

September 24, 2020

**BSE Limited**  
**Corporate Services Department**  
**Phiroze Jeejeebhoy Towers**  
**Dalal Street, Mumbai-400 001**

**Scrip Code: 532529**

**The National Stock Exchange of India Limited**  
**Corporate Communications Department**  
**“Exchange Plaza”**  
**Bandra Kurla Complex, Bandra (East)**  
**Mumbai-400051**  
**Scrip Symbol: NDTV**

**Sub: Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015**  
**– Voting Results of the 32<sup>nd</sup> Annual General Meeting of New Delhi Television Limited (the**  
**Company)**

Dear Sirs,

Pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of the voting results of the 32<sup>nd</sup> Annual General Meeting (AGM) of the Company held on September 23, 2020 in the prescribed format. All ten (10) resolutions as set out in the notice convening AGM were approved by the members of the Company with requisite majority.

We also enclose herewith a copy of the Consolidated Scrutinizer’s Report issued by Mr. Hemant Kumar Singh, Practicing Company Secretary, who was appointed as the Scrutinizer for the purpose of scrutinizing remote e-voting conducted from September 19, 2020 to September 22, 2020, and the voting conducted through Instapoll at the time of the AGM.

You are requested to take the same on record.

Thanking you

Yours faithfully,

**For New Delhi Television Limited**

**RAJNEESH**  
**H GUPTA**  
**(Rajneesh Gupta)**  
**Chief Financial Officer**

Digitally signed by RAJNEESH GUPTA  
DN: c=IN, ou=Personal, postalCode=122002,  
st=Haryana  
2.5.4.20=f9e0b226979407b88505c1448d57  
60025c9f980d8e24a4101088228e14e08,  
serialNumber=70a0d70e677a7baad574dc  
327616f80202813a46df0e447949f2d87c,  
ou=IN, cn=RAJNEESH GUPTA  
Date: 2020.09.24 12:18:23 +05'30'

	NEW DELHI TELEVISION LIMITED
Date of the AGM/EGM	23-09-2020
Total number of shareholders on record date	49247
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	3
Public:	190

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt- a. the audited financial statements of the Company for the financial year ended March 31, 2020, the reports of the Board of Directors and Auditors thereon b. the audited consolidated financial statements of the Company for the financial year ended March 31, 2020 and the report of the Auditors thereon									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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
Promoter and Promoter Group	E-Voting	3,96,15,168	3,96,15,168	100.0000	3,96,15,168	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		3,96,15,168	100.0000	3,96,15,168	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	91,36,940	0	0.0000	0	0	0.0000	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		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,57,19,159	1,21,711	0.7743	1,21,201	510	99.5809	0.4190	0	3
	Poll		1,30,724	0.8316	1,30,683	41	99.9686	0.0313	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,52,435	1.6059	2,51,884	551	99.7817	0.2183	0	3
Total		6,44,71,267	3,98,67,603	61.8378	3,98,67,052	551	99.9986	0.0014	0	3

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mrs. Radhika Roy, who retires by rotation at this meeting and, being eligible, seeks reappointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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
Promoter and Promoter Group	E-Voting	3,96,15,168	3,96,15,168	100.0000	3,96,15,168	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		3,96,15,168	100.0000	3,96,15,168	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	91,36,940	0	0.0000	0	0	0.0000	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		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,57,19,159	1,21,711	0.7743	1,21,196	515	99.5768	0.4231	0	3
	Poll		1,30,724	0.8316	1,30,693	31	99.9762	0.0237	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,52,435	1.6059	2,51,889	546	99.7837	0.2163	0	3
Total	6,44,71,267	3,98,67,603	61.8378	3,98,67,057	546	99.9986	0.0014	0	3	

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Statutory Auditors of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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
Promoter and Promoter Group	E-Voting	3,96,15,168	3,96,15,168	100.0000	3,96,15,168	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		3,96,15,168	100.0000	3,96,15,168	0	100.0000	0.0000	0	0

