others	Newspaper publishing
Type of goods or services:				
- Advertisement income	59,078.72	2,104.90	-	2419.16
- Subscription income	1,429.80	-	185.38	-
- Income from digital business	34.83	-	7,394.78	-
- Revenue from exchange of services - Advertisement income	256.77	224.79	-	297.21
- Sale of newspaper publications	-	-	-	501.68
- Others	259.18	-	-	36.97
Total revenue from contracts with customers	**61,059.30**	**2,329.69**	**7,580.16**	**3,255.02**
- India	59,809.32	2,329.69	4,200.39	3,255.02
- Outside India	1,249.98	-	3,379.77	-
Total revenue from contracts with customers	**61,059.30**	**2,329.69**	**7,580.16**	**3,255.02**
Timing of revenue recognition:				
- Services rendered at a point in time	59,370.32	2,329.69	7,394.78	3,255.02
- Services transferred over time	1,688.98	-	185.38	-
Total revenue from contracts with customers	**61,059.30**	**2,329.69**	**7,580.16**	**3,255.02**

Set out below is the reconciliation of revenue from contracts with the customers with the amount disclosed in the segment information (Note 30)

	March 31, 2019			
	Television broadcasting	Radio broadcasting	Others	Newspaper publishing
External customer	61,059.30	2,329.69	7,580.16	3,255.02
Inter-segment	56.01	-	47.10	16.00
	61,115.31	2,329.69	7,627.26	3,271.02
Inter-segment adjustment and elimination	(56.01)	-	(47.10)	(16.00)
Total revenue from contracts with customers	**61,059.30**	**2,329.69**	**7,580.16**	**3,255.02**

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17.2 Contract balances:

(₹ in lakhs)

	March 31, 2019
Trade receivables, other than those against exchange of services (refer note 6(a))	18,461.47
Contract assets (i.e. unbilled revenue, refer note 11)	736.59
Contract liabilities (i.e. deferred revenue and advance from customers, refer note 16)	(2,260.45)

Trade receivables are non-interest bearing and are generally on terms of 0 to 90 days. Refer note 6(a), and 28 for details on trade receivables.
Contract assets are recognised when there is excess of revenue earned over billings on contracts with customers. Unbilled receivables are classified as contract assets (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Contract liabilities are recognised when there is excess of invoicing over revenue earned on contracts with customers. Deferred revenue are classified as contract liabilities where invoicing was made in advance or the advance received from the customers while performance of services is pending.

Right of return assets and refund liabilities are not present in contracts with customers.

(₹ in lakhs)

Set out below is the amount of revenue recognised from:	March 31, 2019
Amounts included in contract liabilities at the beginning of the year	(1,127.61)
Amounts included in contract assets at the beginning of the year	163.84
Amount billed during the year	74,370.27
Amounts included in contract liabilities at the end of the year	(1,846.46)
Amounts included in contract assets at the end of the year	736.59
Total revenue from contracts with customers	**74,224.17**

17.3 Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price:

(₹ in lakhs)

	March 31, 2019
Revenue as per contracted price	76,071.81
Adjustments:	
Agency incentive	(1,847.64)
Revenue from contract with customers	**74,224.17**

17.4 Performance obligation:

Please refer note 1(d) in accounting policies for performance obligation in relation to revenue from contracts with customers.

Note 18: Other income and other gains/(losses)

(a) OTHER INCOME

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Rental income	121.22	189.65

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

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Interest income from financial assets at amortised cost	2,570.64	1,840.32
Unwinding of discount on security deposits	5.51	19.21
Interest income on income tax refund	248.42	-
Miscellaneous income	691.75	398.82
Total other income	**3,637.54**	**2,448.00**

(b) OTHER GAINS/(LOSSES)

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Net foreign exchange gains	29.99	23.49
Total other gains	**29.99**	**23.49**

Note 19: Cost of materials consumed

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Raw material at the beginning of the year	168.39	157.99
Add : Purchases	409.13	291.86
Less : Sale of damaged raw material	2.37	2.09
Less : Raw material at the end of the year	250.12	168.39
Total cost of materials consumed	**325.03**	**279.37**

Note 20: Production costs

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Reporting expenses	986.35	1,086.72
Up-linking charges	224.24	231.29
Assignment charges	246.73	91.28
News services and dispatches	114.34	178.05
Subscription	390.63	356.63
Transponder lease rentals	1,124.91	1,081.70
Programme procurement	3.95	17.07
Printing and service charges of newspaper	634.14	616.61
Royalty fee	697.77	558.21
Equipment hire charges	345.24	224.39
Freelancer fee	675.55	567.83
Outdoor broadcasting van operational expenses	288.99	321.78
Licence fee	666.11	824.93
Content fee	69.94	75.05
Technical fee	817.41	1,193.19
Other	637.55	205.86
Total production costs	**7,923.85**	**7,630.59**

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Note 21: Employee benefits expense

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Salaries, wages and bonus	20,423.92	18,980.48
Contribution to provident fund	848.42	757.15
Gratuity (refer note 15)	271.21	233.39
Leave compensation (refer note 15)	194.21	204.49
Staff welfare expenses	531.12	70.41
Total employee benefits expense	**22,268.88**	**20,245.92**

Note 22: Depreciation and amortisation expense

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Depreciation of property, plant and equipment (refer note 3)	2,083.87	2,147.02
Depreciation of investment properties (refer note 5)	4.33	4.33
Amortisation and impairment of intangible assets (refer note 4)	1,062.38	991.82
Total depreciation and amortisation expense	**3,150.58**	**3,143.17**

Note 23: Other expenses

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Advertising, distribution and sales promotion	12,597.38	12,646.35
Water and electricity charges	904.14	797.24
Freight and forwarding charges	84.52	85.02
Rental charges	854.30	834.86
Repairs and maintenance :		
Building	136.54	116.33
Plant and machinery	624.46	649.83
Others	215.54	168.02
Insurance	202.11	179.48
Rates and taxes	111.38	185.59
Travelling and conveyance	2,221.24	2,013.14
Payment to auditors [refer note 23(a)]	65.41	56.84
Corporate social responsibility expenditure [refer note 23(b)]	337.59	283.63
Legal and professional fees	1,048.29	872.91
Printing and stationery	62.80	44.96
Telephone and communication charges	400.69	447.21
Car hire charges	1,068.63	847.93
Housekeeping	662.91	682.19
Vehicle running and maintenance	65.84	57.47
Postage and courier	23.20	29.10
Guard services	291.66	280.55

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(₹ in lakhs)

	March 31, 2019	March 31, 2018
Newspapers and periodicals	14.87	14.94
Business promotion	603.88	540.92
Software expenses	49.39	79.04
Fixed assets written off	0.63	4.15
Allowances for doubtful debts - trade receivables	667.73	928.46
Allowances for doubtful debts- trade receivables on exchange of services	48.51	67.76
Bad debts net of adjustment with provision for doubtful debts and advances	-	4.31
Provision for impairment of investment properties under construction	30.00	89.45
Net loss on disposal of property, plant and equipment	83.20	14.60
Miscellaneous expenses	271.50	151.29
Total other expenses	**23,748.34**	**23,173.57**

Note 23(a): Details of payments to auditors

(₹ in lakhs)

	March 31, 2019	March 31, 2018
i. Payments to auditors of the Parent Company		
As auditor:		
Audit fee	17.00	17.00
Tax audit fee	2.00	2.00
Limited review fee	24.00	23.00
In other capacities		
Certification fee	10.00	5.50
Re-imbursement of expenses	5.63	3.09
Total payments to auditors of the Parent Company	**58.63**	**50.59**
ii. Payments to other auditors		
As auditor:		
Audit fee	4.01	4.43
Tax audit fee	0.50	1.00
Limited reviews fee	-	-
In other capacities		
Certification fee	2.10	0.57
Re-imbursement of expenses	0.17	0.25
Total payments to other auditors	**6.78**	**6.25**
Total payments to auditors	**65.41**	**56.84**

Note 23(b): Corporate social responsibility expenditure

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Contribution to Care Today Fund	10.00	283.63
Contribution to Education Today	327.59	-
Total	**337.59**	**283.63**

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(₹ in lakhs)

	March 31, 2019	March 31, 2018
Amount required to be spent as per Section 135 of the Act		266.16
Amount spent during the year on		
(i) Construction/acquisition of an asset	-	-
(ii) On purposes other than (i) above	337.59	283.63

Note 24: Finance costs

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Interest and finance charges on financial liabilities not at fair value through profit or loss	33.05	267.70
Accrual of interest on legal claim (refer note 14)	-	26.05
Interest on shortfall of advance tax	39.70	23.10
Other borrowing costs	9.55	56.65
Total finance costs	**82.30**	**373.50**

Note 25: Exceptional items

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Interest on migration fee to Ministry of Information & Broadcasting (refer note 46)	-	1,378.48
Total exceptional items	**-**	**1,378.48**

Note 26: Income tax expense

This note provides an analysis of the Group's income tax expense, show amounts that are recognised directly in equity and how the tax expense is affected by non-assessable and non-deductible items. It also explains significant estimates made in relation to the Group's tax positions.

