

July 21, 2023

The Secretary, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001	The Asst. Vice-President, The National Stock Exchange of India Limited “Exchange Plaza” Bandra Kurla Complex, Bandra (East), Mumbai-400 051
Scrip Code: 532529	Scrip Symbol: NDTV

Sub: E-Voting Results and Scrutinizer’s Report for the 35th Annual General Meeting of New Delhi Television Limited (“the Company”)

Dear Sir/ Ma’am,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements), 2015, the details of the e-voting results of the 35th Annual General Meeting of the Company held on July 20, 2023, is enclosed herewith as *Annexure A*.

Further, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Scrutinizer's Report dated July 21, 2023, issued by Mr. Vishhal Arorah, Practicing Company Secretary is enclosed herewith as *Annexure B*.

The e-voting results along with the Scrutinizer’s Report are also available on the Company's website www.ndtv.com and on the website of National Securities Depository Limited i.e. www.evoting.nsdl.com.

You are requested to take the same on record.

Thanking you,

Yours sincerely,

For New Delhi Television Limited

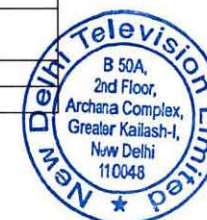
Parinita Bhutani Duggal
Company Secretary and Compliance Officer

Encl: As above

Details of Voting Results - 35th Annual General Meeting held on July 20, 2023

	NEW DELHI TELEVISION LIMITED
Date of the AGM/EGM	July 20, 2023
Total number of shareholders as on record date	107825 (as on cut-off date i.e. July 7, 2023)
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable as the meeting was held through Video Conferencing
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	2 153

Resolution No.		I									
Resolution required: (Ordinary/Special)		ORDINARY – To consider and adopt: a) the audited financial statements of the Company for the financial year ended March 31, 2023, and the reports of the Board of Directors and Auditors thereon; and b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2023, and the report of the Auditors thereon.									
Whether promoter/ promoter group are interested in the agenda / resolution?		No									
S.No.	Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
A.	Promoter and Promoter Group	E-Voting	4,49,45,960	2,29,05,665	50.9627	2,29,05,665	0	100.0000	0.0000	0	0
		Poll		0	0.0000	0	0	0.0000	0.0000	0	0
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
		Total		4,49,45,960	2,29,05,665	100.0000	2,29,05,665	0	100.0000	0.0000	0
B.	Public- Institutions	E-Voting	41,116	38,164	92.8203	38,164	0	100.0000	0.0000	0	0
		Poll		0	0.0000	0	0	0.0000	0.0000	0	0
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
		Total		41,116	38,164	92.8203	38,164	0	100.0000	0.0000	0
C.	Public- Non-Institutions	E-Voting	1,94,84,191	86,057	0.4417	85,865	192	99.7769	0.2231	0	0
		Poll		0	0.0000	0	0	0.0000	0.0000	0	0
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
		Total		1,94,84,191	86,057	0.4417	85,865	192	99.7769	0.2231	0
Total (A+B+C)			6,44,71,267	2,30,29,886	35.7212	2,30,29,694	690	99.9992	0.0008	0	0



Resolution No.		2									
Resolution required: (Ordinary/Special)		ORDINARY – To re-appoint Mr. Sanjay Pugalia (DIN: 08360398) as a Whole-time Director, who retires by rotation at this meeting, and being eligible, seeks re-appointment.									
Whether promoter/ promoter group are interested in the agenda / resolution?		No									
S.No.	Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100	Votes Invalid	Votes Abstained
A.	Promoter and Promoter Group	E-Voting	4,49,45,960	2,29,05,665	50.9627	2,29,05,665	0	100.0000	0.0000	0	0
		Poll		0	0.0000	0	0	0.0000	0.0000	0	0
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
		Total		4,49,45,960	2,29,05,665	50.9627	2,29,05,665	0	100.0000	0.0000	0
B.	Public- Institutions	E-Voting	41,116	38,164	92.8203	5,886	32,278	15.4229	84.5771	0	0
		Poll		0	0.0000	0	0	0.0000	0.0000	0	0
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
		Total		41,116	38,164	92.8203	5,886	32,278	15.4229	84.5771	0
C.	Public- Non-Institutions	E-Voting	1,94,84,191	86,052	0.4417	85,811	241	99.7199	0.2801	0	0
		Poll		0	0.0000	0	0	0.0000	0.0000	0	0
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
		Total		1,94,84,191	86,052	0.4417	85,811	241	99.7199	0.2801	0
Total (A+B+C)			6,44,71,267	2,30,29,881	35.7212	2,29,97,362	32,519	99.8588	0.1412	0	0



