

## T.V. TODAY NETWORK LIMITED

India Today Group Mediaplex FC 8, Sector 16 A, Film City, Noida – 201301 Tel: +91 120 4908600 Fax: +91 120 4325028 Website: www.aaitak.in



CIN No : L92200DL1999PLC103001

Date: April 18, 2023

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

Sub: "Corporate Governance Report" for the Quarter and financial year ended March 31, 2023 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 and financial year ended March 31, 2023.

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











**ASHISH** 

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	e of Listed Entity ter anding		T.V. TODAY N 31-Mar-23	ETWORK LIMIT	TED									
L.	Composition of	Board of Direct	bes.											
(Mr.)		PANS A DIN	Category (Chairpenon / Escathw/ Non-Escativa (Independent (Independent (Independent (Independent)		Date of Re- Appoint ment	Date of Casation	Tenure" (in Mon		No of Directorship in Istad antities including this inted antity (kindmence to Regulation 17A8	rship in listed entitle s includi eg this listed	Audit/ Stakeholder Committee(s) Including this lated entry (Rafer Regulation 28(1) of Listing Hegulations) on	(Hefor Regulation 25(1) of tisting Regulations)	Whether the Director is Disqualifi ed?	Whether Special resolution passed?(n er regulation 17(1)[A) of Usting regulation
Mr	Aroon Pure	AAMPP8169P 8 00002794	Executive Chaliman & Whole time Director	21_08 2000	01.04 2018			29 12 1944	1	NIL	•	NIL	No	NA
Mr.	A= Vig =	AAAPVZ836K & 00022816	Non-Executive, Independent Director	02.08.2001	01 04.2019		108	09.05,1969	1	1	3	1	No	NA
Mr.	Ashok Kapur+	AAJPKO341H & 00003577	Non-Executive, Independent Director	28,10,2009	01.04.2019		108	24.06,1946		1	,		No	018)
Mr.	Devayyoti Mirmal Bhattacharya	AA0P80965A 4 00868751	Non-Erecutive Non- Independent Director	11.02 2014	11.02 2014			17.01.1958	2	MIT.	₹**	MIL	No	NA
Νr.	Reject Gupta 15	8AAPG1185E & BUZ41501	Non-Executive, Independent Director	05 03 2016	05.09,2021		84 27	19.03.1958	5:	4	4	1	Na	NA
	Kelli Purie Bhandaí	680PP8192H 8 00105318	Enscutive Vice Chairperson and Managing Director	08,02 2016	01.04.2018			29.12.1972	1	NIL	1	NIL	No	NA
		AAFM19764 & 00118367	Non-Executive Independent Director	20.06.2019	20.06.2019		45,11	15.06.1955		1	,	NL.	No	NA.