(₹ in lakhs)

	March 31, 2019	March 31, 2018
(Income tax Expense)		
Current tax		
Current tax on profits for the year	7,617.89	6,353.26
Total current tax expense	**7,617.89**	**6,353.26**
Deferred tax		
Deferred tax (credit) / charge	(368.68)	92.37
Total deferred tax expense/(benefit)	**(368.68)**	**92.37**
Income tax expense	**7,249.21**	**6,445.63**

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(b) Reconciliation of tax expense and the accounting profit multiplied by stipulated tax rate:

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Profit before income tax expense	20,392.72	18,339.21
Less: Profit from ITGD Division before the acquisition date	-	(608.53)
Net profit to be considered for computing tax expense	**20,392.72**	**17,730.68**
Tax at the rate of 34.944% (2017-2018: 34.608%)	**7,136.23**	**6,136.23**
Tax effect of amounts which are not deductible / (taxable) in calculating taxable income		
Corporate social responsibility expenditure	58.98	49.19
Other items:		
Interest on delayed deposit of tax deducted at source	1.03	10.66
Donation	0.01	0.02
Disallowance of expenses pertaining to exempt income	11.25	2.00
Unspent liabilities written back towards expenses earlier disallowed being inadmissble for computation of tax in earlier years	-	(0.18)
Amortisation expense pertaining to leasehold land	5.77	5.72
Others	(29.05)	(155.58)
Difference in statutory tax rate of subsidiaries	11.86	102.10
Tax losses expired during the year	-	1,278.83
Tax losses for which no deferred income tax was recognised	42.00	(1,020.39)
Tax effect of fair value loss on guarantee received for which no deferred income tax was recognised	11.12	37.02
Income tax expense	**7,249.21**	**6,445.63**

(c) Tax losses

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Unused business tax losses of subsidiary for which no deferred tax asset has been recognised	20,454.59	20,301.01
Potential tax benefit @ 26%, (March 31,2018, 25.75%)	5,318.19	5,227.51
Unused capital tax losses in the Company for which no deferred tax asset has been recognised	50.93	50.93
Potential tax benefit @ 23.296%, (March 31,2018, 23.072%)	11.86	11.75

The unused tax losses represent long-term capital losses for which no deferred tax asset has been recognised as it is not probable that future taxable income (capital gains) will be available against which such tax losses can be utilised. These losses can be carried forward for eight assessment years subsequent to the year in which such losses are incurred by the Company, i.e., till F.Y. 2019-2020.

Further, Mail Today has carry forward of unused tax losses aggregating to ₹20,783.71 lakhs (March 31, 2018: ₹20,301.01 lakhs) having potential tax benefit of ₹5,403.76 lakhs (March 31,2018: 5,227.51 lakhs) computed at the tax rate of 26% (March 31, 2018 25.75%). These unused tax losses are available for offsetting for eight years against profits in near future of the Company.

(d) Unabsorbed depreciation

Mail Today has carry forward of unabsorbed depreciation aggregating to ₹745.87 lakhs (March 31, 2018: ₹739.01 lakhs) having potential tax benefit of ₹193.93 lakhs (March 31,2018: 190.35 lakhs) computed at the tax rate of 26% (March 31, 2018 25.75%). These unabsorbed depreciation are available for offsetting and can be carried forward indefinitely and have no expiry date.

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(e) Unrecognised temporary differences

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Temporary differences other than impairment of investment properties, for which no deferred tax assets have been recognized *	1,089.91	1,076.68
Unrecognised deferred tax assets relating to the above temporary differences @ 26%, (March 31,2018, 25.75%) (A)	283.38	277.25
Temporary difference pertaining to impairment of investment properties for which no deferred tax asset has been recognised**	283.73	253.73
Unrecognised deferred tax assets relating to the above temporary differences @ 20.80% (March 31,2018, 20.60%)	59.02	52.27
Re-instated potential tax benefit on impairment of investment properties @ 26%, (March 31,2018, 25.75%) (B)	73.78	65.34
Total unrecognised deferred tax assets relating to the above temporary differences (A+B)	**357.16**	**342.59**

* Deferred tax assets have not been recognised in respect of deductible temporary differences in Mail Today, since Mail Today has been incurring losses and is not likely to generate taxable income in the foreseeable future.

**Represents fair value loss on impairment of investment properties, but no deferred tax asset has been recognised on such temporary differences as the Company does not expect the same to be deductible in determining taxable profit of future periods.

As mentioned in note 44, pending approval of the scheme filed by the Company, losses of Mail Today lapsed during previous year amounting to ₹4,966.23 lakhs shall become available to the Company, if approved by National Company Law Tribunal.

As at March 31, 2019, the Dividend distribution tax on dividends recommended by Directors amounting to ₹275.92 lakhs (March 31, 2018 ₹275.92 lakhs) has not been recognised as liability, pending approval of shareholders in the ensuing annual general meeting.

Note 27: Fair value measurements

Financial instruments by category

(₹ in lakhs)

	March 31, 2019		March 31, 2018	
	FVPL	Amortised Cost	FVPL	Amortised Cost
Financial assets				
Investments - equity instruments	-	10.01	-	-
Trade receivables	-	18,461.47	-	18,492.25
Loans to employees	-	22.83	-	26.38
Security deposits	-	712.15	-	622.59
Cash and cash equivalents	-	2,694.59	-	1,961.13
Other bank balances	-	26,388.86	-	17,984.30
Long-term deposits with banks with remaining maturity period more than 12 months	-	11,896.83	-	10,037.96
Advance recoverable	-	-	-	-
Investments	-	10.01	-	-

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Claims recoverable	-	8.66	-	25.90
Total financial assets	**-**	**60,205.41**	**-**	**49,150.51**
Financial liabilities				
Borrowings	-	314.70	-	-
Trade payables	-	8,045.81	-	8,674.85
Security deposits	-	101.85	-	98.82
Book overdraft	-	-	-	736.98
Unpaid dividends	-	18.26	-	16.70
Employee benefits payable	-	2,573.85	-	2,176.03
Capital creditors	-	209.99	-	99.89
Total financial liabilities	**-**	**11,264.46**	**-**	**11,803.27**

(i) Fair value hierarchy

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

(₹ in lakhs)

Financial assets and liabilities measured at fair value - recurring fair value measurements	Notes	Level 1	Level 2	Level 3	Total
At March 31, 2019					
Financial assets					
Financial Investments at FVPL					
Unquoted equity investments	5(a)	-	-	10.01	10.01
Total financial assets		**-**	**-**	**10.01**	**10.01**

(₹ in lakhs)

Assets and liabilities which are measured at amortised cost for which fair values are disclosed	Notes	Level 1	Level 2	Level 3	Total
At March 31, 2019					
Financial assets					
Loans to employees	6(e)	-	-	22.83	22.83
Security deposits	6(e)	-	-	712.15	712.15
Claims recoverable	6(e)	-	-	8.66	8.66
Long-term deposits with banks with remaining maturity period more than 12 months	6(e)	-	-	11,896.83	11,896.83
Total financial assets		**-**	**-**	**12,640.47**	**12,640.47**
Financial liabilities					
Security deposits	13(c)	-	-	101.85	101.85
Total financial liabilities		**-**	**-**	**101.85**	**101.85**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

(₹ in lakhs)

Assets and liabilities which are measured at amortised cost for which fair values are disclosed	Notes	Level 1	Level 2	Level 3	Total
At March 31, 2018					
Financial assets					
Loans to employees	6(e)	-	-	26.38	26.38
Security deposits	6(e)	-	-	622.59	622.59
Claims recoverable	6(e)	-	-	25.90	25.90
Long-term deposits with banks with remaining maturity period more than 12 months	6(e)	-	-	10,037.96	10,037.96
Total financial assets		**-**	**-**	**10,712.83**	**10,712.83**
Financial liabilities					
Security deposits	13(c)	-	-	98.82	98.82
Total financial liabilities		**-**	**-**	**98.82**	**98.82**

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices (for example, listed equity instruments, traded bonds and mutual funds that have quoted price).

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unquoted equity securities shown in the financial statement.

The Group's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period.

(ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:
- the fair value of the financial instruments is determined using discounted cash flow analysis.

All of the resulting fair value estimates are included in level 3, where the fair values have been determined based on present values and the discount rates used were adjusted for counterparty or own credit risk.

(iii) Valuation processes

The finance departments of the Group includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values This team report directly to the Chief Financial Officer (CFO) of the Company and the Audit Committee (AC). Discussions of valuation processes and results are held between the CFO, AC and the finance team at least once in every three months, in line with the Company's quarterly reporting periods.

The main level 3 inputs for the derivative financial asset used by the Group are derived and evaluated as follows:
- Risk free rate is computed based on the 10 year Indian Government Bond yield.
- Volatility rate is computed based on monthly stock prices sourced from Capital IQ Database.