Resolution No.	3										
Resolution required: (Ordinary/ Special)	ORDINARY – To ratify the remuneration of Cost Auditors for the financial year 2023-24										
Whether promoter/ promoter group are interested in the agenda / resolution?	No										
S.No.	Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100	Votes Invalid	Votes Abstained
A.	Promoter and Promoter Group	E-Voting	4,49,45,960	2,29,05,665	50.9627	2,29,05,665	0	100.0000	0.0000	0	0
		Poll		0	0.0000	0	0	0.0000	0.0000	0	0
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
		Total		4,49,45,960	2,29,05,665	50.9627	2,29,05,665	0	100.0000	0.0000	0
B.	Public- Institutions	E-Voting	41,116	38,164	92.8203	38,164	0	100.0000	0.0000	0	0
		Poll		0	0.0000	0	0	0.0000	0.0000	0	0
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
		Total		41,116	38,164	92.8203	38,164	0	100.0000	0.0000	0
C.	Public- Non-Institutions	E-Voting	1,94,84,191	86,002	0.4414	85,708	294	99.6581	0.3419	0	0
		Poll		0	0.0000	0	0	0.0000	0.0000	0	0
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
		Total		1,94,84,191	86,002	0.4414	85,708	294	99.6581	0.3419	0
Total (A+B+C)			6,44,71,267	2,30,29,831	35.7211	2,30,29,537	294	99.9987	0.0013	0	0



Resolution No.		4									
Resolution required: (Ordinary/ Special)		SPECIAL – Appointment of Mr. Dinesh Kumar Mittal (DIN: 00040000) as an Independent Director of the Company									
Whether promoter/ promoter group are interested in the agenda / resolution?		No									
S.No.	Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100	Votes Invalid	Votes Abstained
A.	Promoter and Promoter Group	E-Voting	4,49,45,960	2,29,05,665	50.9627	2,29,05,665	0	100.0000	0.0000	0	0
		Poll		0	0.0000	0	0	0.0000	0.0000	0	0
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
		Total		4,49,45,960	2,29,05,665	50.9627	2,29,05,665	0	100.0000	0.0000	0
B.	Public- Institutions	E-Voting	41,116	38,164	92.8203	38,164	0	100.0000	0.0000	0	0
		Poll		0	0.0000	0	0	0.0000	0.0000	0	0
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
		Total		41,116	38,164	92.8203	38,164	0	100.0000	0.0000	0
C.	Public- Non-Institutions	E-Voting	1,94,84,191	86,002	0.4414	84,634	1,368	98.4093	1.5907	0	0
		Poll		0	0.0000	0	0	0.0000	0.0000	0	0
		Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
		Total		1,94,84,191	86,002	0.4414	84,634	1,368	99.4093	1.5907	0
Total (A+B+C)			6,44,71,267	2,30,29,831	35.7211	2,30,28,463	1,368	99.9941	0.0059	0	0



VISHAL ARORA & ASSOCIATES

COMPANY SECRETARIES

CONSOLIDATED REPORT OF SCRUTINIZER FOR VOTING THROUGH REMOTE E-VOTING AND E-VOTING

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairperson
New Delhi Television Limited
CIN: L92111DL1988PLC033099
B-50 A, 2nd Floor, Archana Complex,
Greater Kailash-I, New Delhi - 110048

