

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



## Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

### I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L92200DL1999PLC103001

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABCT0424B

(ii) (a) Name of the company

T.V. TODAY NETWORK LIMITED

(b) Registered office address

F-26, FIRST FLOOR  
CONNAUGHT CIRCUS  
NEW DELHI  
Delhi  
110001

(c) \*e-mail ID of the company

ashish.sabharwal@intoday.com

(d) \*Telephone number with STD code

01204908600

(e) Website

www.aajtak.in

(iii) Date of Incorporation

28/12/1999

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

☒ Yes ☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange of India Limited	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U67120WB2011PLC165872

Pre-fill

Name of the Registrar and Transfer Agent

MCS SHARE TRANSFER AGENT LIMITED

Registered office address of the Registrar and Transfer Agents

383 LAKE GARDENS  
1ST FLOOR

(vii) \*Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 21/09/2023

(b) Due date of AGM 30/09/2023

(c) Whether any extension for AGM granted ☐ Yes ☒ No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J4	Broadcasting and programming activities	98.61
2	J	Information and communication	J5	Wired, wireless or satellite Telecommunication activities	1.39

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given 4

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	LIVING MEDIA INDIA LIMITED	U92132DL1962PLC003714	Holding	56.91

2	TV TODAY NETWORK BUSINES	U74899DL2005PLC142634	Subsidiary	100
3	VIBGYOR BROADCASTING PRIV	U74140DL2015PTC277828	Subsidiary	100
4	MAIL TODAY NEWSPAPERS PR	U22210DL2007PTC163714	Subsidiary	100

#### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

##### (i) \* SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	258,000,000	59,668,615	59,668,615	59,668,615
Total amount of equity shares (in Rupees)	1,290,000,000	298,343,075	298,343,075	298,343,075

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	258,000,000	59,668,615	59,668,615	59,668,615
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	1,290,000,000	298,343,075	298,343,075	298,343,075

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	500,000	0	0	0
Total amount of preference shares (in rupees)	50,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
PREFERENCE SHARE				
Number of preference shares	500,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	50,000,000	0	0	0

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
<b>At the beginning of the year</b>	598	59,668,017	59668615	298,343,075	298,343,075	
<b>Increase during the year</b>	0	33	33	165	165	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	33	33	165	165	
Dematerialisation of Physical Shares						
<b>Decrease during the year</b>	33	0	33	165	165	0
i. Buy-back of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	33		33	165	165	
Dematerialisation of Physical Shares						
<b>At the end of the year</b>	565	59,668,050	59668615	298,343,075	298,343,075	
<b>Preference shares</b>						

<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE038F01029

**(ii)** Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

**(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \***

☒ Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☐

No

☐

Not Applicable

Separate sheet attached for details of transfers

☐

Yes

☐

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

(iv)
\*
Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v)
Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V.
\*
Turnover and net worth of the company (as defined in the Companies Act, 2013)

**(i) Turnover**

8,782,300,000

**(ii) Net worth of the Company**

8,284,600,000

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	921,782	1.54	0	
	(ii) Non-resident Indian (NRI)	1,315	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	33,955,999	56.91	0	
10.	Others	0	0	0	
	<b>Total</b>	34,879,096	58.45	0	0

**Total number of shareholders (promoters)**

4

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage



1.	Individual/Hindu Undivided Family				
	(i) Indian	11,838,944	19.84	0	
	(ii) Non-resident Indian (NRI)	592,249	0.99	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	150	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	26	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	1,177,453	1.97	0	
7.	Mutual funds	8,709,504	14.6	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	2,443,976	4.1	0	
10.	Others IEPF & Others	27,217	0.05	0	
	<b>Total</b>	24,789,519	41.55	0	0

**Total number of shareholders (other than promoters)**

49,157

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

49,161

**(c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company**

32

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
LOS ANGELES CITY EM	CITIBANK N.A. CUSTODY SERVICES			2,473	0
THE EMERGING MARK	CITIBANK N.A. CUSTODY SERVICES			89,678	0.15
EMERGING MARKETS (	CITIBANK N.A. CUSTODY SERVICES			234,605	0.39
DFA AUSTRALIA LIMIT	CITIBANK N.A. CUSTODY SERVICES			2,446	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
WORLD EX U.S. TARGET	CITIBANK N.A. CUSTODY SERVICES			8,802	0.01
WORLD EX U.S. CORE	CITIBANK N.A. CUSTODY SERVICES			13,324	0.02
JOHN HANCOCK VARI	CITIBANK N.A. CUSTODY SERVICES			1,470	0
JOHN HANCOCK FUNI	CITIBANK N.A. CUSTODY SERVICES			4,230	0.01
DIMENSIONAL WORL	CITIBANK N.A. CUSTODY SERVICES			15,353	0.02
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			4,752	0.01
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			160	0
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			108	0
CITY OF NEW YORK GF	HSBC SECURITIES SERVICES 11TH F			16,861	0.03
ALASKA PERMANENT	DEUTSCHE BANK AG DB HOUSE, H			8,360	0.01
EMERGING MARKETS	DEUTSCHE BANK AG DB HOUSE, H			6,889	0.01
DIMENSIONAL FUNDS	DEUTSCHE BANK AG DB HOUSE, H			2,904	0
EMERGING MARKETS	DEUTSCHE BANK AG DB HOUSE, H			16,036	0.03
AMERICAN CENTURY	DEUTSCHE BANK AG DB HOUSE, H			12,283	0.02
AMERICAN CENTURY	DEUTSCHE BANK AG DB HOUSE, H			2,282	0
ENVISION INDIA FUND	KOTAK MAHINDRA BANK LIMITED			269,000	0.45
ALLIANZ GLOBAL INV	JPMORGAN CHASE BANK N.A. IND			24,400	0.04
QUADRATURE CAPITAL	JPMORGAN CHASE BANK N.A., IND			58,489	0.1
LOBCO LIMITED	Tower 3, Wing B, Kohinoor City Ma			276,102	0.46
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			18,933	0.03
EMERGING MARKETS	DEUTSCHE BANK AG, DB HOUSE H			8,345	0.01

