



October 3, 2024

<b>National Stock Exchange of India Limited</b> Exchange Plaza, Plot No. C/1, G-Block Bandra-Kurla Complex, Bandra (E) Mumbai – 400 051  Trading Symbol: <b>TV18BRDCST</b>	<b>BSE Limited</b> P J Towers, Dalal Street, Mumbai – 400 001  SCRIP CODE: <b>532800</b>
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**Sub: Disclosure of Voting Results - Postal Ballot Notice dated August 30, 2024**

Dear Sirs,

The Company had sought approval of the members of the Company for Re-appointment of Ms. Renuka Ramnath (DIN:00147182) as an Independent Director of the Company for another term of 5 years;

The above resolution has been passed with more than requisite majority on October 2, 2024 (the last date of e-voting).

The voting results in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, alongwith the Scrutinizer's Report on remote e-voting, in respect of above resolution are attached.

This is for your information and records.

Thanking you,

Yours faithfully,  
For **TV18 Broadcast Limited**

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**Vaibhav Mrinal Kher**  
**Compliance Officer**

Encl.: as above

**TV18 BROADCAST LIMITED**  
**Voting Results (Postal Ballot by way of remote e-voting)**

Date of the AGM / EGM:	Not Applicable (Resolution passed through Postal Ballot on October 02, 2024)
Total number of shareholders on record date (i.e., August 30, 2024 - cut-off date for voting purpose):	5 00 625
No. of shareholders present in the meeting either in person or through proxy:  Promoters and Promoter Group:  Public:	Not Applicable (Resolution passed through Postal Ballot)
No. of Shareholders attended the meeting through Video Conferencing:  Promoters and Promoter Group:  Public:	Not Applicable (Resolution passed through Postal Ballot)

**Agenda-wise disclosure**

The Mode of voting for the resolution was remote e-voting.

Re-appointment of Ms. Renuka Ramnath (DIN:00147182) as an Independent Director of the Company for another term of five years (Special Resolution)

Whether promoter/ promoter group are interested in the agenda/resolution? :				No				
Category	Mode of Voting	No. of shares held	No. of votes polled, \$	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – 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	103 55 20 105	103 55 20 105	100.0000	103 55 20 105	0	100.0000	0.0000
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>103 55 20 105</b>	<b>103 55 20 105</b>	<b>100.0000</b>	<b>103 55 20 105</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	13 03 58 522	12 43 24 236	95.3710	9 66 86 167	2 76 38 069	77.7694	22.2306
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>13 03 58 522</b>	<b>12 43 24 236</b>	<b>95.3710</b>	<b>9 66 86 167</b>	<b>2 76 38 069</b>	<b>77.7694</b>	<b>22.2306</b>
Public- Non Institutions #	E-Voting	54 84 81 533	45 33 330	0.8265	35 44 322	9 89 008	78.1836	21.8164
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>54 84 81 533</b>	<b>45 33 330</b>	<b>0.8265</b>	<b>35 44 322</b>	<b>9 89 008</b>	<b>78.1836</b>	<b>21.8164</b>
<b>Total</b>		<b>171 43 60 160</b>	<b>116 43 77 671</b>	<b>67.9191</b>	<b>113 57 50 594</b>	<b>2 86 27 077</b>	<b>97.5414</b>	<b>2.4586</b>

Whether resolution is passed or not? (YES/NO):	YES
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**Notes:**

(1) # Includes shares held in the Unclaimed Suspense Account on which voting rights are frozen pursuant to Regulation 39(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule VI thereto.

(2) \$ Represents valid votes polled

**Note: All the aforesaid resolutions have been passed with requisite majority.**

**Scrutinizer's Report**

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended]

To,  
The Chairman  
TV 18 Broadcast Limited  
First Floor Empire Complex  
414 Senapati Bapat Marg, Lower Parel  
Mumbai - 400013

**Scrutinizer's Report on the voting by means of remote e-voting process on the resolution set out in the Postal Ballot Notice dated August 30, 2024**

Dear Sir,

I, B Narasimhan, Company Secretary in practice and Partner, BN & Associates, Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of TV18 Broadcast Limited ("**the Company**") for the purpose of scrutinizing the voting by means of Postal Ballot, only by remote e-voting process ("**e-voting**") in a fair and transparent manner on the resolution contained in the postal ballot notice dated August 30, 2024 ("**Notice**") sent in accordance with General Circular Nos. 14/2020 dated April 8, 2020 and 17 /2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("**MCA**"), Government of India (hereinafter referred to as "**MCA Circulars**").

