



**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



February 25, 2025

<b>Corporate Relations Department</b> <b>BSE Limited</b> <b>Phiroze Jeejeebhoy 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>

Dear Sir / Madam,

**Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)**

Further to our intimation dated February 11, 2025 and pursuant to Regulation 30 of the SEBI Listing Regulations, this is to inform that as authorised by the Board of Directors, the Special Committee of Directors at their meeting held today i.e., February 25, 2025, has *inter-alia*, considered and approved proposals for:

(a) Entering into Memorandum of Understanding (MOU) with M/s Creative Channel Advertising and Marketing Pvt. Ltd. (“**Creative Channel**”) in relation to proposed sale of FM Radio Broadcasting Operations of the Company (comprising of three FM radio stations in Mumbai, Delhi and Kolkata under the frequency 104.8 FM) [Radio Business] as a going concern, either directly or through any wholly owned subsidiary of the Company (i.e., Vibgyor Broadcasting Pvt. Ltd. or any other wholly owned subsidiary), subject to fulfilment of contractual obligations (which may be agreed between the parties) and receipt of all necessary regulatory approvals including permissions from the Ministry of Information and Broadcasting, Government of India (MIB) and fulfilment of other compliances as may be required.

The relevant details as prescribed under SEBI Listing Regulations read with SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed as **Annexure A**.

(b) Entering into Advertising Sales Agreement with Creative Channel to authorise them to market and sell the airtime of the three Radio Stations in Mumbai, Delhi and Kolkata.

The relevant details as prescribed under SEBI Listing Regulations read with SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed as **Annexure B**.

The meeting of the Special Committee of Directors commenced at 3.30 P.M. and concluded at 4:26 P.M.





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We request you to 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**

**Email ID: [investors@aajtak.com](mailto:investors@aajtak.com)**





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**Details under amended Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.**

**Annexure A**

S. No.	Particulars	Details
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year.	Turnover of Radio Business in FY 2023-24 was Rs. 16.18 Crores. This was 1.70% of total turnover of T.V. Today Network Limited for the said year.  Considering that Radio Business is in losses, its net worth contribution is Nil.
2.	Date on which the agreement for sale has been entered into.	To be executed.
3.	The expected date of completion of Sale / disposal.	Expected to be completed on or before 31 <sup>st</sup> January 2026.
4.	Consideration received/receivable from such sale/disposal.	Rs. 20 Crore plus applicable taxes (i.e.: Rs. 10 Crore plus applicable taxes at the time of execution of MOU and remaining Rs. 10 Crore plus applicable taxes shall be paid on the closing date subject to all regulatory approvals).
5.	Brief details of buyers and whether any of the buyers belong to the promoter/promoter group/group companies. If yes, details thereof.	Creative Channel Advertising and Marketing Pvt. Ltd. (Creative Channel) is engaged in the business of television broadcast, advertising and programming activities.  Date of Incorporation: 26/04/1991 Authorised Capital: Rs. 5,60,00,000 Paid up Capital: Rs. 5,23,52,000  Creative Channel does not belong to Promoter/Promoter Group/ Group Companies.





S. No.	Particulars	Details
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”.	<p>In case the sale of Radio Business takes place directly by the Company, the same would not fall within related party transaction.</p> <p>However, in case the sale of Radio Business takes place through the wholly owned subsidiary (“WOS”), then the transfer of Radio Business to the wholly owned subsidiary would be a related party transaction. The sale would be undertaken on arm’s length basis.</p>
7.	Whether the sale, lease or disposal of the undertaking is outside scheme of arrangement? If yes, details of the same including compliance with Regulation 37A of LODR Regulations.	Not Applicable
8	Rationale for Sale	<p>Given the state of industry, its dynamics and evolution of FM Radio Broadcasting business, the Board of Directors at its meeting held on January 9, 2025, <i>inter-alia</i>, decided to close the Radio business.</p> <p>Thereafter, the Company was approached by some potential buyers for the said Radio Business and accordingly, the Board of Directors at their meeting held on February 11, 2025, <i>inter-alia</i>, had approved:</p> <p>Sale of said Radio Business to any potential buyer either directly or through any subsidiary of the Company (to which the said Radio Business may be transferred either directly through share exchange by way of Compromise or Arrangement or re-organisation by any other method as permitted under the applicable laws) and subsequently transferred to the potential buyer, subject to statutory and regulatory approvals.</p>
9.	In case of cash consideration – amount or otherwise share exchange ratio;	Please refer to disclosure made under S. No. 4 above.





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S. No.	Particulars	Details
10.	Brief details of the change in shareholding pattern (if any) of listed entity.	No change in shareholding pattern of the Company.





**Details under amended Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.**

**Annexure B**

S. No.	Particulars	Details
1.	Name of the entity(ies) with whom agreement/ <del>is</del> is signed	M/s Creative Channel Advertising and Marketing Pvt. Ltd.
2.	Area of agreement/ <del>is</del> ;	Creative Channel agrees to sell advertising airtime on the Company's Radio Stations as per the agreed terms. Creative Channel would sell Company's Airtime to various third-parties (including governmental authorities and body corporates) in the open market.
3.	Domestic or International	Domestic
4.	Share exchange ratio / <del>is</del> ratio	Not Applicable
5.	Scope of business operation of agreement / <del>is</del>	Creative Channel shall act solely as a sales agent for the Company. Creative Channel role shall be limited to generating sales revenue and securing advertising for the FM Business.
6.	Details of consideration paid / received in agreement / <del>is</del>	Professional Fee payable to Creative Channel on the terms agreed between the Company and Creative Channel.
7.	Significant terms and conditions of agreement / <del>is</del> in brief	Refer para (5) and (6)
8.	Whether the acquisition would fall within related party transactions and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length".	Not Applicable





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S. No.	Particulars	Details
9.	Size of the entity(ies)	Not Applicable
10.	Rationale and benefit expected	Creative Channel Advertising and Marketing Pvt. Ltd. is engaged in the business of television broadcast, advertising and programming activities and has expertise in marketing and selling advertisement to third parties. The Company will utilize the sales support of the Creative Channel to facilitate the sale of the Airtime to third parties who wish to advertise.

