



T.V. TODAY NETWORK LTD.
India Today Group Mediaplex
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Website: www.aajtak.in
CIN No : L92200DL1999PLC103001



Date: July 12, 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 June 30, 2019 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 June 30, 2019.

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
Quarter ending

T.V. TODAY NETWORK LIMITED
30-Jun-2019

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	01.04.2019	3 months	1	2	1
Mr.	Ashok Kapur ^{\$}	AAJPK0341H &	Non-Executive, Independent	01.04.2019	3 months	1	2	1
Mr.	Devajyoti Nirmal Bhattacharya	AADPB0965A & 00868751	Non-Executive Director	11.02.2014	-	1	4**	NIL
Mr.	Rajeev Gupta ^{\$\$}	AAAPG1185E & 00241501	Non-Executive, Independent Director	05.03.2016	3 years 3 months 27 days*	7	5	NIL
Ms.	Kalli Purie Bhandal	AADPP8192R & 00105318	Executive Vice Chairperson and Managing Director	01.04.2018	-	1	1	NIL
Mrs.	Neera Malhotra [@]	AAIPM1978K & 00118387	Non-Executive Independent Director	20.06.2019	10 days	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 June 30, 2019.

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

\$Current tenure of Mr. Anil Vig and Mr. Ashok Kapur is upto March 31, 2024

\$\$Current tenure of Mr. Rajeev Gupta is upto March 4, 2021

@ Current tenure of Mrs. Neera Malhotra is upto June 19, 2024



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 Nirmal 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 Nirmal Bhattacharya	Non-Executive
	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)
08.02.2019	20.05.2019	100 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	20.05.2019	Yes, 2 members present	08.02.2019	100 days
Nomination and Remuneration Committee	20.05.2019	Yes, 3 members present	29.01.2019	NA
Stakeholders Relationship Committee	10.04.2019	Yes, 2 members present	12.03.2019	NA
Corporate Social Responsibility Committee	20.05.2019	Yes, 3 members present	Nil	NA
Risk Management Committee	Nil	NA	08.02.2019	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	NA
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	a) Compliance Report on Corporate Governance for the quarter ended March 31, 2019 had been placed before the Board of Directors at its meeting held on May 20, 2019. No comments/observations/advice were made by the Board of Directors.	
	b) Compliance Report on Corporate Governance for the quarter and year ended June 30, 2019 shall be placed before the Board of Directors at its ensuing meeting.	

For T.V. Today Network Limited



Ashish Sabharwal

Group Head - Secretarial & Company Secretary