Public- Institutions	E-Voting	91,36,940	0	0.0000	0	0	0.0000	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		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,57,19,159	1,21,711	0.7743	1,21,199	512	99.5793	0.4206	0	3
	Poll		1,30,724	0.8316	1,30,693	31	99.9762	0.0237	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,52,435	1.6059	2,51,892	543	99.7849	0.2151	0	3
	Total	6,44,71,267	3,98,67,603	61.8378	3,98,67,060	543	99.9986	0.0014	0	3

Resolution No.	4									
Resolution required: (Ordinary/ Special)	SPECIAL - To re-appoint Mr. Kaushik Dutta as an Independent Director.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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
Promoter and Promoter Group	E-Voting	3,96,15,168	3,96,15,168	100.0000	3,96,15,168	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		3,96,15,168	100.0000	3,96,15,168	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	91,36,940	0	0.0000	0	0	0.0000	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		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,57,19,159	1,21,816	0.7750	1,21,304	512	99.5796	0.4203	0	3
	Poll		1,30,724	0.8316	1,30,693	31	99.9762	0.0237	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,52,540	1.6066	2,51,997	543	99.7850	0.2150	0	3
	Total	6,44,71,267	3,98,67,708	61.8379	3,98,67,165	543	99.9986	0.0014	0	3

Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL - To re-appoint Mr. John Martin O' Loan as an independent director.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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
Promoter and Promoter Group	E-Voting	3,96,15,168	3,96,15,168	100.0000	3,96,15,168	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
	<b>Total</b>		<b>3,96,15,168</b>	<b>100.0000</b>	<b>3,96,15,168</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	91,36,940	0	0.0000	0	0	0.0000	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
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	1,57,19,159	1,21,816	0.7750	1,21,283	533	99.5624	0.4375	0	3
	Poll		1,30,724	0.8316	1,30,693	31	99.9762	0.0237	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,52,540</b>	<b>1.6066</b>	<b>2,51,976</b>	<b>564</b>	<b>99.7767</b>	<b>0.2233</b>	<b>0</b>	<b>3</b>
<b>Total</b>	<b>6,44,71,267</b>	<b>3,98,67,708</b>	<b>61.8379</b>	<b>3,98,67,144</b>	<b>564</b>	<b>99.9986</b>	<b>0.0014</b>	<b>0</b>	<b>3</b>	

Resolution No.	6									
Resolution required: (Ordinary/ Special)	SPECIAL - To re-appoint Dr. Prannoy Roy as Whole-time Director designated Executive Co-Chairperson.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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
Promoter and Promoter Group	E-Voting	3,96,15,168	3,96,15,168	100.0000	3,96,15,168	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
	<b>Total</b>		<b>3,96,15,168</b>	<b>100.0000</b>	<b>3,96,15,168</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	91,36,940	0	0.0000	0	0	0.0000	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
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>

Public- Non Institutions	E-Voting	1,57,19,159	1,21,711	0.7743	1,21,201	510	99.5809	0.4190	0	3
	Poll		1,30,724	0.8316	1,30,693	31	99.9762	0.0237	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Total			2,52,435	1.6059	2,51,894	541	99.7857	0.2143	0	3
Total		6,44,71,267	3,98,67,603	61.8378	3,98,67,062	541	99.9986	0.0014	0	3

Resolution No.	7									
Resolution required: (Ordinary/ Special)	SPECIAL - To re-appoint Mrs. Radhika Roy as Whole-time Director designated Executive Co-Chairperson.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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
Promoter and Promoter Group	E-Voting	3,96,15,168	3,96,15,168	100.0000	3,96,15,168	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			3,96,15,168	100.0000	3,96,15,168	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	91,36,940	0	0.0000	0	0	0.0000	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			0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,57,19,159	1,21,711	0.7743	1,21,201	510	99.5809	0.4190	0	3
	Poll		1,30,724	0.8316	1,30,693	31	99.9762	0.0237	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Total			2,52,435	1.6059	2,51,894	541	99.7857	0.2143	0	3
Total		6,44,71,267	3,98,67,603	61.8378	3,98,67,062	541	99.9986	0.0014	0	3

