



T.V. TODAY NETWORK LTD.

India Today Group Mediaplex
FC 8, Sector 16 A, Film City, Noida – 201301
Tel: +91 120 4908600 Fax: +91 120 4325028
Website: www.aajtak.in
CIN No : L92200DL1999PLC103001



Date: January 14, 2019

Corporate Relations Department BSE Limited PhirozeJeejeebhoy Towers, Dalal Street, Mumbai - 400 001	Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra - Kurla Complex, Bandra (E), Mumbai - 400 051
Scrip Code - 532515	Scrip Code - TVTODAY

Sub: "Corporate Governance Report" for the Quarter ended December 31, 2018 as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular Number CIR/ CFD/ CMD/5/2015 dated September 24, 2015.

Dear Sir,

In terms of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular Number CIR/ CFD/ CMD/5/2015 dated September 24, 2015, please find enclosed Corporate Governance Report for the Quarter ended December 31, 2018.

Kindly take the same on record.

Thanking you,

Yours faithfully,

for T.V. Today Network Limited

Ashish Sabharwal

Group Head - Secretarial & Company Secretary



ashish.sabharwal@intoday.com



COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of Listed Entity T.V. TODAY NETWORK LIMITED
Quarter ending 31-Dec-2018

I. Composition of Board of Directors

Title (Mr./ Ms.)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non- Executive / Independent / Nominee)	Date of Appoint ment in the current term/ cessation	Tenure	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations) #	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) ##	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Aroon Purie	AAMPP8169P & 00002794	Executive Chairman & Whole time Director	01.04.2018	-	1	1	NIL
Mr.	Anil Vig	AAAPV2836K & 00022816	Non-Executive, Independent Director	01.04.2014	4 years 9 months * Current tenure is upto 31.03.2019	1	2	1
Mr.	Ashok Kapur	AAJPK0341H & 00003577	Non-Executive, Independent Director	01.04.2014	4 years 9 months * Current tenure is upto 31.03.2019	1	2	1
Mr.	Devajyoti Nirmalkumar Bhattacharya	AADPB0965A & 00868751	Non-Executive Director	11.02.2014	-	1	4**	NIL
Mr.	Rajeev Gupta	AAAPG1185E & 00241501	Non-Executive, Independent Director	05.03.2016	2 years 9 months 27 days* Current tenure is upto 04.03.2021	7	4	NIL
Ms.	Kalli Purie Bhandal	AADPP8192R & 00105318	Executive Vice Chairperson and Managing Director	01.04.2018	-	1	1	NIL

Directorship includes Directorship in all Listed entities (whether Independent or not).

Membership includes Chairmanship in Committees.

* Tenure means total period from which Independent Director is serving on the Board of Directors of the Company in continuity without any cooling off period till December 31, 2018.

**Membership also includes membership of Audit Committee of Pvt. Ltd. Company which is a subsidiary of a Public Ltd. Company.



II. Composition of Committees

Name of Committee		Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)
1	Audit Committee	Mr. Ashok Kapur	Chairman-Non-Executive-Independent
		Mr. Anil Vig	Non-Executive - Independent
		Mr. Rajeev Gupta	Non-Executive - Independent
2	Nomination and Remuneration Committee	Mr. Ashok Kapur	Chairman-Non-Executive-Independent
		Mr. Anil Vig	Non-Executive - Independent
		Mr. Devajyoti Nirmalkumar Bhattacharya	Non-Executive
3	Risk Management Committee	Mr. Aroon Purie	Chairman-Executive-Whole time Director
		Mr. Ashok Kapur	Non-Executive - Independent
		Ms. Kalli Purie Bhandal	Executive Vice Chairperson & Managing Director
		Mr. Devajyoti Nirmalkumar Bhattacharya	Non-Executive
		Mr. Vivek Khanna	Chief Executive Officer
		Mr. Dinesh Bhatia	Chief Financial Officer
4	Stakeholders Relationship Committee	Mr. Anil Vig	Chairman-Non-Executive-Independent
		Mr. Ashok Kapur	Non-Executive - Independent
		Ms. Kalli Purie Bhandal	Executive Vice Chairperson & Managing Director
5	Corporate Social Responsibility Committee	Mr. Aroon Purie	Chairman-Executive-Whole time Director
		Mr. Ashok Kapur	Non-Executive - Independent
		Ms. Kalli Purie Bhandal	Executive Vice Chairperson & Managing Director

III. Meeting of Board of Directors

Date (s) of meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)
09.08.2018	02.11.2018	84 days

IV. Meeting of Committees

Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)*
Audit Committee	02.11.2018	Yes, 2 members present	09.08.2018	84 days
Nomination and Remuneration Committee	02.11.2018	Yes, 2 members present	Nil	NA
Stakeholders Relationship Committee	22.10.2018	Yes, 2 members present	19.07.2018	NA
	09.11.2018	Yes, 2 members present	11.09.2018	
	26.12.2018	Yes, All 3 members present	18.09.2018	
Corporate Social Responsibility Committee	02.11.2018	Yes, All 3 members present	09.08.2018	NA

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

V. Related Party Transactions

Subject	Compliance status (Yes / No / NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes



VI.	Affirmations	Yes / No
1	The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
2	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:	
	a. Audit Committee	Yes
	b. Nomination and Remuneration Committee	Yes
	c. Stakeholders Relationship Committee	Yes
	d. Risk Management committee	Yes
3	The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
4	The meetings of the Board of Directors and the above Committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
5	<p>a) Compliance Report on Corporate Governance for the quarter and half year ended September 30, 2018 had been placed before the Board of Directors at its meeting held on November 2, 2018. No comments/observations/advice were made by the Board of Directors.</p> <p>b) Compliance Report on Corporate Governance for the quarter ended December 31, 2018 shall be placed before the Board of Directors at its ensuing meeting.</p>	

For T.V. Today Network Limited



Ashish Sabharwal

Group Head - Secretarial & Company Secretary