Dear Sir,

Re: Consolidated Scrutinizer Report on resolutions passed through remote e-voting and e-voting at the 35th Annual General Meeting of New Delhi Television Limited (“the Company”)

The Board of Directors of the Company, by Resolution passed on May 1, 2023, has appointed us as a Scrutinizer of New Delhi Television Limited (“the Company”) for the purpose of scrutinizing the voting process i.e. remote e-voting and e-voting at the 35th Annual General Meeting (“AGM”), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and General Circular No. 14/2020, 17/2020, 20/2020, 22/2020, 33/2020, 39/2020, 02/2021, 10/2021, 20/2021, 3/2022, 11/2022 dated April 8th 2020, April 13th, 2020, May 5th, 2020, June 15th, 2020, September 28th, 2020, December 31st, 2020, January 13th, 2021, June 23rd 2021, December 8th 2021, May 5th, 2022 and December 28, 2022 (collectively referred to as the “MCA Circulars”) in respect of the resolutions as mentioned in the notice dated June 27, 2023 for AGM of the Company held on Thursday, July 20, 2023 at 2:00 P.M. through Video Conference / Other Audio Visual Means (“VC/OAVM”).

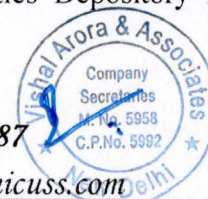
We submit our report as under:

1. The Notice of Annual General Meeting dated June 27, 2023, along with the statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts and disclosures as required to be stated under Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, was sent electronically by email to the members whose names appear in the register of members/ list of beneficial owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on the cut-off date i.e. June 16, 2023.
2. For the members who had not registered their e-mail address in the records of Company/Depositories, the Notice of the Annual General Meeting was made available on the Company's website www.ndtv.com, on the Stock Exchange websites (www.bseindia.com and www.nseindia.com) and on the e-voting website of National Securities Depository Limited (NSDL) at (www.evoting.nsdl.com).

B-10, 2nd floor, Sector-1, Noida-201301 India

Telefax: +91 11 4987 2987, Tel: +91 11 4987 2987

e-mail: info@legumamicuss.com; Website: www.legumamicuss.com



3. The Company has issued a public notice by way of newspaper advertisement on June 29, 2023, in "Financial Express" (all editions) in English and "Jansatta" in Hindi regarding dispatch of Notice of Annual General Meeting along with Remote E-voting information pursuant to the provisions of Rule 22(3) of the Companies (Management and Administration) Rules, 2014.
4. The Company has offered e-voting facility through National Securities Depository Limited (NSDL) and the facility of remote e-voting commenced on Monday, July 17, 2023, at 9:30 A.M. (IST) and ended on Wednesday, July 19, 2023, at 5:00 P.M. (IST).
5. Equity shareholders of the Company holding shares as on July 7, 2023 ("cut-off date") were entitled to vote on the resolutions as set out in the Notice.
6. Details of equity shareholders who have casted votes through remote e-voting were downloaded from the e-voting website of National Securities Depository Limited (NSDL) at (www.evoting.nsdl.com).
7. After the conclusion of AGM, the shareholders who attended the meeting were given fifteen minutes for casting their votes through e-voting process at the AGM, using the NSDL e-voting website i.e. www.evoting.nsdl.com.
8. Votes casted through remote e-voting and e-voting at the AGM were unblocked on July 20, 2023, at 3:32 P.M. in the presence of two witnesses, Ms. Ayushi Kesarwani and Ms. Rishu Bansal, who were not in the employment of the Company and who have signed below as witness to the unblocking of the votes.
9. The Consolidated Results of remote e-voting and e-voting held at the AGM pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 in respect to the proposed resolutions as set out in the Notice dated June 27, 2023, are as under:

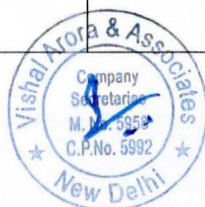
Resolution-1: Ordinary Resolution

To consider and adopt:

- a) the audited financial statements of the Company for the financial year ended March 31, 2023, and the reports of the Board of Directors and Auditors thereon; and
- b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2023, and the report of the Auditors thereon.