Resolution No.	8									
Resolution required: (Ordinary/ Special)	SPECIAL - To approve payment of professional fee to Dr. Prannoy Roy.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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
Promoter and Promoter Group	E-Voting	3,96,15,168	3,96,15,168	100.0000	3,96,15,168	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
	<b>Total</b>		<b>3,96,15,168</b>	<b>100.0000</b>	<b>3,96,15,168</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	91,36,940	0	0.0000	0	0	0.0000	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
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Non Institutions	E-Voting	1,57,19,159	1,21,710	0.7743	1,21,198	512	99.5793	0.4206	0	4
	Poll		1,30,724	0.8316	1,30,693	31	99.9762	0.0237	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,52,434</b>	<b>1.6059</b>	<b>2,51,891</b>	<b>543</b>	<b>99.7849</b>	<b>0.2151</b>	<b>0</b>	<b>4</b>
<b>Total</b>	<b>6,44,71,267</b>	<b>3,98,67,602</b>	<b>61.8378</b>	<b>3,98,67,059</b>	<b>543</b>	<b>99.9986</b>	<b>0.0014</b>	<b>0</b>	<b>4</b>	

Resolution No.	9									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Mr. Darius Taraporvala as a Director of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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
Promoter and Promoter Group	E-Voting	3,96,15,168	3,96,15,168	100.0000	3,96,15,168	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
	<b>Total</b>		<b>3,96,15,168</b>	<b>100.0000</b>	<b>3,96,15,168</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>

Public- Institutions	E-Voting	91,36,940	0	0.0000	0	0	0.0000	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		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,57,19,159	1,21,711	0.7743	1,21,198	513	99.5785	0.4214	0	3
	Poll		1,30,724	0.8316	1,30,693	31	99.9762	0.0237	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,52,435	1.6059	2,51,891	544	99.7845	0.2155	0	3
	Total	6,44,71,267	3,98,67,603	61.8378	3,98,67,059	544	99.9986	0.0014	0	3

Resolution No.	10									
Resolution required: (Ordinary/ Special)	ORDINARY - To approve and ratify remuneration payable to Cost Accountant.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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
Promoter and Promoter Group	E-Voting	3,96,15,168	3,96,15,168	100.0000	3,96,15,168	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		3,96,15,168	100.0000	3,96,15,168	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	91,36,940	0	0.0000	0	0	0.0000	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		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,57,19,159	1,21,816	0.7750	1,21,303	513	99.5788	0.4211	0	3
	Poll		1,30,724	0.8316	1,30,693	31	99.9762	0.0237	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,52,540	1.6066	2,51,996	544	99.7846	0.2154	0	3
	Total	6,44,71,267	3,98,67,708	61.8379	3,98,67,164	544	99.9986	0.0014	0	3



**SCRUTINIZER'S REPORT**

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

**Subject : Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 at the 32<sup>nd</sup> Annual General Meeting (AGM) of New Delhi Television Limited (hereinafter referred to as "the Company") held on Wednesday, September 23, 2020 at 03:00 P.M. (IST) through Video Conference ('VC')/Other Audio Visual Means ('OAVM').**

NAME OF THE COMPANY	New Delhi Television Limited
MEETING	32 <sup>nd</sup> Annual General Meeting
DATE & TIME	Wednesday, September 23, 2020 at 03:00 P.M. (IST)
MODE	Video Conference ('VC')/Other Audio Visual Means ('OAVM').

**Note:** Pursuant to the General Circular no. 14/2020 dated April 8, 2020, Circular no. 17/2020 dated April 13, 2020 and Circular no. 20/2020 dated May 5, 2020 issued by Ministry of Corporate Affairs ('MCA') and Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India (SEBI), Companies are allowed to hold AGM through VC/OAVM, without the physical presence of members at a common venue. The AGM was conducted through VC/OAVM and the venue of the AGM was deemed to be the Registered Office of the Company at B-50 A, 2nd Floor, Archana Complex, Greater Kailash I, New Delhi-110048.

