



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



Date: August 14, 2023

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| Corporate Relations Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Scrip Code - 532515 | Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra - Kurla Complex, Bandra (E), Mumbai - 400 051 Scrip Code - TVTODAY |
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Dear Sir / Madam,

Sub: Disclosure under Regulation 30A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to Regulation 30A of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 ("**SEBI Circular**"), we wish to inform about (i) Share Subscription and Purchase agreement ("**SSPA**") and (ii) Shareholders' Agreement ("**SHA**") in relation to Living Media India Limited ("**LMIL**") entered on May 18, 2012 between LMIL (as Company) and the Promoters with IGH Holdings Private Limited (as Investor).

The details as prescribed under aforesaid SEBI Circular are attached herewith as Annexure-1.

This is for your information and records.

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: As above





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Annexure-1

Disclosure of details of Subsisting Agreements under Regulation 30A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

| S. No. | Particulars | Details | | | | |
|---|---|---|-------------------------------------|---------------------------------|---|--|
| 1 | If the listed entity is a party to the agreement - a) details of the counterparties (including name and relationship with the listed entity). | Not applicable as T.V. Today Network Limited (“ TVT ” or “ Listed Entity ”) is not a party to the Share Subscription and Purchase agreement (“ SSPA ”) and the Shareholders’ Agreement (“ SHA ” together with the SSPA, referred to as the “ Agreement(s) ”). | | | | |
| 2 | If listed entity is not a party to the agreement - a) Name of the party entering into such an agreement and the relationship with the listed entity; | The following persons/entities belonging to Promoter and Promoter Group have entered into the Agreement(s):- (i) Living Media India Limited (“ LMIL ” or “ Holding Company of TVTN ”) (ii) Mr. Aroon Purie (iii) Mrs. Rekha Purie (iv) Mr. Ankoor Purie (v) Aroon Purie & Sons (HUF)# (vi) All India Investment Corporation Private Limited* (vii) World Media Private Limited (“ WMPL ”) # Ceased since partitioned w.e.f 01/04/2013. * Amalgamated into WMPL pursuant to order of Hon’ble High Court of Delhi dated 05.10.2015. | | | | |
| | b) Details of the counterparties to the agreement (including name and relationship with the listed entity); | <table border="1"> <thead> <tr> <th>Name of Counter -Party to Agreement</th> <th>Relationship with Listed Entity</th> </tr> </thead> <tbody> <tr> <td>IGH Holdings Private Limited (“IGH”)</td> <td>IGH is an Investor in LMIL (LMIL is a Holding Company of TVTN and therefore IGH is indirectly interested due to IGH’s shareholding in LMIL).</td> </tr> </tbody> </table> | Name of Counter -Party to Agreement | Relationship with Listed Entity | IGH Holdings Private Limited (“ IGH ”) | IGH is an Investor in LMIL (LMIL is a Holding Company of TVTN and therefore IGH is indirectly interested due to IGH’s shareholding in LMIL). |
| Name of Counter -Party to Agreement | Relationship with Listed Entity | | | | | |
| IGH Holdings Private Limited (“ IGH ”) | IGH is an Investor in LMIL (LMIL is a Holding Company of TVTN and therefore IGH is indirectly interested due to IGH’s shareholding in LMIL). | | | | | |



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| | c) Date of entering into the agreement(s). | May 18, 2012 |
| 3 | Purpose of entering into the agreement(s). | Investment by IGH in LMIL. |
| 4 | Shareholding, if any, in the entity with whom the agreement is executed. | TVTN does not hold any shares in LMIL and IGH. |
| 5 | Significant terms of the agreement (in brief). | <p>i) LMIL, in consideration for the subscription and purchase of the shares by IGH in LMIL, had granted IGH certain rights in relation to its operations and management and that of its Group entities.</p> <p>ii) IGH has representation rights on the Board of LMIL. Further, in terms of the SHA, unless otherwise agreed by LMIL, its Promoters and the IGH in writing, the Board of LMIL needs to ensure that IGH has representation at the Board of directors of each of the subsidiaries of LMIL.</p> <p>iii) As per terms of the SHA, certain matters in relation to the Group entities shall be reviewed/approved by the Board of LMIL and IGH Representative.</p> |
| 6 | Extent and the nature of impact on management or control of the listed entity. | As explained in Point No. 5. |
| 7 | Details and quantification of the restriction or liability imposed upon the listed entity. | As explained in Point No. 5. |
| 8 | Whether, the said parties are related to promoter/promoter group/group companies in any manner. If yes, nature of relationship. | <p>Yes, The parties who have entered into the Agreement(s) fall in the category of Promoter/Promoter Group.</p> <p>To clarify, LMIL is a promoter in the Listed Entity and IGH is a shareholder/investor in LMIL.</p> |



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| 9 | Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”. | No, since TVTN is not a party to the agreement. |
| 10 | In case of issuance of shares to the parties, details of issue price, class of shares issued. | TVTN has not issued any shares to IGH. |
| 11 | Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc. | Mr. Devajyoti N. Bhattacharya represents IGH on the board of directors of TVTN. |
| 12 | <p>In case of rescission, amendment or alteration, listed entity shall disclose additional details to the stock exchange(s):</p> <p>i. name of parties to the agreement; ii. nature of the agreement; iii. date of execution of the agreement; iv. details and reasons for amendment or alteration and impact thereof (including impact on management or control and on the restriction or liability quantified earlier); v. reasons for rescission and impact thereof (including impact on management or control and on the restriction or liability quantified earlier).</p> | <p>Not Applicable</p>  |