Te	ure means tenure as independen	to Director completed till the end	of the reporting quarter.					
1154	embership also includes member	this of Audit Committee of Put. Lt	d. Company which is a subsidiary of a Pul	bile Ital Company				
e Cu	rrent tenure of Mr. Anil Via and I	Ar. Ashok Regur is upto March 31	2024					
_	errent tenure of Mr. Abieev Gueta							
_								
r Ch	ment because of Mrs. Neeza Malho	Stra 's upon June 19, 3024						_
	Whether Regular Chairperson	eppointed	Yes					
	Whether Chairperson is related	d to Managing Director or CEO	res		1			
	& Category of directors means		districtions of a director fits into mor tal period from which independent Direc					ooling period
	Composition of Committees							
eme	ed Committee	Whether Regular Chairperson Appointed	Name of Committee members	Category (Chair)		e / Non-Exactive /	Date of Appointment	Date of Cassation
1	Augit Committee	Yes	Mr. Ashok Kapur	Chairman-Non-C	xecutive Indeper	dest	12.05.2014	
		1	Mr. Arii Viz	Non-Executive -	Independent		12.05.2014	
	1	1	Mr. Ripecy Gupta	Non-Executive - Independent		05.03.2026		
			Mrs. Neers Malhotra	Non-Executive -	norpendent		09 08 2019	
2	Nomination and Remunaration	Yes	Mr. Ashok Kepur	Chairman Non-E	ceputive-indeper	ndent	11.02.2011	
	Cummittee		Mr. ANTVE	Non-Executive -	ndependent		12 (25 2014	
			Mr. Deveryoti Nirmai Shattacharva	Non-Executive - I	Non independen	t	12 05 2014	1
	Risk Management Committee	nagement Committee Yes Mr. A		Chairman-Erecut			02.11.2015	1.
			Mr. Athok Kapur	Non-Executive - I	ndependent		02.11.2018	-
			Ms. Eati Puris Shandal	Executive Vice O	hairperson & Ma	naging Director	02.11.2018	-
			Mr. Opvelyoti Nirmal Bhottscharys	Non-Executive - I	Non Independent		02:11:2018	-
			Mr. Cinesh Bhacia	Chief Executive C	Micer		62.11.2018	
	Stakeholiders Relationship	Yes	Mr. Anil Vig	Chairman Non-E	resultive-indepen	tent	06:05:2004	
	Committee		Mr. Ashok Kapur	Non-Executive - I			14.05.2014	-
_			Ms. Kelli Purie Bhanda!	Executive Vice O			11.08 2017	4
	Corporate Social ResounceMity	Yes	Mr. Aroon Puris	Chairman-Execut		Director	14 05 2014	-
	Committee		Mr. Achok Kapur	Non-Executive - Independent Executive Vice Charperson & Managing Director		14.05.2014	-	
_			Ms. Kell Puris Mismael				11.08.2017	-
1#	gary of directors meens executiv	re/non-executive/independent/	nominee, If a director fits into more the	n one catagory well	o all categories	seperating them with hyph	en.	
	Morting of Board of Directors							
		Date(s) of Meeting (if my) in the relevant quarter	Whether requirement of quorum met	Tatal Number of Directors as on slate of morting	Oirectors.	frumber of independent Directors attending the meeting*	Maximum gap to camediffine me of days)	
11.11.2022 03.02.2023			7 6 2		83 days			