Changes in level 2 and 3 fair values are analysed at the end of each reporting period during the quarterly valuation discussion between the CFO, AC and the finance team. As part of this discussion the team presents a report that explains the reason for the fair value movements.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

(iv) Fair value of financial assets and liabilities measured at amortised cost

(₹ in lakhs)

	March 31, 2019		March 31, 2018	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial assets				
Loans to employees	22.83	22.83	26.38	26.38
Security deposits	712.15	712.15	622.59	622.59
Long-term deposits with banks with remaining maturity period more than 12 months	11,896.83	11,896.83	10,037.96	10,037.96
Investments	10.01	10.01	-	-
Claims recoverable	8.66	8.66	25.90	25.90
Total financial assets	**12,650.48**	**12,650.48**	**10,712.83**	**10,712.83**
Financial liabilities				
Security deposits	101.85	101.85	98.82	98.82
Borrowings	314.70	314.70	-	-
Total financial liabilities	**416.55**	**416.55**	**98.82**	**98.82**

The carrying amounts of trade receivables, cash and cash equivalents, other bank balances, advance recoverable, claims recoverable, current borrowings, trade payables, employee benefits payables, interest accrued, book overdraft, unpaid dividends, capital creditors and other financial liabilities are considered to be the same as their fair values, due to their short-term nature.

The fair values for loans to employees, security deposits and long - term deposits with banks with remaining maturity period more than 12 months were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs, including counterparty credit risk.

The fair values of non-current borrowings and security deposits received were calculated based on discounted cash flows using a current borrowing rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs, including own credit risk.

For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

Significant estimates

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques. The Group uses its judgment to select a variety of methods and makes assumptions that are mainly based on market conditions existing at the end of each reporting period. For details of the key assumptions used and the impact of changes to these assumptions, see (ii) above.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 28: Financial risk management

The Group's activities expose it to market risk, liquidity risk and credit risk. This note explains the sources of risk which the entity is exposed to and how the entity manages such risk.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost	Ageing analysis Credit ratios	Diversification of bank deposits and credit limits
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk - foreign exchange	Recognised financial assets and liabilities not denominated in Indian rupee (INR)	Cash flow forecasting Sensitivity analysis	Cash flow forecasting
Market risk - interest rate	Long-term borrowings at variable rates	Sensitivity analysis	Periodic monitoring of interest rates
Market risk - security prices	Investments in equity securities	Sensitivity analysis	Portfolio diversification

The Group's senior management oversees the management of these risks. The Group's senior management is supported by a financial risk team that advises on financial risks and the appropriate financial risk governance framework for the Group. The financial risk team provides assurance to the Group's senior management that the Group's financial risk activities are governed by appropriate policies and procedures and that the financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives.

(A) Credit risk

Credit risk arises from cash and cash equivalents, financial assets carried at amortised cost and deposits with banks and financial institutions, as well as credit exposures to customers, including outstanding receivables.

(i) Credit risk management

For banks and financial institutions, only high rated banks/institutions are accepted.

For other financial assets, the Group assesses and manages credit risk based on internal credit rating system. The finance function consists of a separate team who assess and maintain an internal credit rating system. Internal credit rating is performed for each class of financial instruments with different characteristics. The Group assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

VL 1 : High-quality assets, negligible credit risk

VL 2 : Quality assets, low credit risk

VL 3 : Standard assets, moderate credit risk

VL 4 : Substandard assets, relatively high credit risk

VL 5 : Low quality assets, significant increase in credit risk

VL 6 : Credit-impaired

The Group considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Group compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

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recognition. It considers available reasonable and supportive forwarding-looking information. Especially the following indicators are incorporated:

- Internal credit rating
- external credit rating (as far as available)
- actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the party's ability to meet its obligations.

In general, it is presumed that credit risk has significantly increased since initial recognition if the payments are more than 180 days past due for non-government customers and 365 days for government customers.

A default on a financial asset is when there is no reasonable expectation of recovery, such as debtor declaring bankrupty or failing to engage in a repayment plan with the group. This definition of default is determined by considering the business environment in which the Company operates and other macro-economic factors.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

(ii) Provision for expected credit losses

The Group provides for expected credit loss based on the following:

<table>
<tr><th rowspan="2">Internal Rating</th><th rowspan="2">Category</th><th rowspan="2">Description of category</th><th colspan="2">Basis for recognition of expected credit loss provision</th></tr>
<tr><th>Loans, deposits and advances</th><th>Trade receivables</th></tr>
<tr><td>VL 1</td><td>High quality assets, negligible credit risk</td><td>Assets where the counter-party has strong capacity to meet the obligations and where the risk of default is negligible or nil.</td><td rowspan="3">12-month expected credit losses</td><td rowspan="5">Life-time expected credit losses (Simplified approach)</td></tr>
<tr><td>VL 2</td><td>Quality assets, low credit risk</td><td>Assets where there is low risk of default and where the counter-party has sufficient capacity to meet the obligations and where there has been low frequency of defaults in the past.</td></tr>
<tr><td>VL 3</td><td>Standard assets, moderate credit risk</td><td>Assets where the probability of default is considered moderate, counter-party's capacity to meet the obligations is not strong.</td></tr>
<tr><td>VL 4</td><td>Substandard assets, relatively high credit risk</td><td>Assets where there has been a significant increase in credit risk since initial recognition. Assets where the payments are more than 30 days past due.</td><td rowspan="2">Life-time expected credit losses</td></tr>
<tr><td>VL 5</td><td>Low quality assets, significant increase in credit risk</td><td>Assets where there is a high probability of default. In general, assets where contractual payments are more than 180 days past due for non-government customers and 365 days for government customers are categorised as low quality assets. Also includes assets where the credit risk of counter-party has increased significantly though payments may not be more than 180/365 days past due.</td></tr>
<tr><td>VL 6</td><td>Credit-impaired</td><td>Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or failing to engage in a repayment plan with the Group. Where loans or receivables have been written off, the Group continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit or loss.</td><td colspan="2">Asset is written off</td></tr>
</table>

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

(a) Expected credit loss for loans, security deposits and advances

(₹ in lakhs)

Particulars		Asset group	Internal credit rating	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Loss allowance measured at 12 month expected credit losses	Financial assets for which credit risk has not increased significantly since initial recognition	Loans to employees	VL1	22.83	0.00%	-	22.83
		Security deposits	VL2	706.04	0.62%	(4.35)	701.69
		Claims recoverable	VL1	23.75	63.54%	(15.09)	8.66
Loss allowance measured at life-time expected credit losses	Financial assets for which credit risk has increased significantly and not credit-impaired	Advance recoverable	VL5	29.17	100.00%	(29.17)	-

(b) Expected credit loss for trade receivables (other than receivables against exchange of services) under simplified approach

(₹ in lakhs)

Ageing	Not due	0-90 days	91-180 days	181- 365 days	1-2 years	2-3 years	More than 3 years	Total
Gross carrying amount	14,928.49	1,957.84	949.13	1,339.92	843.83	578.28	1,754.52	22,352.01
Expected loss rate	0.21%	10.39%	19.76%	63.27%	45.07%	90.07%	97.97%	17.41%
Expected credit losses (Loss allowance provision)	31.81	203.36	187.54	847.76	380.31	520.87	1,718.89	3,890.54
Carrying amount of trade receivables (net of impairment)	**14,896.68**	**1,754.48**	**761.59**	**492.16**	**463.52**	**57.41**	**35.63**	**18,461.47**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Year ended March 31, 2018:

(a) Expected credit loss for loans, security deposits and advances

(₹ in lakhs)

Particulars		Asset group	Internal credit rating	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Loss allowance measured at 12 month expected credit losses	Financial assets for which credit risk has not increased significantly since initial recognition	Loans to employees	VL1	26.38	0.00%	-	26.38
		Security deposits	VL2	616.48	0.71%	(4.35)	612.13
		Claims recoverable	VL1	40.99	36.81%	(15.09)	25.90
Loss allowance measured at life-time expected credit losses	Financial assets for which credit risk has increased significantly and not credit-impaired	Advance recoverable	VL5	34.97	100.00%	(34.97)	-

(b) Expected credit loss for trade receivables (other than receivables against exchange of services) under simplified approach

(₹ in lakhs)

Ageing	Not due	0-90 days	91-180 days	181- 365 days	1-2 years	2-3 years	More than 3 years	Total
Gross carrying amount	12,611.69	4,215.57	929.23	710.80	1,039.86	449.13	1,786.61	21,742.88
Expected loss rate	0.75%	6.25%	13.89%	25.32%	49.07%	79.07%	96.20%	14.95%
Expected credit losses (Loss allowance provision)	94.04	263.50	129.07	179.99	510.23	355.14	1,718.66	3,250.63
Carrying amount of trade receivables (net of impairment)	**12,517.65**	**3,952.06**	**800.16**	**530.80**	**529.63**	**93.99**	**67.95**	**18,492.25**

The gross carrying amount of trade receivables is ₹22,352.01 lakhs (March 31, 2018 : ₹21,742.88 lakhs)

During the year, the Group made no write-offs of trade receivables, it does not expect to receive future cash flows or recoveries from collection of cash flows previously written off.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2019

(iii) Reconciliation of loss allowance provision - Loans, deposits and advances

(₹ in lakhs)

Reconciliation of loss allowance	Loss allowance measured at 12 month expected losses	Loss allowance measured at life-time expected losses Financial assets for which credit risk has increased significantly and not credit-impaired
Loss allowance on April 1, 2017	**4.35**	**34.97**
Add / (Less): Changes in loss allowances due to: Changes in risk parameters #	15.09	-
Loss allowance on March 31, 2018	**19.44**	**34.97**
Add / (Less): Changes in loss allowances due to: Changes in risk parameters #	-	(5.80)
Loss allowance on March 31, 2019	**19.44**	**29.17**

The change in the loss allowance is due to changes in the probability of default used to calculate 12-month expected credit loss.