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**  
**(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	4	4
Members (other than promoters)	27,749	49,157
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	2	0	2	0	1.54	0
<b>B. Non-Promoter</b>	0	5	0	5	0	0.01
(i) Non-Independent	0	1	0	1	0	0.01
(ii) Independent	0	4	0	4	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	5	2	5	1.54	0.01

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

10

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Aroon Purie	00002794	Whole-time director	921,782	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Kalli Purie Bhandal	00105318	Managing Director	0	
Rajeev Gupta	00241501	Director	0	
Devajyoti Nirmal Bhatta	00868751	Director	4,655	
Anil Vig	00022816	Director	0	
Ashok Kapur	00003577	Director	0	
Neera Malhotra	00118387	Director	900	
Dinesh Bhatia	AAJPB8788K	CEO	0	
Yatender Kumar Tyagi	AADPT2264L	CFO	1	
Ashish Sabharwal	AGIPS4435R	Company Secretar	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

1

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Dinesh Bhatia	AAJPB8788K	CEO	18/05/2022	APPOINTMENT

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	27/09/2022	29,551	133	58.68

**B. BOARD MEETINGS**

\*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	12/05/2022	7	6	85.71

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
2	09/08/2022	7	6	85.71
3	11/11/2022	7	5	71.43
4	03/02/2023	7	6	85.71

### C. COMMITTEE MEETINGS

Number of meetings held

12

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	12/05/2022	4	3	75
2	Audit Committee	09/08/2022	4	3	75
3	Audit Committee	11/11/2022	4	2	50
4	Audit Committee	03/02/2023	4	3	75
5	Nomination and Remuneration	11/05/2022	3	2	66.67
6	Nomination and Remuneration	02/02/2023	3	2	66.67
7	Stakeholders'	18/10/2022	3	3	100
8	Stakeholders'	01/11/2022	3	2	66.67
9	Corporate Social Responsibility	11/05/2022	3	3	100
10	Corporate Social Responsibility	08/08/2022	3	3	100

### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	21/09/2023
								(Y/N/NA)
1	Aroon Purie	4	4	100	4	3	75	Yes
2	Kalli Purie Bha	4	4	100	6	6	100	Yes
3	Rajeev Gupta	4	4	100	4	4	100	No

4	Devajyoti Nirm	4	3	75	4	2	50	Yes
5	Anil Vig	4	2	50	8	6	75	Yes
6	Ashok Kapur	4	2	50	12	6	50	Yes
7	Neera Malhotra	4	4	100	4	4	100	Yes

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Aroon Purie	Chairman and W	0	60,149,000	0	39,600	0
2	Kalli Purie Bhandal	Vice Chairperso	57,358,008	77,000	0	1,891,094	0
	Total		57,358,008	60,226,000	0	1,930,694	0

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Dinesh Bhatia	Chief Executive	38,570,745	0	0	0	0
2	Ashish Sabharwal	Company Secre	7,029,546	0	0	0	0
3	Yatender Kumar Ty	Chief Financial C	6,827,808	0	0	0	0
	Total		52,428,099	0	0	0	52,428,099

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ashok Kapur	Independent Dir	0	0	0	80,000	0
2	Anil Vig	Independent Dir	0	0	0	90,000	0
3	Rajeev Gupta	Independent Dir	0	0	0	90,000	0
4	Neera Malhotra	Independent Dir	0	0	0	90,000	0
	Total		0	0	0	350,000	0

## XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- \* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

## XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

## XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

## XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Nitesh Latwal

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

16276

### I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.  
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

### Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

To be digitally signed by

Director

KALLI  
PURIE  
BHANDAL

DIN of the director

00105318

To be digitally signed by

ASHISH  
SABHARW  
AL

☒ Company Secretary

☐ Company secretary in practice

Membership number

4991

Certificate of practice number

### Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

### List of attachments

Form MGT-8\_TVTN\_2022-23.pdf  
Committee Meeting Details.pdf  
FII Details .pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**