Nam	e of the Committee	Date(s) of Meeting of the Committee in the relevant querter	Whether requestion of Question 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 consecution meetings (in number of days)*
Audit	Committee	03 02 2023	Ya	4	2	2	0	11.11 2022	83 days
Stake	holders Relationship Committee			· *	29.1	i.e	283	18 10 2022 & 01 11 2022	13 days
	nation and Remuneration nitted	02 02 2023	Yes	3	2	2	0	*	
Aisk N	Aanagement Committee	11.01.2023	Yes	4	9	0	4.	ž.	==
	information has to be mandator se filled in only for the current qu		udit committee,	for met of the s	committees giving this in	ormation is opti	onal.		
٧.	Related Party Transactions								
	d						1	Compliance status (Yes / No /	NA)
Whet	her or or approval of audit commi							Yes	
Whet	her prior approval of audit commi her shereholder approval obtained	d for material RPT						Yes NA	
Wheth	her or approval of audit commi- her shareholder approval obtained her details of RPT entered Into pur	d for material RP1 rsuant to omnibu	s approval have b			if the Board has	here comeased in	NA Yes	Paraulations.
Wheth Wheth Wote, I, in It Yes	her prior approval of audit comminer shareholder approval obtained her details of RPT entered into pur the column "Campliance Status" or many be indicated. Similarly, in cost to this is "No" details of non-campli	d for material RF1 rsuant to omnibu ampliance or non- se the Listed Entit	s approval have t -compliance may y has no related j	be indicated by	Ves/No/N. A. For easimple		been composed in	NA NA	
Wheth Wheth Woter, I. in it 'Yes' it I. if sh	her prior approval of audit comminer whereholder approval obtained her details of RPT entered Into pur her column "Campliance Status" or may be indicated. Stallarly, in cost or details of non-compil Afformations.	d for material RFI rswant to omnibu simpliance or non- se the Listed Entit lonce may be give	s approval have t -compliance may y has no related j m her.	be indicated by porty transaction	Yes/Na/N.A.Far enample, ns, the words "N.A." may	be indicated.		NA Yes	Yes / No
Wheth Wheth Woter, I. in it 'Yes' it I. if sh	her prior approval of audit comminer shareholder approval obtained her details of RPT entered into pur the column "Campliance Status" or many be indicated. Similarly, in cost to this is "No" details of non-campli	d for material RFI rswant to omnibu simpliance or non- se the Listed Entit lonce may be give	s approval have t -compliance may y has no related j m her.	be indicated by porty transaction	Yes/Na/N.A.Far enample, ns, the words "N.A." may	be indicated.		NA Yes	
Wheth Wheth Wote, I, in it Yes	her prior approval of audit comminer whereholder approval obtained her details of RPT entered Into pur her column "Campliance Status" or may be indicated. Stallarly, in cost or details of non-compil Afformations.	d for material RPI rsuant to omnibu ampliance or non- ie the Listed Entit once may be give actors is in terms	s approval have b -compliance may y has no related ; m her. of SEB (Listing O	be indicated by party transaction bigations and 0	Yes/No/H. A.For enample, ns, line words "N.A." may inclosure Requirements) R	be indicated.		NA Yes	Yes / No
Vineti Vi	her tries approved of audit (comminer shareholder approved obtainement details of RPT entered into purche calumn "Campliance Stokus" or may be indicated. Stallary, in costmay be indicated. Stallary, in costmain is "No" details of non-campila Affirmations.  The compassions of Beard of Dire	d for material RPI rsuant to omnibu ampliance or non- ie the Listed Entit once may be give actors is in terms	s approval have b -compliance may y has no related ; m her. of SEB (Listing O	be indicated by party transaction bigations and 0	Yes/No/H. A.For enample, ns, line words "N.A." may inclosure Requirements) R	be indicated.		NA Yes	Yes / No Yes
Wheth Wheth Wote, i. in it Yes of sh	her tries approvid of audit commi- her shareholder approval obtain- her details of RPT entered into pur- he calumn "Campliance Status" or may be indicated. Stallarly, in cos strains is "No" details of non-compil Afformations.  The compassition of Staard of Circ The compassition of Staard of Circ The compassition of Staard of Circ	d for material RPI result to omnibu simpliance or non- se the Listed Entity fonce may be give sectors is in terms of communities in terms	s approval have b -compliance may y has no related ; m her. of SEB (Listing O	be indicated by party transaction bigations and 0	Yes/No/H. A.For enample, ns, line words "N.A." may inclosure Requirements) R	be indicated.		NA Yes	Yes / No Yes Yes Yes
Wheth Wheth Woter, i. in all years	her prior approval of audit (commons shareholder approval obtained her details of RPT entered into pun her details of RPT entered into pun he calumn "Compliance Stotus" or may be indicated. Similarly, in courts is "No" details of non-campila Affirmations.  The compassions of Baard of Dire The operacustion of the Entered Stotus of the Committee audit Committee.	d for material RPI result to omnibu simpliance or non- se the Listed Entity once may be give sectors is in terms of committees is in	s approval have b -compliance may y has no related ; m her. of SEB (Listing O	be indicated by party transaction bigations and 0	Yes/No/H. A.For enample, ns, line words "N.A." may inclosure Requirements) R	be indicated.		NA Yes	Yes / No Yes Yes Yes Yes Yes
Whether whethe	her prior approval of audit comminer her whereholder approval obtained her details of RPT entered into pure her calumn "Carmpliance Stotus" or may be Indicated, Stadardy, in course way be indicated, Stadardy, in course way and the companion of Shard of Circ The companion of Shard of Circ The companion of the following a. Audit Committee b. Nomination and Remuneration c. Stake holders Retailenship Cond. disk's Management committee c. Stake holders	d for material RP1 suant to omnibu simpliance or non- se the Listed Entity former may be give sectors is in terms occurrently former may be give former to b	s approval have to -compliance may y has no related y m her. of SEB (Listing O	be indicated by porty transaction bilgetions and O	Yes/No/N.A.For example, s.s., the words "N.A." may indicate Requirements) Requirements and Oxeologue Requirements.	be indicated.  Regulations, 2015	2015:	NA Yes accordence with the requirements of Listing i	Yes / No Yes Yas Yas Yas Yas
Whether whethe	her prior approval of audit comminer her whereholder approval obtained her details of RPT entered into pure her calumn "Carmpliance Stotus" or may be Indicated, Stadardy, in course way be indicated, Stadardy, in course way and the companion of Shard of Circ The companion of Shard of Circ The companion of the following a. Audit Committee b. Nomination and Remuneration c. Stake holders Retailenship Cond. disk's Management committee c. Stake holders	d for material RP1 suant to omnibu simpliance or non- se the Listed Entity former may be give sectors is in terms occurrently former may be give former to b	s approval have to -compliance may y has no related y m her. of SEB (Listing O	be indicated by porty transaction bilgetions and O	Yes/No/N.A.For example, s.s., the words "N.A." may indicate Requirements) Requirements and Oxeologue Requirements.	be indicated.  Regulations, 2015	2015:	NA Yes	Yes / No Yes Yes Yes Yes Yes
Wheth Wheth Wheth Wheth Wheth Whote, in start Whote, in start Whote Whot	her prior approval of audit (comminer shareholder approval obtainement details of RPT entered into purche details of RPT entered into purche calumn "Compliance Stokus" or may be indicated. Stokinsy, in coarmay be indicated. Stokinsy, in coarmay be indicated. Stokinsy, in coarmay be accompanied on the stokins in the stoke of the	of for material RP1 rsuant to omnibu simpliance or non- ie the Listed Gritt fonce may be give sectors is in terms or committee for the committee non-liste early made gware	s approval have to -compliance may y has no related y m her. of SEB (Listing Oc serms of SEB (Listing Oc serms of SEB (Listing Oc serms of SEB (Listing Oc	be indicated by porty transaction biggstons and O sting Obligations	Ves/No/N.A. For example, sq. the words "N.A." may inclosure Requirements) if and Oraclesure Requirements and Oraclesure Requirements in the state of the second oraclesure requirements and oraclesure requirements and oraclesure requirements are second oraclesure requirements.	be indicated.  Legulations, 2015  Legulations, 2015  Legulations, 2015  Bi (Listing Obligat	2015: Lions and Disclosure	NA Yes accordence with the requirements of Listing i	Yes / No Yes Yai Yai Yai Yai Yai Yas