(iv) Reconciliation of loss allowance provision - Trade receivables

(₹ in lakhs)

Reconciliation of loss allowance	Loss measured at life-time expected credit losses
Loss allowance on April 1, 2017	**2,497.06**
Amounts written off	(174.89)
Changes in loss allowance	928.46
Loss allowance on March 31, 2018	**3,250.63**
Amounts written off	(27.82)
Changes in loss allowance	667.73
Loss allowance on March 31, 2019	**3,890.54**

Significant estimates and judgments

Impairment of financial assets

The impairment provisions for financial assets disclosed above are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

(B) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the dynamic nature of the underlying businesses, the Group treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the Group's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows. This is generally carried out in accordance with practice and limits set by the Group. In addition, the Group's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet cash requirements, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

(i) Financing arrangements

The Group had access to the following undrawn borrowing facilities at the end of the reporting period:

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Floating rate		
- Expiring within one year (bank overdraft/ cash credit facility and non-fund based facilities)	6,593.00	6,598.97

The bank overdraft / cash credit facilities may be drawn at any time and may be terminated by the bank without notice. Subject to the continuance of satisfactory credit ratings, the bank loan facilities may be drawn at any time in INR and have an average maturity of 1 year (March 31, 2018: 1 year).

(ii) Maturities of financial liabilities

The tables below analyse the Group's financial liabilities into relevant maturity groupings based on their contractual maturities for all financial liabilities:

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

(₹ in lakhs)

Contractual maturities of financial liabilities March 31, 2019	Repayable on demand	Less than 3 months	3 months to 6 months	6 months to 1 year	Between 1 and 2 years	Between 2 and 5 year	Total
Trade payables	-	8,045.81	-	-	-	-	8,045.81
Borrowing	314.70	-	-	-	-	-	314.70
Other financial liabilities	18.26	2,806.75	-	-	78.94	-	2,903.95
Total financial liabilities	**332.96**	**10,852.56**	**-**	**-**	**78.94**	**-**	**11,264.46**

(₹ in lakhs)

Contractual maturities of financial liabilities March 31, 2018	Repayable on demand	Less than 3 months	3 months to 6 months	6 months to 1 year	Between 1 and 2 years	Between 2 and 5 year	Total
Trade payables	-	8,674.85	-	-	0.23	-	8,675.08
Other financial liabilities	32.48	3,080.55	-	-	15.39	-	3,128.42
Total financial liabilities	**32.48**	**11,755.40**	**-**	**-**	**15.62**	**-**	**11,803.50**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

(C) Market risk

(i) Foreign currency risk

The Group operates internationally and is exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to the GBP, USD and CAD. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the Group's functional currency (INR). The risk is measured through a forecast of highly probable foreign currency cash flows.

(a) Foreign currency risk exposure:

The Group's exposure to foreign currency risk at the end of the reporting period, is as follows

(₹ in lakhs)

	March 31, 2019						
	GBP	EURO	AED	AUD	CAD	~G8	USD
Financial assets							
Trade receivables	122.33	5.31	1.04	5.34	85.72	-	827.56
Bank balance in EEFC accounts	-	-	-	-	-	-	305.38
Net exposure to foreign currency risk (assets)	**122.33**	**5.31**	**1.04**	**5.34**	**85.72**	**-**	**1,132.94**
Financial liabilities							
Trade payables	5.35	36.69	-	-	-	-	135.11
Other financial liabilities	4.51	-	-	-	-	-	-
Net exposure to foreign currency risk (liabilities)	**9.86**	**36.69**	**-**	**-**	**-**	**-**	**135.11**

(FC in lakhs)

	March 31, 2019						
	GBP	EURO	AED	AUD	CAD	~G8	USD
Financial assets							
Trade receivables	1.36	0.07	0.06	0.11	1.65	-	11.94
Bank balance in EEFC accounts	-	-	-	-	-	-	4.41
Net exposure to foreign currency risk (assets)	**1.36**	**0.07**	**0.06**	**0.11**	**1.65**	**-**	**16.35**
Financial liabilities							
Trade payables	0.06	0.47	-	-	-	-	1.95
Other financial liabilities	0.05	-	-	-	-	-	-
Net exposure to foreign currency risk (liabilities)	**0.11**	**0.47**	**-**	**-**	**-**	**-**	**1.95**

(₹ in lakhs)

	March 31, 2018						
	GBP	EURO	AED	AUD	CAD	~G8	USD
Financial assets							
Trade receivables	95.59	0.20	1.02	-	60.94	0.70	416.48
Bank balance in EEFC accounts	-	-	-	-	-	-	125.02
Net exposure to foreign currency risk (assets)	**95.59**	**0.20**	**1.02**	**-**	**60.94**	**0.70**	**541.50**
Financial liabilities							
Trade payables	-	2.26	-	-	-	-	261.28
Other current financial liabilities	4.61	-	-	-	-	-	-
Net exposure to foreign currency risk (liabilities)	**4.61**	**2.26**	**-**	**-**	**-**	**-**	**261.28**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

(Fc in lakhs)

	March 31, 2018						
	GBP	EURO	AED	AUD	CAD	SGD	USD
Financial assets							
Trade receivables	1.04	-	0.06	-	1.21	0.01	6.40
Bank balance in EEFC accounts	-	-	-	-	-	-	1.94
Net exposure to foreign currency risk (assets)	**1.04**	**-**	**0.06**	**-**	**1.21**	**0.01**	**8.34**
Financial liabilities							
Trade payables	-	0.03	-	-	-	-	4.01
Other financial liabilities	0.05	-	-	-	-	-	-
Net exposure to foreign currency risk (liabilities)	**0.05**	**0.03**	**-**	**-**	**-**	**-**	**4.01**

(b) Sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments holding all other variables constant

(₹ in lakhs)

	Impact on profit after tax	
	March 31, 2019	March 31, 2018
GBP sensitivity		
INR/GBP - Increase by 5%	5.62	4.55
INR/GBP - Decrease by 5%	(5.62)	(4.55)
EURO sensitivity		
INR/EURO - Increase by 5%	(1.57)	(0.10)
INR/EURO - Decrease by 5%	1.57	0.10
AED sensitivity		
INR/AED - Increase by 5%	0.05	0.05
INR/AED - Decrease by 5%	(0.05)	(0.05)
AUD sensitivity		
INR/AUD - Increase by 5%	0.27	-
INR/AUD - Decrease by 5%	(0.27)	-
CAD sensitivity		
INR/CAD - Increase by 5%	4.29	3.05
INR/CAD - Decrease by 5%	(4.29)	(3.05)
SGD sensitivity		
INR/SGD - Increase by 5%	-	0.04
INR/SGD - Decrease by 5%	-	(0.04)
USD sensitivity		
INR/USD - Increase by 5%	49.89	14.01
INR/USD - Decrease by 5%	(49.89)	(14.01)

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2019

(ii) Cash flow and fair value interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's short-term debt and long-term debt obligations with floating interest rates.

The Group's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

(a) Interest rate risk exposure

The exposure of the Group's borrowing to interest rate changes at the end of the reporting period is as follows:

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Fixed rate borrowings	-	-
Variable rate borrowings	314.70	-
Total borrowings	**314.70**	**-**

(b) Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates holding all other variable constants:

(₹ in lakhs)

	Impact on profit after tax	
	March 31, 2019	March 31, 2018
Interest rate - increase by 50 basis points	**(1.25)**	**(10.34)**
Interest rate - decrease by 50 basis points	**1.25**	**10.34**

(iii) Price risk

(a) Exposure

The Group does not hold any equity securities, except those in Radio Today Broadcasting Limited, which has been assessed at nil fair value. Hence, the Group is not exposed to any price risk.

(b) Sensitivity

Not applicable

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 29: Capital management

(a) Risk management

The Group's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Group monitors capital on the basis of the following gearing ratio

Net debt (total borrowings net of cash and cash equivalents) divided by Total 'equity' (as shown in the balance sheet including non-controlling interests).

The Group's strategy is to maintain a gearing ratio within 0%~10%. The gearing ratios were as follows:

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Net debt	-	-
Total equity	77,737.65	66,168.40
Net debt to equity ratio	**Nil**	**Nil**

Loan Covenants

Mail Today Newspapers Private Limited, a subsidiary has availed only bank overdraft facility from a bank which has not specifically mandate compliance of any financial covenants. Accordingly, no disclosure for any covenant has been provided. The management of the company based on business plan is making concerted efforts to improve the net debt to equity ratio.

(b) Dividends

(₹ in lakhs)

	March 31, 2019	March 31, 2018
(i) Equity shares		
Final dividend for the year ended March 31, 2019 of ₹2.25 (March 31, 2018: ₹2.25) per fully paid share	1,342.37	1,193.07
(ii) Dividends not recognised at the end of the reporting period		
In addition to the above dividend, since year end, the directors have recommended the payment of a final dividend of INR 2.25 per equity share (March 31, 2018: ₹2.25 per equity share).This proposed dividend is subject to the approval of shareholders in the ensuing annual general meeting.	1,342.37	1,342.21

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 30: Segment information

(a) Description of segments and principal activities

The Group's managing director (MD), the chief executive officer (CEO) and the chief financial officer (CFO), examine the group's performance both from a product and geographical perspective and have identified three reportable segments of its business:

- Television broadcasting
- Radio broadcasting
- Newspaper publishing
- Residual items have been considered as 'Others'.

