



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.aajtak.in
CIN No : L92200DL1999PLC103001



September 22, 2023

Corporate Relations Department BSE Limited Phiroze Jeejeebhoy 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

Re: Compliance under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

In terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the details of the voting results at the 24th Annual General Meeting of the Company held on Thursday, September 21, 2023.

We would like to inform you that all the resolutions set out in the Notice dated August 11, 2023 were passed with requisite majority by the shareholders.

The consolidated scrutinizer's report is attached as Annexure 2.

You are requested to please take the same on record.

Thanking You,

Yours faithfully,

For T.V. Today Network Limited

**(Ashish Sabharwal)
Group Head – Secretarial & Company Secretary & Compliance Officer**

Email ID: ashish.sabharwal@intoday.com

Encl:

- Details of voting results at the AGM of the Company – Annexure – 1
- Consolidated scrutinizer's report – Annexure – 2



TV TODAY NETWORK LIMITED	
Voting Results of 24th Annual General Meeting	
Results of 24th Annual General Meeting (AGM) as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolution:	
Date of Annual General Meeting	September 21, 2023
Total number of shareholders on record date i.e. September 14, 2023	50,276
No. of shareholders present in the meeting either in person or through proxy: a) Promoters and Promoter Group: b) Public:	Not applicable
No. of shareholders present in the meeting through video conferencing: a) Promoters and Promoter Group: b) Public:	3 177



Resolution Details(1)

Resolution Required					Ordinary Resolution- To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with the reports of the Board of Directors and Auditors thereon.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)=	(4)	(5)	0	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	34879096	34879096	100	34879096	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		34879096	34879096	100	34879096	0	100
Public Institutions	E-voting	9242369	9024060	97.63795408	9024060	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		9242369	9024060	97.63795408	9024060	0	100
Public Non-Institutions	E-voting	15547150	887931	5.711213952	887529	402	99.95472621	0.045273788
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		15547150	887931	5.711213952	887529	402	99.95472621
Total		59668615	44791087	75.0664097	44790685	402	99.9991025	0.0008975



Resolution Details(2)

Resolution Required					ORDINARY RESOLUTION - To declare a final dividend of Rs. 3/- per Equity Share of the face value of Rs. 5/- each for the financial year ended March 31, 2023.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		34879096	100	34879096	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	34879096	0	0	0	0	0	0
	Total	34879096	34879096	100	34879096	0	100	0
Public Institutions	E-voting		9040921	97.82038566	9040921	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	9242369	0	0	0	0	0	0
	Total	9242369	9040921	97.82038566	9040921	0	100	0
Public Non-Institutions	E-voting		887983	5.711548419	887905	78	99.99121605	0.008783952
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	15547150	0	0	0	0	0	0
	Total	15547150	887983	5.711548419	887905	78	99.99121605	0.008783952
Total		59668615	44808000	75.09475459	44807922	78	99.99982592	0.000174076



Resolution Details(3)

ORDINARY RESOLUTION - To appoint a Director in place of Mr. Devajyoti Nirmal Bhattacharya (DIN: 00868751) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Resolution Required

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held	No. of valid votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		34879096	100	34879096	0	100	0
	Pol		0	0	0	0	0	0
	Postal Ballot(if applicable)	34879096	0	0	0	0	0	0
	Total	34879096	34879096	100	34879096	0	100	0
Public Institutions	E-voting		9040921	97.82038566	7701196	1339725	85.1815429	14.8184571
	Pol		0	0	0	0	0	0
	Postal Ballot(if applicable)	9242369	0	0	0	0	0	0
	Total	9242369	9040921	97.82038566	7701196	1339725	85.1815429	14.8184571
Public Non-Institutions	E-voting		887891	5.710956671	887337	554	99.93760495	0.062395046
	Pol		0	0	0	0	0	0
	Postal Ballot(if applicable)	15547150	0	0	0	0	0	0
	Total	15547150	887891	5.710956671	887337	554	99.93760495	0.062395046
Total		59668615	44807908	75.0946004	43467629	1340279	97.0088338	2.991166202



Resolution Details(4)

Resolution Required					ORDINARY RESOLUTION - Ratification of remuneration to be paid to M/s SKG & Co., Cost Accountants, Cost Auditors of the Company.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		34879096	100	34879096	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	34879096	0	0	0	0	0	0
	Total	34879096	34879096	100	34879096	0	100	0
Public Institutions	E-voting		9040921	97.82038566	9040921	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	9242369	0	0	0	0	0	0
	Total	9242369	9040921	97.82038566	9040921	0	100	0
Public Non-Institutions	E-voting		887891	5.710956671	886349	1542	99.82633003	0.173669966
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	15547150	0	0	0	0	0	0
	Total	15547150	887891	5.710956671	886349	1542	99.82633003	0.173669966
Total		59668615	44807908	75.0946004	44806366	1542	99.99655864	0.003441357



Resolution Details(5)