For T.V. Today Natwork Umited

Aghish Sabhanwal Group Head - Secretarial & Company Secretary & Compliance Officer

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JANCE REPORT ON CORPORATE GOVE	RNANCE	Anneusse -
WORK LIMITED		31-Mar-
		Semen
tions		
	(Yes/No/NA)	if Yes provide link to websit
	Yes	William Auffland
em directors	Yes.	SCHOOL BEETA, IN
ectors	Yes	55.5 43.50 7
nanagement personnel	Yes	THE REST TO SEC. 19
	Yes	SHE'S ARASE N
	Yes	remerables:
	Yes	5 E R 14 7 O C
	Yes	November 24
ndedendent directors	Yes	Arrest 11/25 /2
		NORTH STATE OF
		distributed A
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	business )	
recritations made by listed entity to analyst of	NA.	
The state of the s	NA .	
	Yes	event skilds is
	Yes	NAME AND PARTY.
ary of the listed entity in respect of relevant financial	Yes	annum author in
separate section on its wabsile as per regulation 46 (2)	Yes	William Saltan in
	Yes	www.ea/asi.m
(as applicable)	Yes	WWW.ALTAY.IS
he listed entity are correct	Yes	miner #6196.00
The state of the s		
Regulation Number	Compliance status (Yes/No.NA) reles	
15(1)(0) 2 25(0)	TOTAL DESCRIPTION	
10(1)(0) & 20(0)		
	Yes	
17(1) 17(14) 8 17 (18)		
11/21	Yes	
	NORK LIMITED  and Encotors  ectors  ectors  ectors  lo Brower policy  closs  in listed criffy who are responsible for assisting and  elevant details  companies another their associates  especiations made by issed entry is analyst or  any of the listed entry in respect of relevant financial  separate section in its website as per regulation 46 (2)  (4s applicable)  relified entry are correct  [Regulation Number.]	infit directors  Infit

