



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 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

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

ashish.sabharwal@intoday.com

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25f78f648f5d338b705ab733ae1e3340dd4b5
1, pseudonym=060802210061512228956
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COMPLIANCE REPORT ON CORPORATE GOVERNANCE														
Name of Listed Entity		T.V. TODAY NETWORK LIMITED												
Quarter ending		31-Mar-23												
I. Composition of Board of Directors														
Ths (Mr./Ms.)	Name of the Director	PAN S & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) &	Initial Date of Appointment	Date of Re-Appointment	Date of Cessation	Tenure* (In Month)	Date of Birth	No of Directorship in listed entities including this listed entity (In reference to Regulation 17A)	No of Independent Directorship in listed entities including 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)	Whether the Director is Disqualified?	Whether Special resolution passed/(ref or regulation 17(1)(a) of Listing regulations
Mr.	Arjun Puri ^{AA}	AAMPP8169P & 00002794	Executive Chairman & Whole time Director	21.08.2000	01.04.2018		-	29.12.1944	1	NIL	1	NIL	No	NA
Mr.	Amil Vig *	AAAPV2836K & 00022816	Non-Executive, Independent Director	02.08.2001	01.04.2019		108	09.05.1965	3	1	2	1	No	NA
Mr.	Ashok Kapur *	AAUPK0341H & 00003577	Non-Executive, Independent Director	28.10.2009	01.04.2019		108	24.06.1946	1	1	2	1	No	Yes(18.09.2018)
Mr.	Devalyoti Nirmal Bhattacharya	AAOP8096SA & 00000751	Non-Executive Non-Independent Director	11.02.2014	11.02.2014		-	17.01.1958	2	NIL	2**	NIL	No	NA
Mr.	Rajeev Gupta	AAAPG218SE & 00241501	Non-Executive, Independent Director	05.03.2016	05.03.2021		84.27	19.03.1958	5	4	4	1	No	NA
Ms.	Ravi Puri Bhandal	AAOPP8192R & 00105318	Executive Vice Chairperson and Managing Director	08.02.2016	01.04.2018		-	29.12.1972	1	NIL	1	NIL	No	NA
Mrs.	Neera Malhotra*	AAAPM1978K & 00118387	Non-Executive Independent Director	20.06.2019	10.06.2019		48.11	15.06.1955	1	1	2	NIL	No	NA
* Directorship includes Directorship in all listed entities (whether independent or not).														
** Membership includes Chairmanship in Committees.														

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

** Membership includes Chairmanship in Committees.

AA Mr. Arjun Puri, Chairman is also the promoter of the Company.

*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 requirements of Quorum met (date(s))*	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	03.02.2023	Yes	4	2	2	0	11.11.2022	83 days
Stakeholders Relationship Committee	-	-	-	-	-	-	18.10.2022 & 01.11.2022	13 days
Nomination and Remuneration Committee	02.02.2023	Yes	3	2	2	0	-	-
Risk Management Committee	11.01.2023	Yes	4	3	0	1	-	-

* This information has to be mandatorily 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		Compliance status (Yes / No / NA)
Subject		
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

Note:
 1. In the column "Compliance Status" compliance or non-compliance may be indicated by Yes/No/NA. 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		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 December 31, 2022 had been placed before the Board of Directors at its meeting held on February 08, 2023. No comments/observations/advice were made by the Board of Directors. b) Compliance Report on Corporate Governance for the quarter ended March 31, 2023 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 quarter of 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 Sebbharwal
 Group Head - Secretarial & Company Secretary & Compliance Officer





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For the purpose of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has been classified as a listed entity. The Company is required to comply with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has been classified as a listed entity for the purpose of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has been classified as a listed entity for the purpose of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Review of Compliance Reports	17(3)	Yes
Plan for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(3)	Yes
Fees/compensation	17(5)	Yes, Sitting fees is paid to Non-Executive and Independent Directors within the limits specified under Companies Act, 2013, hence no approval of shareholders' is required
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of Board	17 (11)	Yes
Maximum number of Directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination & Remuneration Committee Meeting	19 (2A)	Yes
Meeting of Nomination & Remuneration Committee	19 (3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20 (2) and 20 (2A)	Yes
Meeting of Stakeholder Relationship Committee	20 (3A)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes
Meeting of Risk Management Committee	21(3A)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1), (1A) (5), (6), (7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	NA
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes. The Company has no material subsidiary
Annual Secretarial Compliance Report	24(8)	Yes
Attendance Director to Independent Director	25(1)	Yes
Maximum Tenure	25(2)	Yes

[illegible]

Additional Half Year Disclosure			
Half Year ending :- 31.03.2023			
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/Guarantees/Comfort letters/Securities etc.			
A. Any Loan or any other form of Debt advanced by the Listed entity directly 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			
B. Any guarantee/comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:			
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			
C. Any security provided by the listed entity directly or indirectly in connection with any loan(s) or any other form of debt availed 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			
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			

II. Affirmations:		
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		
Note:		
1. These disclosures shall exclude any loan (or any other form of debt), 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.		