



## **POLICY FOR REGISTRAR AND SHARE TRANSFER AGENT**

**Version: 1 of 2018**

**Version approved by: The Board of Directors of T.V. Today Network Limited**

**Version approved on: November 02, 2018**

**Effective Date: November 02, 2018**

## Table of Contents

Sl No	Particulars	Page No
1.	Background and Applicability	1
2.	Objective	1
3.	Matters relating to Dividend Distribution	1
4.	Matters relating to Transfer and Transmission of Shares	1-2
5.	Internal Controls	2
6.	Enhanced Diligence	2
7.	Reports/ Data	3
8.	Reconciliation	3
9.	Registers	3
10.	Others	4
11.	Modification of this policy	4

## **T. V. Today Network Limited**

Registered Office: F-26, First Floor, Connaught Circus, New Delhi 110001,

CIN No. L92200DL1999PLC103001, Telephone Number: 0120-4807100,

Fax Number: 0120-4325028, Website: [www.aajtak.intoday.in](http://www.aajtak.intoday.in), Email:investors@aajtak.com

---

### **POLICY FOR REGISTRAR AND SHARE TRANSFER AGENT (RTA)**

#### **1. BACKGROUND AND APPLICABILITY**

Securities and Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20<sup>th</sup> April, 2018 ("SEBI Circular") had stated that every Registrar and Share Transfer Agent (RTA) and Issuer Company shall frame a written policy with regard to workings of the RTA.

The Board of Directors of the Company has adopted this policy to comply with the requirements of abovementioned SEBI Circular and to strengthen the workings of the RTA.

This policy relates to the dividend declared / distributed on the ordinary equity shares, matters relating to revalidation / re-issue of dividend warrants, transfer / transmission / correction of errors etc., internal audit of RTA and such other related matters.

#### **2. OBJECTIVE**

The objective of this Policy is to provide uniform guidelines on matters relating to dividend distribution, transfer and transmission of shares, working of the RTA and internal controls to be implemented with regard to the said matters, etc.

#### **3. MATTERS RELATING TO DIVIDEND DISTRIBUTION**

- a. RTA shall prepare a Dividend Master File, which shall include matters prescribed by SEBI and Banker.
- b. RTA shall ensure proper distribution of dividend through electronic banking system, where ECS mandate is available and through dividend warrant / banker's cheque / demand draft, where ECS mandate is not available.
- c. RTA shall ensure that any unpaid dividend shall be paid via electronic bank transfer, where bank account details as required for such electronic transfer of the security holder is available. Where such details are not available, unpaid dividend can be paid by way of banker's cheque or demand draft, after incorporating the bank details.
- d. RTA shall ensure that revalidation / re-issue of dividend warrant requests shall at least contain particulars, as prescribed by SEBI.
- e. RTA shall ensure compliance of all MCA/SEBI regulations/directions etc., as applicable for the time being and as amended from time-to time.

#### **4. MATTERS RELATING TO TRANSFER AND TRANSMISSION OF SHARES**

- a. Every Transfer / Transmission / Correction of data shall require prior approval of the Company.

- b. RTA shall ensure that folio numbers once allotted or folio numbers having nil balance, should not be re-allotted.
- c. RTA shall maintain folio wise history of all transactions.

#### 5. INTERNAL CONTROLS

- a. The following documents shall be preserved by the RTA:
  - i. Members Data on fortnightly basis for last 8 years
  - ii. Returns filed with ROC which are compiled by RTA for last 8 years
  - iii. Blank Share Certificates
  - iv. Blank Dividend Warrants
- b. RTA shall periodically check by way of physical verification stationery of all blank share certificates and blank dividend warrants.
- c. RTA shall ensure that proper internal audit is carried out on annual basis by prescribed eligible professionals / audit firms who don't have any conflict of interest. The RTA may also appoint such Auditor in consultation with the Company. The professional fee of the Auditor shall be borne by the Company.
- d. The Internal audit report shall be considered by the Board of Directors of the RTA and the RTA shall rectify the deficiencies and an Action Taken Report shall be forwarded to the Company within prescribed timelines.
- e. The Company may ask RTA to take more stringent corrective measures.

#### 6. ENHANCED DILIGENCE

- a. RTA shall exercise enhanced due diligence in dealing with cases involving the following:
  - i. Where dividend/interest/redemption remains unpaid for three years & above
  - ii. PAN / bank account details not available in the folio.
  - iii. Unclaimed suspense account constituted pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
  - iv. IEPF suspense account set up pursuant to Companies Act, 2013 and rules made thereunder and any amendment made from time to time.
  - v. Any other stringent criteria as decided by the Company and the RTA.
- b. RTA shall have system-based alerts for processing of all transactions in such account folios referred above in para (a). In case any request for transactions is received from such folios, the RTAs shall exercise enhanced due diligence. For the purpose of exercising enhanced due diligence, RTA shall call for documents related to proof of identity/address, PAN and bank details, and such other additional procedures that would enable the RTA to reasonably satisfy itself about the genuineness of the request.

## 7. REPORTS / DATA

- a. RTA shall keep the data relating to PAN and Bank account details of all security holders updated at any point of time.
- b. If PAN and the Bank Account details of any security holder are not available, the Company through its RTA shall take special efforts to collect PAN and Bank Account Details along with a cancelled cheque bearing the name of the security holder. If the cancelled cheque does not bear the name of the security holder then a copy of the bank passbook / bank statement, as attested by the bank, shall be obtained. The cost for obtaining the said details for updation of records will be borne at actual by the Company.
- c. RTA shall forward the following on quarterly basis to the Company:
  - i. Members Data
  - ii. Reconciliation report of blank share certificates and dividend warrants
  - iii. Reconciliation report of blank share warrants
  - iv. Reconciliation report of security holders whose dividend has remained unpaid for a period of 3 years and above.
- d. RTA shall furnish –
  - i. Copy of Internal Audit Report to the Company within 3 months from the end of each financial year.
  - ii. Copy of Action Taken Report on Internal Audit within 1 month of furnishing of the Internal Audit Report.

## 8. RECONCILIATION

RTA shall reconcile the following documents with the Banker

- i. Dividend Master File on quarterly basis
- ii. Paid and unpaid dividend every 15 days during initial validity of instrument and every 3 months till the shares are transferred to IEPF or more frequently, as per the requirements of the Company.

## 9. REGISTERS

RTA shall maintain the following registers:

- i. Register of revalidation / re-issue requests
- ii. ECS register
- iii. ECS rejection register
- iv. Dividend warrant register
- v. Dividend Warrant undelivered, expired, revalidated/re-issued
- vi. Certificate printing Register
- vii. Register of security holders whose PAN / Bank account details are not available
- viii. Register of security holders whose dividend has remained unpaid for 3 years and above.
- ix. Register of shares transferred to IEPF.
- x. Register of records / documents destroyed.

#### 10. OTHERS –

- a. RTA shall ensure compliance of all MCA/SEBI regulations/directions etc., as applicable for the time being and as amended from time-to time.
- b. RTA shall submit a copy of report of the internal audit carried every year to the Company within three months from the end of the financial year.

#### 11. MODIFICATION OF THIS POLICY

The Board of Directors of the Company is authorized to change/amend this policy from time to time at its sole discretion and/or in pursuance of any amendments made in the Companies Act, the Regulations, etc.