



T.V. TODAY NETWORK LIMITED

India Today Group Mediaplex
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Website: www.aajtak.in
CIN No : L92200DL1999PLC103001



Date: January 16, 2023

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, 2022 as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular Number SEBI/HO/CFD/ CMD-2/P/CIR/2021/567 dated May 31, 2021.

Dear Sir,

In terms of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circular Number SEBI/HO/CFD/ CMD-2/P/CIR/2021/567 dated May 31, 2021, please find enclosed Corporate Governance Report for the Quarter ended December 31, 2022.

Kindly take the same on record.

Thanking you,

Yours faithfully,
for T.V. Today Network Limited



Ashish Sabharwal
Group Head - Secretarial & Company Secretary & Compliance Officer

ashish.sabharwal@intoday.com



COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of Listed Entity **T.V. TODAY NETWORK LIMITED**
 Quarter ending **31-Dec-22**

I. Composition of Board of Directors

Title (Mr./ Ms.)	Name of the Director	PAN \$ & DIN	Category (Chairperson / Executive / Non- Executive / Independent / Nominee) &	Initial Date of Appoint ment	Date of Re- Appoint ment	Date of Cession	Tenure* (In Months)	Date of Birth	No of Directorship in listed entities including this listed entity (Inreference to Regulation 17A(1))#	No of Indepe ndent Direct orship in listed entitie s includi ng this listed	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	21.08.2000	01.04.2018		-	29-12-1944	1	NIL	1	NIL
Mr.	Anil Vig +	AAAPV2836K & 00022816	Non-Executive, Independent Director	02.08.2001	01.04.2019		105	09-05-1965	1	1	2	1
Mr.	Ashok Kapur +	AJPK0341H & 00003577	Non-Executive, Independent Director	26.10.2009	01.04.2019		105	24-06-1946	1	1	2	1
Mr.	Devajyoti Nirmal Bhattacharya	AADPB0965A & 00868751	Non-Executive Non- Independent Director	11.02.2014	11.02.2014		-	17-01-1958	2	NIL	2**	NIL
Mr.	Rajeev Gupta \$\$	AAAPG1185E & 00241501	Non-Executive, Independent Director	05.03.2016	05.03.2021		81.27	19-03-1958	5	4	4	1
Ms.	Kalli Purie Bhandal	AADPP8192R & 00105318	Executive Vice Chairperson and Managing Director	08.02.2016	01.04.2018		-	29-12-1972	1	NIL	1	NIL
Mrs.	Neera Malhotra^	AAIPM1978K & 00118387	Non-Executive Independent Director	20.06.2019	20.06.2019		42.11	15-06-1955	1	1	2	NIL

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

Membership includes Chairmanship in Committees.

* Tenure means tenure as Independent Director completed till the end of the reporting quarter.

**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 04, 2026

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

Whether Regular Chairperson appointed	Yes						
Whether Chairperson is related to Managing Director or CEO	Yes						
\$ PAN of any director would not be displayed on the website of Stock Exchange. & Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen. *to be filled only for Independent Director. Tenure would mean total period from which Independent Director is serving on Board of Directors of the listed entity in continuity without any cooling period.							

II. Composition of Committees

Name of Committee	Whether Regular Chairperson Appointed	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) \$	Date of Appointment	Date of Cessation
1 Audit Committee	Yes	Mr. Ashok Kapur	Chairman-Non-Executive-Independent	12-05-2014	-
		Mr. Anil Vig	Non-Executive - Independent	12-05-2014	-
		Mr. Rajeev Gupta	Non-Executive - Independent	05-03-2016	-
		Mrs. Neera Malhotra	Non-Executive - Independent	09-08-2019	-
2 Nomination and Remuneration Committee	Yes	Mr. Ashok Kapur	Chairman-Non-Executive-Independent	11-02-2011	-
		Mr. Anil Vig	Non-Executive - Independent	12-05-2014	-
		Mr. Devajyoti Nirmal Bhattacharya	Non-Executive - Non Independent	12-05-2014	-
3 Risk Management Committee	Yes	Mr. Aroon Purie	Chairman-Executive-Whole time Director	02-11-2018	-
		Mr. Ashok Kapur	Non-Executive - Independent	02-11-2018	-
		Ms. Kalli Purie Bhandal	Executive Vice Chairperson & Managing Director	02-11-2018	-
		Mr. Devajyoti Nirmal Bhattacharya	Non-Executive - Non Independent	02-11-2018	-
		Mr. Dinesh Bhatia	Chief Executive Officer	02-11-2018	-
4 Stakeholders Relationship Committee	Yes	Mr. Anil Vig	Chairman-Non-Executive-Independent	06-05-2004	-
		Mr. Ashok Kapur	Non-Executive - Independent	14-05-2014	-
		Ms. Kalli Purie Bhandal	Executive Vice Chairperson & Managing Director	11-08-2017	-
5 Corporate Social Responsibility Committee	Yes	Mr. Aroon Purie	Chairman-Executive-Whole time Director	14-05-2014	-
		Mr. Ashok Kapur	Non-Executive - Independent	14-05-2014	-
		Ms. Kalli Purie Bhandal	Executive Vice Chairperson & Managing Director	11-08-2017	-

\$ Category of directors means executive/non-executive/independent/nominee. If a director fits into more than one category write all categories separating them with hyphen.

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	Whether requirement of quorum met*	Total Number of Directors as on date of meeting	Number of Directors present* (All Directors including Independent Director)	Number of Independent Directors attending the meeting*	Maximum gap between any two consecutive meetings (in number of days)
09.08.2022	11.11.2022	Yes	7	5	2	93 days

*to be filled in only for the current quarter



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)*	Total Number of Directors present as on date of meeting	Number of Directors present* (All Directors including Independent Directors)	Number of Independent Directors attending the meeting*	No. of members attending the meeting (Other than Board of Directors)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)*
Audit Committee	11.11.2022	Yes	4	2	2	0	09.08.2022	93 days
Stakeholders Relationship Committee	18.10.2022	Yes	3	3	2	0	-	-
Stakeholders Relationship Committee	01.11.2022	Yes	3	2	1	0	-	-
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.								
**to be filled in only for the current quarter meetings								
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			
Note:								
1. In the column "Compliance Status" compliance or non-compliance may be indicated by Yes/No/N.A.For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.								
2. If status is "No" details of non-compliance may be given her.								
VI. Affirmations								
1	The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.							Yes / No
2	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Rquirements) 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 and half year ended September 30, 2022 had been placed before the Board of Directors at its meeting held on November 11, 2022. No comments/observations/advice were made by the Board of Directors.							
	b) Compliance Report on Corporate Governance for the quarter ended December 31, 2022 shall be placed before the Board of Directors at its ensuing meeting.							
	Note :							
	Information at Table I and II above need to be necessarily given in 1st quarterof each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.							

For T.V. Today Network Limited

Ashish Sabharwal

Group Head - Secretarial & Company Secretary & Compliance Officer