**1. Appointment as Scrutinizer :**

I, Hemant Kumar Singh, Practising Company Secretary, was appointed as the Scrutinizer for the purpose of scrutinizing e-voting process (Remote e-voting ) and voting by the use of electronic means (Insta-poll), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) carried out at the 32<sup>nd</sup> Annual General Meeting (AGM) of New Delhi Television Limited (hereinafter referred to as "the Company") held on Wednesday, September 23, 2020 at 03:00 P.M. (IST) through Video Conference ('VC')/Other Audio Visual Means ('OAVM').



## **2. Compliance with Act:**

The compliance with the provision of the Companies Act, 2013 and the rules made thereunder relating to voting through electronic means (by remote e-voting) and by use of electronic means (Insta-poll) at the AGM by the shareholders on the resolutions proposed in the Notice of the 32<sup>nd</sup> Annual general Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of electronic means (Insta- Poll) at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairperson on the resolutions, based on the reports generated from the electronic voting system and voting by use of electronic means (Insta-poll) provided by KFin Technologies Private Limited ('KFin').

## **3. Dispatch of Notice convening the meeting:**

The Company has informed that the dispatch of the Notice of the AGM along with Annual Report for the financial year 2019-20 was completed on August 31, 2020 through electronic mode to those members whose email addresses were registered with the Company/Depositories in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020. The same was made available on the website of the Company, the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited and also on the website of KFin Technologies Private Limited.

## **4. Cut- off Date**

The voting rights were reckoned as on Wednesday, September 16, 2020, being the Cut- off date for the purpose of deciding the entitlements of members for the remote e-voting and voting at the AGM.

## **5. Remote e-Voting:**

### **5.1 Agency:**

The Company had appointed KFin Technologies Private Limited (KFin), the Registrar and Transfer Agents of the Company as the Agency for providing the remote e-voting platform.

### **5.2 Remote e-Voting:**

Remote e-Voting platform remained open from **Saturday, September 19, 2020 at 09:00 A.M. (IST) till Tuesday, September 22, 2020 at 5:00 P.M. (IST)** and members were required to cast their votes electronically, thereby conveying their assent or dissent in respect of the Ordinary/Special Resolutions, on the e-Voting platform provided by KFin.





## 6. Voting at the AGM:

- 6.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting to only such details relating to members who have cast their votes through remote e-Voting, such as their names, DP ID/Client ID, folios, number of shares held but not the manner in which they have voted.
- 6.2 Accordingly, KFin provided us the names, DP ID/ Client ID; folio Numbers and shareholding of the members who had cast their votes through remote e-Voting.
- 6.3 KFin provided electronic voting facility (Instapoll) to the members who attended the AGM.

## 7. Counting process

- 7.1 The Instapoll Voting started at **3:25 P.M. (IST)** and ended at **03:40 P.M. (IST)**
- 7.2 The votes on remote e-voting were unblocked at around **03:43 P.M. (IST)** after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/ list of equity shareholders who have voted for and against were downloaded from the e- voting website of KFin (<https://evoting.karvy.com>) and the same are being handed over to the Chairperson.

## 8. Results:

- 8.1 I observed that
- 15 members had cast their votes at the meeting through Instapoll.
  - 372 members had cast their votes through remote e-Voting.
- 8.2 The Consolidated Results with respect to each item on the agenda as set out in the Notice of the 32<sup>nd</sup> AGM dated August 10, 2020 is enclosed.
- 8.3 Based on the aforesaid results, I report that Five **Ordinary Resolutions** and Five **Special Resolutions** as contained in **Item No. 1 to 10** of the Notice dated August 10, 2020 have been passed with requisite majority.

For **Hemant Singh & Associates**  
(Company Secretaries)



**Hemant Kumar Singh**  
Partner

Membership No.: FCS 6033

C.P. No.: 6370

UDIN: F006033B000766155

Date: September 24, 2020

Place: New Delhi

## Consolidated Results

### a) Resolution-1: Ordinary Resolution

To receive, consider and adopt:

- a) The audited financial statements of the Company for the financial year ended March 31, 2020, 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, 2020 and the report of the Auditors thereon.

