



**T.V. TODAY NETWORK LIMITED**

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



Date: January 14, 2022

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

**Sub: "Corporate Governance Report" for the Quarter ended December 31, 2021 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, 2021.

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-21**

**I. Composition of Board of Directors**

Title (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*	Date of Birth	No of Directorship in listed entities including this listed entity (Inreference to Regulation 17A(1))#	No of Independent Directorship in listed entities including this listed entity	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		93 Months***	09-05-1965	1	1	2	1
Mr.	Ashok Kapur +	AAJPK0341H & 00003577	Non-Executive, Independent Director	26.10.2009	01.04.2019		93 Months***	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	4**	NIL
Mr.	Rajeev Gupta ss	AAAPG1185E & 00241501	Non-Executive, Independent Director	05.03.2016	05.03.2021		69 Months	19-03-1958	5	5	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		30 Months	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 of the 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.									
***Months calculated since beginning of First Tenure of appointment as Independent Director i.e. 01.04.2014 in accordance with the provisions of Companies Act 2013.									
.+ 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. Aron 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	Member	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. Aron 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 seperating 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*	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)			
13.08.2021		29.10.2021	Yes	4	1	76 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)*	Number of Directors present* (All Directors including Independent Director)	Number of Independent Directors attending the meeting*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)*
Audit Committee	29.10.2021	Yes	2	2	13.08.2021	76 days
Stakeholders Relationship Committee	13.10.2021	Yes	2	1	-	-
Corporate Social Responsibility Committee	19.10.2021	Yes	2	0	06.08.2021	73 days
* 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		
<b>Note:</b> 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						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 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 ended September 30, 2021 had been placed before the Board of Directors at its meeting held on October 29, 2021. No comments/observations/advice were made by the Board of Directors.  b) Compliance Report on Corporate Governance for the quarter ended December 31, 2021 shall be placed before the Board of Directors at its ensuing meeting.					
<b>Note :</b> 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