Resolution Required					SPECIAL RESOLUTION - Re-appointment of Mrs. Neera Malhotra (DIN: 00118387) as an Independent Director of the Company.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		34879096	100	34879096	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballct(if applicable)	34879096	0	0	0	0	0	0
	Total	34879096	34879096	100	34879096	0	100	0
Public Institutions	E-voting		9040921	97.82038566	7710332	1330589	85.28259455	14.71740545
	Poll		0	0	0	0	0	0
	Postal Ballct(if applicable)	9242369	0	0	0	0	0	0
	Total	9242369	9040921	97.82038566	7710332	1330589	85.28259455	14.71740545
Public Non-Institutions	E-voting		887891	5.710956671	885207	2684	99.69771064	0.302289358
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	15547150	0	0	0	0	0	0
	Total	15547150	887891	5.710956671	885207	2684	99.69771064	0.302289358
Total		59668615	44807908	75.0946004	43474635	1333273	97.02446943	2.975530569



Resolution Details(6)

Resolution Required					SPECIAL RESOLUTION - Appointment of Mr. Jaivir Singh (DIN: 01362930) as an Independent Director of the Company.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		34879096	100	34879096	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	34879096	0	0	0	0	0	0
	Total	34879096	34879096	100	34879096	0	100	0
Public Institutions	E-voting		9040921	97.82038566	8104369	936552	89.64096689	10.35903311
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	9242369	0	0	0	0	0	0
	Total	9242369	9040921	97.82038566	8104369	936552	89.64096689	10.35903311
Public Non-Institutions	E-voting		887883	5.710905214	886078	1805	99.79670745	0.203292551
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	15547150	0	0	0	0	0	0
	Total	15547150	887883	5.710905214	886078	1805	99.79670745	0.203292551
Total		59668615	44807900	75.094587	43869543	938357	97.90582241	2.094177589



Resolution Details(7)

Resolution Required					SPECIAL RESOLUTION - Approval for payment of remuneration, in case of inadequacy of profits, to Ms. Kalli Purie Bhandal (DIN: 00105318), Vice Chairperson & Managing Director of the Company			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		34879096	100	34879096	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	34879096	0	0	0	0	0	0
	Total	34879096	34879096	100	34879096	0	100	0
Public Institutions	E-voting		9040921	97.82038566	7701196	1339725	85.1815429	14.8184571
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	9242369	0	0	0	0	0	0
	Total	9242369	9040921	97.82038566	7701196	1339725	85.1815429	14.8184571
Public Non-Institutions	E-voting		887883	5.710905214	881732	6151	99.30722854	0.692771458
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	15547150	0	0	0	0	0	0
	Total	15547150	887883	5.710905214	881732	6151	99.30722854	0.692771458
Total		59668615	44807900	75.094587	43462024	1345876	96.99634216	3.003657837

Yours faithfully
For T.V. Today Network Limited



Ashish Sabharwal
Group Head - Secretarial & Company Secretary & Compliance Officer
ashish.sabharwal@intoday.com

Consolidated Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014)

To
The Chairman
T.V. Today Network Limited
CIN: L92200DL1999PLC103001
F-26, First Floor, Connaught Circus,
New Delhi-110001

Sub.: Consolidated Scrutinizer's Report on voting through remote e-voting and e-voting at the 24th Annual General Meeting ("AGM") of T.V Today Network Limited ("Company"), held on Thursday, September 21, 2023, at 03:30 P.M (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

Dear Sir,

I, Ankit Singhi, Practicing Company Secretary and Partner of M/s. PI & Associates, Company Secretaries, was appointed as Scrutinizer by the Board of Directors of the Company vide resolution passed at their Board Meeting held on May 16, 2023, for the purpose of scrutinizing the voting process, i.e. remote e-voting and e-voting at AGM of the Company held on **Thursday, September 21, 2023, at 03:30 P.M (IST)** through VC/ OAVM facility in compliance with the provisions of Section 96, 101, 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and in accordance with the terms of circulars issued by Ministry of Corporate Affairs i.e. General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 (collectively referred to as "**MCA Circulars**") and in accordance with the terms of circulars issued by Securities and Exchange Board of India i.e. Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively referred to as "**SEBI Circulars**"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in

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force) and to submit a report thereon to the Company on the resolutions forming part of the AGM Notice dated August 11, 2023 (“AGM Notice”).