The MD, CEO and CFO primarily use a measure of adjusted earnings before interest, tax, depreciation and amortization (EBITDA) (see below) to assess the performance of the operating segments. However, they also receive information about the segments' revenue and assets on a monthly basis.

(b) Adjusted EBITDA

Adjusted EBITDA excludes the effects of significant items of income and expenditure which may have an impact on the quality of earnings such as impairments when the impairment is the result of an isolated, non-recurring event. It also excludes the effects of share-based payments and gains or losses on financial instruments.
Interest income and finance cost are not allocated to segments, as this type of activity is driven by the central treasury function, which manages the cash position of the Group.

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Television broadcasting	20,569.06	22,807.95
Radio broadcasting	118.58	(837.23)
Newspaper publishing	(154.70)	(839.75)
Others	1,051.20	528.90
Total adjusted EBITDA	**21,584.14**	**21,659.87**

Adjusted EBITDA reconciles to profit before income tax as follows:

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Total adjusted EBITDA	21,584.14	21,659.87
Finance costs (including exceptional cost during year ended March 31, 2018) (refer note 24 & 25)	(82.30)	(1,751.98)
Interest income and unwinding of discount on security deposits (refer note 18)	2,822.58	1,859.53
Depreciation and amortisation expense (refer note 22)	(3,150.58)	(3,143.17)
Leave compensation	(183.58)	-
Gratuity	(257.99)	-
Corporate social responsibility expenditure (refer note 23(b))	(337.59)	(283.63)
Others	(1.96)	(1.41)
Profit before income tax	**20,392.72**	**18,339.21**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

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(c) Segment revenue

Sales between segments are carried out at arm's length and are eliminated on consolidation. The segment revenue is measured in the same way as in the statement of profit or loss.

(₹ in lakhs)

	March 31, 2019			March 31, 2018		
	Total segment revenue	Inter-segment revenue	Revenue from external customer	Total segment revenue	Inter-segment revenue	Revenue from external customer
Television broadcasting	61,115.31	56.01	61,059.30	60,680.12	52.90	60,627.22
Radio broadcasting	2,329.69	-	2,329.69	2,389.91	-	2,389.91
Newspaper publishing	3,271.02	16.00	3,255.02	3,045.53	11.08	3,034.45
Others	7,627.26	47.10	7,580.16	6,060.27	19.53	6,040.74
Total segment revenue	**74,343.28**	**119.11**	**74,224.17**	**72,175.83**	**83.51**	**72,092.32**

Revenues from external customers of television broadcasting segment majorly comprise of sale of advertisements and subscription income. It also includes the income from digital business, programme support service, sale of animations and fees from training institute. Revenue from external customers of radio broadcasting segment majorly comprise of advertisements. Revenues from external customers of newspaper publishing segment comprise of sale of newspaper publications and advertisements published there in.

Revenues of approximately ₹20,800.36 lakhs (March 31, 2018 ₹18,894.57 lakhs) are derived from two external customers. These revenues are attributed to the television broadcasting segment.

The Group is domiciled in India. The amount of its revenue from external customers broken down by location of the customers is shown in the table below:

(₹ in lakhs)

Revenue from external customers	March 31, 2019	March 31, 2018
India	69,594.42	68,023.24
USA	4,156.76	3,184.05
UK	160.21	263.35
Dubai	158.34	211.89
Other countries	154.44	409.80
Total	**74,224.17**	**72,092.32**

(d) Segment assets

Segment assets are measured in the same way as in the financial statements. These assets are allocated based on the operations of the segment and the physical location of the asset.

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Television broadcasting	57,839.86	59,416.58
Radio broadcasting	8,050.54	8,779.19
Newspaper publishing	1,713.10	1,468.34
Others	4,168.71	2,344.15
Total segment assets	**71,772.21**	**72,008.26**
Inter - segment eliminations	(23,116.04)	(24,124.72)

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Unallocated:		
Investment properties	515.64	549.97
Investment	10.01	-
Cash and bank balances (including fixed deposits)	40,980.28	29,983.38
Loans and advance (including advance tax net of provision)	2,822.99	3,319.73
Tax asset	582.30	308.08
Deferred tax assets (net)	1,723.70	1,376.62
Total assets as per the balance sheet	**95,291.10**	**83,421.32**

The total of non-current assets, other than financial instruments and deferred tax assets, broken down by location of the assets, is shown below:

(₹ in lakhs)

	March 31, 2019	March 31, 2018
India	25,310.46	26,163.88
Other countries	-	-
	25,310.46	26,163.88

(e) Segment liabilities

Segment liabilities are measured in the same way as in the financial statements. These liabilities are allocated based on the operations of the segment.

The Group's borrowings are not considered to be segment liabilities, but are managed by the treasury function.

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Television broadcasting	11,287.28	13,991.99
Radio broadcasting	22,523.53	22,736.96
Newspaper publishing	1,509.01	1,506.56
Others	3,978.58	3,122.04
Total segment liabilities	**39,298.40**	**41,357.55**
Inter - segment eliminations	(23,116.04)	(24,124.72)
Unallocated:		
Unpaid dividends	18.26	16.70
Borrowings	314.70	-
Net employee defined benefit liabilities	995.82	-
Others	42.29	3.39
Total liabilities as per the balance sheet	**17,553.43**	**17,252.92**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 31: Business Combination

(a) Summary of acquisition

Subsidiary acquired

(₹ in lakhs)

Name of subsidiary	Principal activity	Date of acquisition	Proportion of voting equity interests acquiring (%)	Consideration transferred
Vibgyor Broadcasting Private Limited	Radio Broadcasting	August 1, 2017	100%	1.00

Vibgyor Broadcasting Private Limited were acquired so as to continue the expansion of the Group's activity in radio business.

Consideration transferred

Details of the purchase consideration, the net assets acquired and goodwill are as follows:

(₹ in lakhs)

	Amount
Purchase consideration	
Cash paid	1.00
Total purchase consideration	**1.00**
Assets acquired and liabilities recognised at the date of acquisition	
The assets and liabilities recognised as a result of the acquisition are as follows:	
Cash and cash equivalents	0.69
Trade payable	(0.08)
Net identifiable assets acquired	**0.61**
Calculation of goodwill	
Consideration transferred	1.00
Less: Net identifiable assets acquired	(0.61)
Goodwill	**0.39**

The goodwill was attributable to the synergies expected to be achieved from integrating Vibgyor Broadcasting Private Limited into the Group. It was not deductible for tax purpose. Since Vibgyor Broadcasting Private Limited did not commence its operations, the Group assessed to impair the amount of goodwill in previous year.

(b) Purchase consideration - cash outflow

(₹ in lakhs)

	Amount
Outflow of cash to acquire subsidiaries, net of cash acquired	
Cash consideration	1.00
Less: Balances acquired	-
Cash	(0.69)
Net outflow of cash-investing activities	**0.31**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2019

Note 32: Common Control Business Combination (CCBC)

The Board of Directors of the Company at its meeting held on November 9, 2017 approved the proposal to acquire the "Business constituting operations of Digital business" ('Digital Business', 'ITGD Division') from Living Media India Limited ("Holding Company", LMIL) as a going concern on slump sale basis to the Company by way of execution of Business Transfer Agreement. Accordingly, on January 1, 2018 the Company acquired digital business for ₹2,000 lakhs.

The above acquisition of ITGD Division has been considered as common control business combination as it involves entities (i.e. ITGD Division and T.V. Today Network Limited) which are ultimately controlled by the same party (i.e. Living Media India Limited, the parent entity) both before and after the business combination and such control is not transitory.

Accordingly, this business combination has been recorded applying the pooling of interst method whereby:

(i) The assets and liabilities of ITGD Division are reflected at their carrying amounts.

(ii) No adjustments have been made to reflect fair values, or recognise any new assets or liabilities. The only adjustments that are made are to harmonise accounting policies.

(iii) The financial information of ITGD Division in the Standalone financial statements in respect of prior periods have been restated as if the business combination had occurred from the beginning of the preceding period in the financial statements (i.e. April 1, 2016).

(iv) The balance payable to holding Company equivalent to net assets in the financial statements of ITGD Division as on April 1, 2016 has been recorded as Capital Reserve in the standalone financial statements of the Company and offset with the actual payment made as consideration for acquiring ITGD Division during year ended March 31, 2018.