Valid Votes

Particulars	Number of members casted votes	Number of votes casted	(%)
Assent	308	23029694	99.99
Dissent	26	192	0.01
Total	334	23029886	100.00



Invalid/Abstained votes

Invalid/Abstained	Total number of members whose votes were declared invalid/ abstained	Total number of votes
Invalid	0	0
Abstained	0	0
Total	0	0

Based on the above, I report that the Resolution has been passed with requisite majority.

Resolution-2: Ordinary Resolution

To re-appoint Mr. Sanjay Pugalia (DIN: 08360398) as a Whole-time Director, who retires by rotation at this meeting, and being eligible, seeks re-appointment.

Valid Votes

Particulars	Number of members casted votes	Number of votes casted	(%)
Assent	301	22997362	99.86
Dissent	32	32519	0.14
Total	333	23029537	100.00

Invalid/Abstained votes

Invalid/Abstained	Total number of members whose votes were declared invalid/ abstained	Total number of votes
Invalid	0	0
Abstained	0	0
Total	0	0

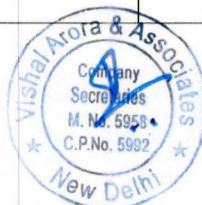
Based on the above, I report that the Resolution has been passed with requisite majority.

Resolution-3: Ordinary Resolution

To ratify the remuneration of Cost Auditors for the financial year 2023-24

Valid Votes

Particulars	Number of members casted votes	Number of votes casted	(%)
Assent	303	23029537	99.99
Dissent	29	294	0.01
Total	332	23029831	100.00



Invalid/Abstained votes

Invalid/Abstained	Total number of members whose votes were declared invalid/ abstained	Total number of votes
Invalid	0	0
Abstained	0	0
Total	0	0

Based on the above, I report that the Resolution has been passed with requisite majority.

Resolution-4: Special Resolution

Appointment of Mr. Dinesh Kumar Mittal (DIN: 00040000) as an Independent Director of the Company.

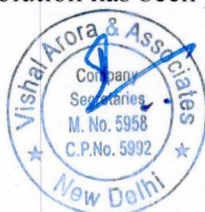
Valid Votes

Particulars	Number of members casted votes	Number of votes casted	(%)
Assent	301	23028463	99.99
Dissent	31	1368	0.01
Total	332	23029831	100.00

Invalid/Abstained votes

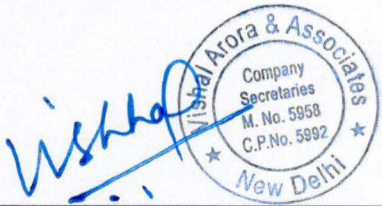
Invalid/Abstained	Total number of members whose votes were declared invalid/ abstained	Total number of votes
Invalid	0	0
Abstained	0	0
Total	0	0

Based on the above, I report that the Resolution has been passed with requisite majority.



10. Registers, Evidence of Voting and all other relevant records relating to remote e-voting and e-voting at the AGM shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes of AGM, and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.

Thanking you



Vishal Arorah

**Vishal Arora & Associates
Company Secretaries**

M. No.: F5958, CP No. 5992

UDIN: L92111DL1988PLC033099

Noida, July 21, 2023

**Countersigned by
For New Delhi Television Limited**

Parinita Bhutani Duggal

Company Secretary and Compliance Officer

M. No.: 41270

We, the undersigned witnesseth that the votes casted through remote e-voting and e-voting at the AGM, were unblocked from the e-voting website of National Securities Depository Limited (NSDL) in our presence at 3:32 P.M. on July 20, 2023.

A handwritten signature in blue ink, appearing to read "Ayushi".

Ayushi Kesarwani

B-10, 2nd Floor, Sector-1, Noida-201301

Noida, July 21, 2023

A handwritten signature in blue ink, appearing to read "Rishu Bansal".

Rishu Bansal

B-10, 2nd Floor, Sector-1, Noida-201301

Noida, July 21, 2023