1. My responsibility as a Scrutinizer was to (i) ensure that the voting process was conducted in a fair and transparent manner and (ii) to submit a Consolidated Scrutinizer's report for remote e-voting and e-voting at the AGM, for the resolutions set out in the AGM Notice to the chairman of the Company or any person authorised by him.
2. I submit my report as under: -
 - i. In compliance with the MCA Circulars and SEBI Circulars, the AGM Notice along with Annual Report for the Financial Year (“F.Y.”) 2022-23 was dispatched by the Company on Monday, August 14, 2023 only by electronic mode to all those members, whose e-mail address were registered with the Company/ Registrar & Share Transfer Agent / Depositories.
 - ii. The Company engaged National Securities Depository Limited (“NSDL”) for providing services related to remote e-voting and e-voting at the AGM.
 - iii. The AGM Notice was simultaneously (i) submitted to the stock exchanges i.e. National Stock Exchange of India Ltd. and BSE Ltd. (ii) posted on the websites of the Company and NSDL.
 - iv. The members of the Company as on the “cut off” date i.e. Thursday, September 14, 2023 were entitled to avail the facility of remote e-voting as well as e- voting at the AGM on the proposed resolutions as set out in the AGM Notice.
 - v. The remote e-voting period commenced on Monday, September 18, 2023 at 9.00 A.M. (IST) and ended on Wednesday, September 20, 2023 at 5.00 P.M. (IST).
 - vi. After completion of e-voting at the AGM, the votes cast through remote e-voting and e-voting at the AGM were unblocked in the presence of two witnesses who are not in the employment of the Company.
 - vii. The data of remote e-voting and e-voting at AGM was diligently scrutinized and reconciled with the records maintained by the Registrar & Share Transfer Agent of the Company and the authorizations lodged. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting at the AGM.



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- viii. The consolidated summary of results of remote e- voting and e-voting at the AGM is annexed herewith as **Annexure- A**.
- ix. For the purpose of preparation of this report, the number of individual shareholders has been determined by consolidating folios with the same Permanent Account Number (PAN).
- x. Based on the aforesaid results, I report that all the Resolutions as contained in the Item No(s). 1 to 7 of the AGM Notice of the Company, have been passed with requisite votes.

Countersigned by
For T.V. Today Network Limited

Authorised Signatory
T.V. Today Network Limited

Thanking You
For PI & Associates
Company Secretaries
FRN: P2014UP035400
PR: 1498/2021



Ankit Singhi
Partner
FCS No. 11685
CP No. 16274
UDIN: F011685E001062603

Date: September 22, 2023
Place: New Delhi

Item No. 1:

To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with the reports of the Board of Directors and Auditors thereon.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favor of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	307	4,47,90,249	99.9991	12	395	0.0009	Nil	
E-Voting at AGM	31	436	98.4199	2	7	1.5801		
Total	338	4,47,90,685	99.9991	14	402	0.0009		

Result: The Ordinary Resolution has been passed with requisite consent.



Item No. 2:

To declare a final dividend of ₹ 3/- per Equity Share of the face value of ₹ 5/- each for the financial year ended March 31, 2023.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	311	4,48,07,486	99.9998	8	71	0.0002	Nil	
E-Voting at AGM	31	436	98.4199	2	7	1.5801		
Total	342	4,48,07,922	99.9998	10	78	0.0002		

Result: The Ordinary Resolution has been passed with requisite consent.



Item No. 3:

To appoint a director in place of Mr. Devajyoti Nirmal Bhattacharya (DIN: 00868751) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	285	4,34,67,193	97.0088	34	13,40,272	2.9912	Nil	
E-Voting at AGM	31	436	98.4199	2	7	1.5801		
Total	316	4,34,67,629	97.0088	36	13,40,279	2.9912		

Result: The Ordinary Resolution has been passed with requisite consent.



Item No. 4:

To ratify remuneration to be paid to M/s SKG & Co., Cost Accountants, Cost Auditors of the Company.

Type of Resolution: Ordinary Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	297	4,48,05,930	99.9966	22	1,535	0.0034	Nil	
E-Voting at AGM	31	436	98.4199	2	7	1.5801		
Total	328	4,48,06,366	99.9966	24	1,542	0.0034		

Result: The Ordinary Resolution has been passed with requisite consent.



Item No. 5:

To re-appoint Mrs. Neera Malhotra (DIN: 00118387) as an Independent Director of the Company.

Type of Resolution: Special Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	282	4,34,74,199	97.0245	37	13,33,266	2.9755	Nil	
E-Voting at AGM	31	436	98.4199	2	7	1.5801		
Total	313	4,34,74,635	97.0245	39	13,33,273	2.9755		

Result: The Special Resolution has been passed with requisite consent.



Item No. 6:

To appoint Mr. Jaivir Singh (DIN: 01362930) as an Independent Director of the Company.

Type of Resolution: Special Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	300	4,38,69,107	97.9058	18	9,38,350	2.0942	Nil	
E-Voting at AGM	31	436	98.4199	2	7	1.5801		
Total	331	4,38,69,543	97.9058	20	9,38,357	2.0942		

Result: The Special Resolution has been passed with requisite consent.



Item No. 7:

To approve payment of remuneration, in case of inadequacy of profits, to Ms. Kalli Purie Bhandal (DIN: 00105318), Vice Chairperson & Managing Director of the Company.

Type of Resolution: Special Resolution

Particulars of Business	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total votes cast	Number of members who voted	Number of shares for which votes cast
Remote e-voting	274	4,34,61,588	96.9963	44	13,45,869	3.0037%	Nil	
E-Voting at AGM	31	436	98.4199	2	7	1.5801%		
Total	305	4,34,62,024	96.9963	46	13,45,876	3.0037%		

Result: The Special Resolution has been passed with requisite consent.