The details of the ITGD Division and the amount of difference between the consideration and the value of net identifiable assets acquired (which has been transferred to Capital Reserve) are as follows:

(₹ in lakhs)

Combining entity	General nature of business	Date on which control is obtained	Number of shares and % ownership acquired	Consideration
ITGD Division	Operating and maintenance of digital business	January 1, 2018	Nil*	2,000

*Since, the transaction involved acquisition of business undertaking only (i.e. ITGD Division) from holding Company, there was no transfer of shares involved.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2019

Details of net identifiable assets / (liabilities) acquired (at carrying amounts):

(₹ in lakhs)

	March 31, 2018	January 1, 2018	March 31, 2017	April 1, 2016
Property, plant and equipment	122.59	133.11	74.85	64.79
Intangible under development	171.32	171.32	90.78	-
Non current assets	2.16	2.16	-	-
Trade Receivables	1,790.64	1,729.77	1,770.55	2,129.43
Loans	-	11.15	43.10	40.20
Other current assets	257.43	211.36	50.63	-
Current tax assets	0.04	-	-	-
Employee benefit obligation	(279.06)	(202.95)	(177.11)	(116.99)
Trade Payable	(149.70)	(511.88)	(580.75)	(375.59)
Employee benefit payable	(17.98)	(105.44)	(158.93)	(55.82)
Capital creditors	-	(19.39)	-	-
Advance from customers	-	(14.30)	-	(357.53)
Statuory dues payable	(239.29)	(16.55)	(18.51)	(13.31)
	1,658.15	**1,388.36**	**1,094.61**	**1,315.18**

Note 33: Interests in other entities

(a) Subsidiaries

The Group's subsidiaries at March 31, 2019 are set out below. They have share capital consisting solely of equity shares that are held directly / indirectly by the Group, and the proportion of ownership interests held equals the voting rights held by the Group. The country of incorporation or registration is also their principal place of business.

Name of entity	Place of business/ country of incorporation	Ownership interest held by the Group		Ownership interest held by non controlling interests		Principal activities
		March 31, 2019 (%)	March 31, 2018 (%)	March 31, 2019 (%)	March 31, 2018 (%)	
T.V. Today Network (Business) Limited *	India	100.00	100.00	-	-	No operations
Vibgyor Broadcasting Private Limited*	India	100.00	100.00			No operations
India Today Online Private Limited (ITOPL) *	India	100.00	100.00	-	-	Investment Company
Mail Today Newspapers Private Limited **	India	100.00	100.00	-	-	Newspaper publishing
Digital News Publishers Association	India	10.00	-	-	-	No operations

* Wholly - owned subsidiary of Company

** March 31, 2019 and March 31,2018 - 48.99% held by the company and 51.01% held by ITOPL.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 34: Related party transactions

(a) Parent entities

The Group is controlled by the following entities:

Name	Type	Place of incorporation	Ownership interest	
			March 31, 2019	March 31, 2018
Living Media India Limited	Parent entity	India	56.91%	56.92%

(b) Subsidiaries

Interests in subsidiaries are set out in note 33.

(c) Other related parties

Type	Name	Place of incorporation
Fellow subsidiaries	Universal Learn Today Private Limited	India
Associates of parent entity	Integrated Databases India Limited	India
	Today Retail Network Private Limited	India
	Today Merchandise Private Limited	India
Entities over which Key Management Personnel exercise significant influence	Care Today Fund	India
	Education Today	India
	World Media Private Limited	India
	Thomson Press (India) Limited	India
	Radio Today Broadcasting Limited	India
Post employement benefit plan entities	TV Today Gratuity Trust	India
Key Management Personnel	Mr. Aroon Purie (Chairman & Whole-time director)	
	Ms. Kalli Purie Bhandal (Vice-Chairperson & Managing Director)	
	Mr. Ashish Kumar Bagga (Chief Executive Officer of Company upto July 31, 2017)	
	Mr. Vivek Khanna (Chief Executive Officer) from Aug 27, 2018 till Feb 14, 2019	
	Mr. Dinesh Bhatia (Chief Financial Officer)	
	Mr. Ashish Sabharwal (Company Secretary of Company)	
	Dr. Puneet Jain (Group Chief Law & Group Chief Corporate Affairs Officer)	

(d) Key Management Personnel (KMP) compensation

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Short-term employee benefits *	1,862.95	1,527.19
Post-employment benefits	22.56	20.80
Other long-term employee benefits	40.45	35.35
Total compensation	**1,925.96**	**1,583.34**

In addition to the above, the Company received key management personnel services from the parent entity, for which a management fee of ₹411.17 lakhs (March 31, 2018: ₹714.33 lakhs) was charged and paid, being an appropriate allocation of costs incurred by the parent entity.

* Short-term employee benefits include remuneration to Mr. Aroon Purie by way of commission @ 5% of net profits of the Company computed in manner laid down under section 197(6) of the Companies Act, 2013.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

For the year ended March 31, 2019, it further includes remuneration to Ms. Kalli Purie Bhandal by way of commission @1% of net profits of the company computed in manner laid down under section 197(6) of the Companies Act, 2013.

The remuneration of Key Management Personnel is determined by the Board / Nomination and Remuneration Committee of respective company having regard to the performance of individual and market trends.

(e) Transactions with related parties

The following transaction occurred with related parties: -

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Sales and Purchases of goods and services		
Purchase of advertisement space / material:		
- From parent entity	602.08	1,077.71
- From entity over which the KMP exercise significant influence	0.52	0.50
Advertisement income		
- From parent entity	1,278.15	730.22
Income from digital business received from parent entity	34.83	-
Proportionate share of revenue from Composite contract paid to parent entity	-	60.00
Proportionate share of revenue from Composite contract received from parent entity	58.45	44.10
Management fee paid to parent entity	411.17	714.33
Management fee received from parent entity	110.05	102.45
Income from sale of online T.V. Today Media Institute prospectus to parent entity	5.81	5.16
Printing and other charges paid to entities over which KMP exercise significant influence	9.79	0.23
Rent charged by related parties for use of common facilities / utilities:		
- parent entity	242.73	182.16
- entities over which KMP exercise significant influence	4.37	4.38
Rent and electricity charged to related parties for use of common facilities / utilities:		
- parent entity	200.75	383.67
Miscellaneous inter-company services received from related parties and other charges paid to:		
- parent entity	33.25	735.89
- entities over which KMP exercise significant influence	37.22	27.05
- associates of parent entity	0.01	0.04
Miscellaneous inter-company services rendered to related parties and other charges received from:		
- parent entity	24.70	74.86
- fellow subsidiaries	-	0.03
- entities over which KMP exercise significant influence	-	0.09
Other transactions		
Gift of shares of India Today Online Private Limited by parent entity	-	-
Contribution to post-employment benefit plan (gratuity trust)	559.03	129.66
Expenditure towards Corporate Social Responsibility activities and other donations to entities over which KMP exercise significant influence	338.47	284.26
Royalty fee charged by parent entity	557.15	419.40

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2019

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Content fee charged by parent entity	69.94	75.05
Acquisition of Digital Business of parent entity	-	2,000.00
Purchase of assets from parent company	10.59	-
Dividend paid		
- parent entity	763.97	679.09
- member of investor group	0.04	0.03
- KMP	6.62	5.88

(f) Outstanding balances

The following balances are outstanding at the end of the reporting period in relation to transactions with related parties:

(₹ in lakhs)

Trade payables (purchases of goods and services)	March 31, 2019	March 31, 2018
- parent entity	378.98	800.61
- entities over which KMP exercise significant influence	4.76	8.61
- associates of parent entity	-	0.01
Total payables to related parties (refer note 13(b))	**383.74**	**809.23**

(₹ in lakhs)

Trade receivables (sale of goods and services)	March 31, 2019	March 31, 2018
- entities over which KMP exercise significant influence	6.01	6.01
- associates of parent entity	4.24	4.24
Total receivables from related parties (refer note 6(a))	10.25	10.25

(₹ in lakhs)

Payables - barter transactions (refer note 16)	March 31, 2019	March 31, 2018
- parent entity	139.28	-
Receivables - barter transactions		
- parent entity (refer note 11)	228.03	280.26

(₹ in lakhs)

Security deposit	March 31, 2019	March 31, 2018
- parent entity (refer note 6(e))	10.46	10.46

(₹ in lakhs)

Employee benefits payable	March 31, 2019	March 31, 2018
- key management personnel	1,430.01	1,150.77

There is no allowance account for impaired receivables in relation to any outstanding balances, and no expense has been recognised in respect of impaired receivables due from related parties.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

(g) Loans from Entities over which Key Management Personnel exercise significant influence

(₹ in lakhs)

	March 31, 2019		March 31, 2018	
	Loan outstanding	Interest accrued	Loan outstanding	Interest accrued
Beginning of the year	-	-	-	-
Loans received	-	-	50.00	-
Loan repayments made	-	-	(50.00)	-
Interest charged	-	-	-	2.60
Interest paid	-	-	-	(2.60)
End of the year	**-**	**-**	**-**	**-**

(h) Terms and conditions

Transactions relating to dividends were on the same terms and conditions that applied to other shareholders.

Goods and services were sold to the related parties during the year based on the price lists in force / other appropriate basis, as applicable, and terms that would be available to third parties. Management services were bought from the immediate parent entity on cost basis.

All other transactions (including loans from parent entity) were made on normal commercial terms and conditions and at market rates.

All outstanding balances are unsecured and settled in cash, except barter transactions, as mentioned above, which are settled on receipt or provision of service by the Group.