Rovew of Compliance Reports	17(3)	Yet
Plant for orderly succession for appointments	17(4)	Yes
Code of Conduct	177(5)	Yes
Feestompansabon	17(6)	Yes, Sthry fees is paid to Non- Exective and  Independent  Directors within the  first's specified  under Companies  Act, 2013, hence in  approval of  shareholders's sequined
Marrum Information	17(7)	Yes
Compliance Certificate	17/82	Yes
Risk Assessment & Menagement	17799	Yes
Partismance Everusion of independent Directors		Yes
Recommendation of Board	17 (11)	Yes
Maximum number of Directorships	174	Yes
Composition of Audit Committee	16(1)	Yes
Mocking of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Overum of Nomination & Remuneration Committee Meeting	18 (2A)	Ves
Meeting of Nomination & Remunération Committee	19 (3A)	Yes
Composition of Standarder Relationship Committee	20(1), 20 (2) and 20 (2A)	Yes
Meeting of Stakeholder Relationship Committee	20 (3A)	Yes:
Composition and role of Risk Menagement Committee	21(1),(2),(3),(4)	Yes
Mocong of Arsk Management Committee	21(3A)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction Pnor or Omnibus approved of Audit Committee for all related party fransactions	<b>23</b> (1) (1A) (生間(月本(利 23(2), (3)	Yes
Approval for malerial related perty (ransections	23(4)	NA
Disclosure of related party immuscions on consolidated basis	23(9)	Yes
composition of Board of Directors of unlisted	24(1)	NA
viner Corporate Governance requirements with aspect to subsidiary of listed antity	24(2),(3),(4),(5) & (5)	Yes The Company has no material subsidiary
Annual Secretarial Compliance Report	24(8)	Yes
Warmaia Director to Independent Director	25(1)	lyes
The state of the s	25(2)	Yes

Meeting of independent directors	25(3) & (4)	Yes
Familianzation of independent directors	25(7)	Yes
Declaration from Independent directors	25(8) & (9)	Yes
D & O Insurance for Independent directors	25(10)	Yes
Memberships in Committees	(26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Sanior menantiment personnel	39(3)	V as
Discours of Shareholong by Non- Executive Directors	28(4)	Yas
Policy with respect to Obligations of directors and serior management	26(2) & 26(5)	Yes

in the column "Compliance Status", compliance or non-exceptionce may be indicated by Yes/No/N A. For example, if the if status is "No" details of non-compliance may be given here. If status is "No" details of non-compliance may be given here. If the Listed Entity would like to provide any other information the same may be indicated here. Affirmations:

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Ashish Sabhaniral Group Head - Secretarial & Company Secretary & Compilance Officer



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ASHISH

MICHAEL (DEAD AND A SHIFT) SERVERINE
ASHISH

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Additional Half Year Disclos	ure		
Half Year ending :- 31.03.20	23		
Applicability of Disclosure	Not Applicable		
Reason of Non Applicability	During the Half year ended March 31, 2023, there is no transaction to report in this disclosure.		
I. Disclosure of Loan/Guarar	tees/Comfort letters/Securities etc.		
A. Any Loan or any other for	m of Debt advanced by the Listed entity d	irectly or indirectly to:	
Entity	Aggregate Amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
	tter (by whatever name called) provided or or any other form of debt availed by:	by the listed entity directly or indirectly, in	
Entity	Type (guarantee, comfort letter etc.)	Aggregate Amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			D
C. Any security provided by t	he listed entity directly or indirectly in co	nnection with any loan(s) or any other form of debt	avalled by:
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them		india.	
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

All loans (or other form of debt), guarantee, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in economic interest of the Company.

Yatender Kumar Tyagi

Chief Financial Officer

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Note:

1. These disclosures shall exclude any loan (or any other form of out), guarantee comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
a) by a government company to/for the government or government company
b) by the listed entity to/for its subsidiary (and joint venture company) whose accounts are consolidated with the listed entity.
c) by a banking company or an insurance company; and
d) by the listed entity to its employees or directors as a part of the service conditions
2. If the listed entity would like to provide any other information, the same may be indicated as Para D in the above table.