1. In compliance with the MCA Circulars, the Notice was sent only through electronic mode to members whose email address is registered with the Company/ Registrar & Transfer Agent of the Company, viz. KFin Technologies Limited ("**KFinTech**") / National Securities Depository Limited ("**NSDL**") / Central Depository (India) Services Limited ("**CDSL**") / Depository Participants as on Friday, August 30, 2024 ("**Cut-Off Date**").

The Notice was also placed on the website of the Company at: <https://www.nw18.com> and on the website of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively; and on the website of KFinTech at <https://evoting.kfintech.com>, being the agency appointed by the Company to



provide to its members facility to exercise their right to vote on the resolution contained in the Notice.

In compliance with the MCA Circulars, a newspaper advertisement was published on September 3, 2024 in 'Financial Express' (English language newspaper) and in 'Navshakti' (Marathi language newspaper) specifying the details of dispatch of Notice and instructions for e-voting.

2. The said appointment as Scrutinizer is under the provisions of Section 110 of the Companies Act, 2013 ("**the Act**") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"). As the Scrutinizer, I have to scrutinize the process of e-voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

#### Management's Responsibility

3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("**LODR**") relating to e-voting on the resolution contained in the Notice. The management of the Company is responsible for ensuring a secure framework and robustness of the electronic voting systems.

#### Scrutinizer's Responsibility

4. My responsibility as a Scrutinizer for e-voting process is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution contained in the Notice, based on the reports generated from the e-voting system provided by KFinTech, (being an agency authorized under the Act and the Rules made thereunder engaged by the Company to provide e-voting facility) and attendant papers/ documents furnished to me electronically by the Company and/ or KFinTech for my verification.

#### Cut-Off date

5. Subject to the provisions of the Articles of Association of the Company, the Members of the Company as on the Cut-Off Date, as set out in the Notice, i.e., Friday, August 30, 2024 were entitled to vote on the resolution (item no. 1 as set out in the Notice) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.
6. E-voting process



- i. The e-voting period remained open from Tuesday, September 3, 2024 (9:00 a.m. IST) to Wednesday, October 2, 2024 (5:00 p.m. IST).
- ii. X The votes cast during the e-voting period were unblocked on Wednesday, October 2, 2024 after the conclusion of e-voting period for postal ballot and was witnessed by two witnesses, Mr. Kartik Madrecha and Mr. Rishi Jain, who are not in the employment of the Company and / or KFinTech. They have signed below in confirmation of the same.



Mr. Kartik Madrecha



Mr. Rishi Jain

- iii. Thereafter, the details containing, inter alia, the list of members who voted "in favour" or "against" on the resolution that was put to vote, were generated from the remote e-voting website of KFinTech i.e. <https://evoting.kfintech.com>. Based on the report generated by KFinTech and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

7. I submit herewith the Scrutinizer's Report on the results of the e-voting for postal ballot, based on the reports generated by KFinTech, scrutinized on test check basis and relied upon by me as under:-

Item No. of the Notice	Votes in favor of the Resolution		Votes against the Resolution		Invalid votes (due to lack of proper authorization ) Nos.
	Number of Valid Votes	As a % of total number of valid votes (in Favour and Against)	Number of Valid Votes	As a % of total number of valid votes (in Favour and Against)	
(i)	(ii)	(iii=ii/(ii+v)*100)	(iv)	(v=iv/(ii+iv)*100)	(vi)
Item No. 1 – Re-appointment of Ms. Renuka Ramnath (DIN: 00147182) as an Independent Director of the Company for	113,57,50,594	97.5414	2,86,27,077	2.4586	NIL



another term of Five Years (As a Special Resolution)					
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Based on the aforesaid results, I report that the resolution as set out in item no. 1 of the Notice has been passed with requisite majority.

8. The electronic data and all other relevant records relating to e-voting will be handed over to Mr. Vaibhav Mrinal Kher, Compliance Officer of the Company, for safe keeping as provided in the Act read with the relevant Rules.

Thanking You  
Yours faithfully,

For BN & Associates  
COMPANY SECRETARIES

Narasimhan  
Balasubram  
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Digitally signed by  
Narasimhan  
Balasubramaniam  
Date: 2024.10.03  
12:02:15 +05'30'



B Narasimhan  
(Proprietor)  
FCS 1303 COP No. : 10440

Place: Mumbai  
Date: October 3, 2024  
UDIN F001303F001400569

Counter signed by:

RAMESH  
KUMAR  
DAMANI

Digitally signed by  
RAMESH KUMAR  
DAMANI  
Date: 2024.10.03  
15:04:30 +05'30'

Signature

Ramesh Kumar Damani  
Group Chief Financial Officer

Date: October 3, 2024  
Place: Mumbai