(i) Commitment with related parties

There have been no guarantees provided or received for any related party receivables or payables except for the guarantee provided by T.V.Today Network Limited to Yes Bank Limited on behalf of Mail Today Newspapers Private Limited.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 35: Contingent liabilities

The Group had contingent liabilities at March 31, 2019 in respect of:

(₹ in lakhs)

	March 31, 2019	March 31, 2018
(A) Claims against the Group not acknowledged as debts		
1. Income Tax matters:		
The Group has received demand notices from the Income Tax Department, which the Group has contested/ disputed. In the opinion of the management, no liability is likely to arise on account of such demand notices.	48.46	48.46
2. Service tax matters:		
The Group has received demand notices from the Service Tax Department, which the Group has contested/ disputed. In the opinion of the management, based on its understanding of the case and as advised by the counsel, no liability is likely to arise on account of such demand notices.	1,350.42	1,245.29
3. Other Matters:		
(i) Claim from Prasar Bharti towards uplinking charges: Provision amounts to ₹700.97 lakhs (March 31, 2018:₹700.97 lakhs) (refer note 12). In the opinion of the management, based on its understanding of the case and consideration of the opinion received from the counsel, the provision made is considered adequate.	281.04	241.97
(ii) Claim from Phonographic Performance Limited (PPL) towards royalty for use of PPL's sound recordings over Company's radio stations: Liability recorded amounts to ₹84.35 lakhs (March 31, 2018: ₹67.44 lakhs). In the opinion of the management, based on its understanding of the case and as advised by the counsel, the liability recorded in the books is considered to be adequate.	370.68	345.08
(B) Guarantees:		
1. Bank guarantees	807.00	801.03
2. Corporate guarantees (note 43)	1,800.00	1,800.00

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 36: Commitments

(a) Capital commitments

Capital expenditure contracted for at the end of the reporting period but not recognised as liabilities is as follows

(₹ in lakhs)

(i) Property, plant and equipment and intangible assets:	March 31, 2019	March 31, 2018
Property, plant and equipment	70.52	274.56
Intangible assets	-	97.86

(ii) The 3 radio stations of the Group in Delhi, Mumbai and Kolkata got migrated to Phase III for a period of 15 years w.e.f April 1, 2015. Accordingly, as per Grant of Permission Agreement (GOPA) for the said migration executed on May 23, 2017, the group is obliged to pay a 4% of Gross Revenue or 2.5% of the Non-refundable one time fee (NOTEF) for the respective city, whichever is higher.

The minimum commitment in form of 2.5% of NOTEF, which are payable over the remaining 11 years of licence as on March 31, 2019 has been presented as follows:

Detail of Minimum license fee to be paid:

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Within one year	750.99	741.54
Later than one year but not later than five years	3,003.96	2,966.15
Later than five years	4,505.94	5,190.76
	8,260.89	**8,898.45**

(b) Non-cancellable operating leases

The Group has cancellable and non-cancellable operating leases mainly for office premises and company leased accommodation for employees. The leases range for a period between 11 months and 10 years. Most of the leases are renewable for further period on mutually agreeable terms and also include escalation clauses. The commitments for minimum lease payments in relation to non-cancellable operating leases are payable as follows:

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Within one year	363.49	336.05
Later than one year but not later than five years	182.22	500.72
Later than five years	-	-
	545.71	**836.77**

Rental expense relating to operating leases

(₹ in lakhs)

	March 31, 2019	March 31, 2018
Minimum lease payments	854.30	834.86
Total rental expense relating to operating leases	**854.30**	**834.86**

As a lessor:

The Company has given a part of Noida office building on cancellable operating lease to single party. These lease arrangements have been entered for a period of ten years from March 1, 2014. The lease arrangements are renewable for further period on mutually agreeable terms and also include escalation clauses.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 37: Share-based payments

(a) Employee option plan

The Company instituted the Employee Stock Option Plan (TVTN ESOP 2006) to grant equity - based incentives to its eligible employees. The TVTN ESOP 2006 was approved by the board of directors in their meeting held on August 21, 2006 and by shareholders in their meeting held on September 28, 2006, for grant of 2,900,000 options, representing one share for each option upon exercise by the employees of the Company, at an exercise price determined by the Board / Remuneration Committee. The equity shares covered under the scheme shall vest over a period of four years; vesting shall vary based on the meeting of the performance criteria. Participation in the plan is at the board's discretion and no individual has a contractual right to participate in the plan or to receive any guaranteed benefits. The Optionees may exercise their vested options at any moment after the earliest applicable vesting date and prior to the completion of ten years from the grant date. Options are granted under the plan for no consideration and carry no dividend or voting rights. The exercise price is based on the market value of the underlying equity shares on the date of grant.

Set out below is a summary of options granted under the plan:

	March 31, 2019		March 31, 2018	
	Average exercise price per share option (Rs)	Number of options	Average exercise price per share option (Rs)	Number of options
Opening balance	83.00	15,000	83.00	15,000
Granted during the year*	-	-	-	-
Exercised during the year *	78.15	7,500	-	-
Expired during the year	-	-	-	-
Closing balance	**87.85**	**7,500**	**83.00**	**15,000**
Vested and exercisable		7,500		15,000

*No options were granted during the year ended March 31, 2018 and March 31, 2019.

No options were forfeited during the periods covered in the above table.

Share options outstanding at the end of the year have the following expiry date and exercise prices:

Grant Date	Expiry date	Exercise price (H)	Share options March 31, 2019	Share options March 31, 2018
June 24, 2008	June 23, 2018	93.15	-	3,750
June 24, 2008	June 23, 2018	63.15	-	3,750
May 20, 2010	May 19, 2020	102.85	3,750	3,750
May 20, 2010	May 19, 2020	72.85	3,750	3,750
Total			**7,500**	**15,000**
Weighted average remaining contractual life of options outstanding at the end of the period			1.14 years	1.18 years

(i) Fair value of options granted

No option was granted during the year ended March 31, 2019 and March 31, 2018.

(b) Expense arising from share-based payment transactions

There was no expense during the current year as well as previous year as all outstanding options have already been vested fully during the previous periods. Accordingly, there was no impact on basic EPS and diluted EPS in current year as well as previous year on account of expense arising from share based payment transactions.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS
for the year ended March 31, 2019

Note 38: Earnings per share

Particulars	Year ended	
	March 31, 2019 (₹ in lakhs)	March 31, 2018 (₹ in lakhs)
(a) Basic earnings per share		
Attributable to the equity holders of the Company	22.03	19.94
(b) Diluted earnings per share		
Attributable to the equity holders of the Company	22.03	19.94

(c) Reconciliation of earnings used in calculating earnings per share

Particulars	Year ended	
	March 31, 2019 (₹ in lakhs)	March 31, 2018 (₹ in lakhs)
Basic / Diluted earnings per share		
Profit attributable to the equity holders of the Company used in calculating basic / diluted earnings per share:	13,143.51	11,893.58
	13,143.51	**11,893.58**

(d) Weighted average number of shares used as the denominator

	Year ended	
	March 31, 2019 Number of shares	March 31, 2018 Number of shares
Weighted average number of equity shares used as the denominator in calculating basic earnings per share	5,96,61,215	5,96,53,615
Adjustments for calculation of diluted earnings per share:		
Stock options	1,094	2,302
Weighted average number of equity shares and potential equity shares used as the denominator in calculating diluted earnings per share	**5,96,62,309**	**5,96,55,917**

* The weighted average number of shares takes into account the weighted average effect of stock options outstanding as at the balance sheet date.

(e) Information concerning the classification of securities

Stock options

Options granted to employees under the Employee Stock Option Plan are considered to be potential equity shares. They have been included in the determination of diluted earnings per share to the extent to which they are dilutive. The options have not been included in the determination of basic earnings per share. Details relating to the options are set out in note 37.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 39: Offsetting financial assets and financial liabilities

The following table presents the recognised financial instruments that are offset, or subject to enforceable master netting arrangements and other similar agreements but not offset, as at March 31, 2019 and March 31, 2018. The column 'net amount' shows the impact on the Group's balance sheet if all set-off rights were exercised.

(₹ in lakhs)

	Effects of offsetting on the balance sheet			
	Gross amount	Gross amount set off in the balance sheet	Net amount presented in the balance sheet	Net amount
March 31, 2019				
Financial assets				
Trade receivables	20,213.53	(1,752.06)	18,461.47	18,461.47
Total	**20,213.53**	**(1,752.06)**	**18,461.47**	**18,461.47**
Financial liabilities				
Trade payables	9,797.87	(1,752.06)	8,045.81	8,045.81
Total	**9,797.87**	**(1,752.06)**	**8,045.81**	**8,045.81**
March 31, 2018				
Financial assets				
Trade receivables	21,562.78	(3,070.53)	18,492.25	18,492.25
Total	**21,562.78**	**(3,070.53)**	**18,492.25**	**18,492.25**
Financial liabilities				
Trade payables	11,745.38	(3,070.53)	8,674.85	8,674.85
Total	**11,745.38**	**(3,070.53)**	**8,674.85**	**8,674.85**

Offsetting arrangements

Trade receivables and payables

(a) The Group gives volume based incentives to advertisement agencies. Under the terms of the agreements, the amounts payable by the Group are offset against receivables from the agencies and only the net amounts are settled. The relevant amounts have therefore been presented net in the balance sheet.

(b) The Group enter into various transactions for purchase and sale of goods and services with the related parties which are settled in net. The relevant amounts have therefore been presented net in the balance sheet.

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 40: Assets pledged as security

The carrying amounts of assets pledged as security for current and non-current borrowings and guarantees are:

(₹ in lakhs)

		March 31, 2019	March 31, 2018
Current			
Financial assets			
First charge			
Trade receivables (note 6 (a))		19,019.85	18,568.60
Cash and cash equivalents (note 6 (b))		18.83	142.71
Loans (note 6 (d))		2.26	5.16
Non-financial assets			
First charge			
Inventories (note 10)		250.12	168.39
Other assets (note 9 and 11)		386.51	539.63
Total current assets pledged as security		**19,677.57**	**19,424.49**
Non-current			
First charge			
Property, plant and equipment (note 3)		30.44	36.46
Non-financial assets			
Tax assets	7	77.15	53.09
Other assets	9 and 11	0.35	-
Total non-current assets pledged as security		**107.94**	**89.55**
Total assets pledged as security		**19,785.51**	**19,514.04**

Note 41: Dues to micro and small enterprises

Based on information available with the Group, there are ₹92.74 lakhs outstanding dues to micro and small enterprises as at March 31, 2019 (March 31, 2018 Rs. Nil). No interest has been paid / is payable by the Group in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006. (Refer note 13(b))

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 42: Additional information required by Schedule III

Name of the entity in the Group	Net assets (total assets minus total liabilities)		Share in profit or (loss)		Share in other comprehensive income / (expense)		Share in total comprehensive income / (loss)	
	As % of consolidated net assets	Amount (₹ in lakhs)	As % of consolidated profit or loss	Amount (₹ in lakhs)	As % of consolidated other comprehensive income / (expense)	Amount (₹ in lakhs)	As % of consolidated total comprehensive income	Amount (₹ in lakhs)
Parent								
T.V. Today Network Limited								
March 31, 2019	136.63%	1,06,214.90	100.93%	13,265.94	105.13%	40.13	100.94%	13,306.07
March 31, 2018	98.19%	64,969.18	109.04%	12,968.44	106.92%	(37.68)	109.04%	12,930.76
Subsidiaries (group's share)								
T.V Today Network (Business) Limited								
March 31, 2019	0.01%	4.23	0.00%	(0.19)	0.00%	-	0.00%	(0.19)
March 31, 2018	0.03%	20.54	0.00%	0.18	0.00%	-	0.01%	0.18
India Today Online Private Limited								
March 31, 2019	3.62%	2,813.73	-0.01%	(1.60)	0.00%	-	-0.01%	(1.60)
March 31, 2018	0.39%	255.04	-0.04%	(5.00)	0.00%	-	-0.04%	(5.00)
Mail Today Newspapers Private Limited								
March 31, 2019	-40.26%	(31,293.48)	-0.91%	(120.13)	-5.13%	(1.96)	-0.93%	(122.09)
March 31, 2018	1.40%	923.87	-8.99%	(1,069.20)	-6.92%	2.44	-9.00%	(1066.76)
Vibgyor Broadcasting Private Limited								
March 31, 2019	0.00%	(1.74)	0.00%	(0.51)	0.00%	-	0.00%	(0.51)
March 31, 2018	0.00%	(0.23)	-0.01%	(0.84)	0.00%	-	-0.01%	(0.84)
Total								
March 31, 2019	**100.00%**	**77,737.65**	**100.00%**	**13,143.51**	**100.00%**	**38.17**	**100.00%**	**13,181.68**
March 31, 2018	**100.00%**	**66,168.40**	**100.00%**	**11,893.58**	**100.00%**	**(35.24)**	**100.01%**	**11,858.34**

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

Note 43: Disclosure required under Section 186(4) of the Companies Act, 2013

(a) Particulars of loan given:

No loan given in the current and previous financial year.

(b) Particulars of guarantee given:

(₹ in lakhs)

Name of the recipient	Guarantee given during the year ended		Closing balance	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Yes Bank Limited	-	1,800.00	1,800.00	1,800.00

Corporate guarantee has been given by the company in connection with the loan to Mail Today Newspapers Private Limited (Previous year to BARC (Broadcast Audience Research Council of India)) by Yes Bank Limited.

(c) Particulars of investments made:

(₹ in lakhs)

Name of the investee	Investment made during the year ended		Closing balance	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
Digital News Publishers Association	**10.01**	**-**	**10.01**	**-**

Note 44: Composite scheme of arrangement and amalgamation of Mail Today and India Today Online India Private Limited

With a view to restructure, amalgamate and consolidate the newspaper business of Mail Today Newspapers Private Limited ("Mail Today", a step down subsidiary of the company) with the television programming and broadcasting business of the Company and for generating editorial and business synergies, the Board of Directors of the Company, at its meeting held on December 15, 2017 approved the proposal of the newspaper undertaking of Mail Today be demerged and vested into the Company. It was also proposed to merge India Today Online Private Limited ("ITOPL", a wholly owned subsidiary of the company) with the Company. The appointed date for these arrangements under the Composite Scheme is January 1, 2017.

The Equity Shareholders, Secured Creditors and Unsecured Creditors approved the Composite Scheme of Arrangement & Amalgamation amongst Mail Today, ITOPL, the Company and their respective shareholders & creditors with requisite majority in their respective meetings held earlier during the year. Post that, the Company filed the second motion petition with National Company Law Tribunal (NCLT) and now the next date of hearing has been fixed as June 6, 2019.

Note 45: Proposed sale of radio business

The Board of Directors of the Company at its meeting held on March 16, 2018 granted an in principle approval for the sale of radio business of the Company comprising of 3 radio stations in Delhi, Mumbai and Kolkata to Entertainment Network (India) Limited (ENIL) as a going concern, by way of a slump sale in accordance with a non-binding memorandum of understanding between ENIL and the Company.

On March 26, 2018, the Company filed an application to MIB for permission in this regard to sell the aforesaid business. Approval of MIB in this regard has not yet been received. Accordingly, it has been decided to withdraw the application from MIB. Further, the Board of Directors has granted an in principle approval for transfer of Radio Business of the Company to Vibgyor Broadcasting Private Limited ("Vibgyor", a wholly owned subsidiary of the Company) as a going concern, subject to approval of the Board (for inter alia approving the business transfer agreements between Vibgyor and the Company), shareholders of the Company, MIB and

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended March 31, 2019

such other approvals, consents, permissions and sanctions as may be deemed necessary. Considering the transaction is subject to various statutory and regulatory approvals, it has not been classified as Non-current assets held for sale and discontinued operations as per Ind-AS 105 “Non Current Assets Held for Sale and Discontinued Operations.”

Note 46: Interest on migration fee to MIB

The Company received an offer from the MIB in April, 2017 for migration of three FM radio stations located at Delhi, Mumbai and Kolkata, from Phase II policy regime to Phase III policy regime applicable to private radio broadcasters, subject to, inter-alia, the execution of Grant of Permission agreement (GOPA) and payment of migration fee and other charges including interest. The Company paid the said migration fee and interest, amounting to ₹7,136.80 lakhs and ₹1,378.48 lakhs (disclosed as an exceptional item) respectively and executed the GOPA on May 23, 2017. Consequently, the three FM radio stations of the Company stand migrated to Phase III policy regime.

The migration fee has been capitalised as an intangible asset and the management, based on an independent valuation, has considered the carrying amount of net assets of the radio business as appropriate.

Note 47: Liabilities no longer required written back

Under Ind AS, where the original provision was charged as an expense, any subsequent reversal should be credited to the same line in the statement of profit and loss in accordance with the principle of consistency. Accordingly, the aforesaid provisions / liabilities written back to the extent no longer required have been credited to the respective expense line in the statement of profit and loss.

Note 48: Events after the reporting period

The board of directors have proposed dividend after the balance sheet date which are subject to approval by the shareholders at the annual general meeting. Refer note 29(b) for details. There were no other significant events after the reporting period.

Note 49: Certain amounts (currency value or percentages) shown in the various tables and paragraphs included in these financial statements have been rounded off or truncated as deemed appropriate by the management of the company.

As per our report of even date

For S.R. Batliboi & Associates LLP
Chartered Accountants
ICAI Firm registration No. 101049W / E300004

per Yogesh Midha
Partner
Membership No. 094941

Place: New Delhi
Date: May 20, 2019

For and on behalf of the board of directors of T.V. Today Network Limited

Aroon Purie
Chairman and
Whole Time Director
DIN - 00002794

Kalli Purie Bhandal
Vice-chairperson and
Managing Director
DIN: 00105318

Ashok Kapur
Director
DIN: 00003577

Dinesh Bhatia
Chief Financial
Officer
DIN - 01604681

Ashish Sabharwal
Company Secretary
M. No. - F4991

Place: New Delhi
Date: May 20, 2019

CORPORATE INFORMATION

BOARD OF DIRECTORS

Aroon Purie	Chairman & Whole-time Director
Kalli Purie Bhandal	Vice Chairperson & Managing Director
Anil Vig	Independent Director
Ashok Kapur	Independent Director
Devajyoti N. Bhattacharya	Non-Executive Director
Rajeev Gupta	Independent Director

GROUP HEAD-SECRETARIAL & COMPANY SECRETARY

Ashish Sabharwal

STATUTORY AUDITORS

M/s S.R. Batliboi & Associates LLP,
Chartered Accountants
New Delhi

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Canara Bank
ICICI Bank Limited
Yes Bank Limited
RBL Bank Limited
State Bank of India
UCO Bank
HDFC Bank
Standard Chartered Bank
Federal Bank

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