(i) Voted in **favour** of the resolution:

Mode of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	361	39736369	
Voting by Instapoll	11	130683	
<b>Total</b>	<b>372</b>	<b>39867052</b>	<b>99.9986</b>

(ii) Voted **against** the Resolution:

Mode of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	8	510	
Voting by Instapoll	5	41	
<b>Total</b>	<b>13</b>	<b>551</b>	<b>0.0014</b>

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	3

\* Abstained from voting

### b) Resolution-2: Ordinary Resolution

To appoint a Director in place of Mrs. Radhika Roy, who retires by rotation at this meeting and, being eligible, seeks reappointment.



(i) Voted in **favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	360	39736364	
Voting by Instapoll	11	130693	
<b>Total</b>	<b>371</b>	<b>39867057</b>	<b>99.9986</b>

(ii) Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	9	515	
Voting by Instapoll	4	31	
<b>Total</b>	<b>13</b>	<b>546</b>	<b>0.0014</b>

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	3

\*Abstained from voting

**c) Resolution-3: Ordinary Resolution**

To appoint Statutory Auditors of the Company.

(i) Voted in **favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	361	39736367	
Voting by Instapoll	11	130693	
<b>Total</b>	<b>372</b>	<b>39867060</b>	<b>99.9986</b>





(ii) Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	9	512	
Voting by Instapoll	4	31	
<b>Total</b>	<b>13</b>	<b>543</b>	<b>0.0014</b>

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	3

\*Abstained from voting

**d) Resolution-4: Special Resolution**

To re-appoint Mr. Kaushik Dutta as an Independent Director.

(i) Voted in **favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	361	39736472	
Voting by Instapoll	11	130693	
<b>Total</b>	<b>372</b>	<b>39867165</b>	<b>99.9986</b>

(ii) Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	9	512	
Voting by Instapoll	4	31	
<b>Total</b>	<b>13</b>	<b>543</b>	<b>0.0014</b>



(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	3

\*Abstained from voting

e) **Resolution-5: Special Resolution**

To re-appoint Mr. John Martin O'Loan as an Independent Director.

(i) Voted in **favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	360	39736451	
Voting by Instapoll	11	130693	
<b>Total</b>	<b>371</b>	<b>39867144</b>	<b>99.9986</b>

(ii) Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	10	533	
Voting by Instapoll	4	31	
<b>Total</b>	<b>14</b>	<b>564</b>	<b>0.0014</b>

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	3

\*Abstained from voting



**f) Resolution-6: Special Resolution**

To re-appoint Dr. Prannoy Roy as Whole-time Director designated Executive Co-Chairperson.

(i) Voted in **favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	361	39736369	
Voting by Instapoll	11	130693	
<b>Total</b>	<b>372</b>	<b>39867062</b>	<b>99.9986</b>

(ii) Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	8	510	
Voting by Instapoll	4	31	
<b>Total</b>	<b>12</b>	<b>541</b>	<b>0.0014</b>

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	3

\*Abstained from voting





**g) Resolution-7: Special Resolution**

To re-appoint Mrs. Radhika Roy as Whole-time Director designated Executive Co-Chairperson.

(i) Voted in **favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	361	39736369	
Voting by Instapoll	11	130693	
<b>Total</b>	<b>372</b>	<b>39867062</b>	<b>99.9986</b>

(ii) Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	8	510	
Voting by Instapoll	4	31	
<b>Total</b>	<b>12</b>	<b>541</b>	<b>0.0014</b>

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	3

\*Abstained from voting

**h) Resolution-8: Special Resolution**

To approve payment of professional fee to Dr. Prannoy Roy.

(i) Voted in **favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	360	39736366	
Voting by Instapoll	11	130693	
<b>Total</b>	<b>371</b>	<b>39867059</b>	<b>99.9986</b>



(ii) Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	9	512	
Voting by Instapoll	4	31	
<b>Total</b>	<b>13</b>	<b>543</b>	<b>0.0014</b>

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4*	4

\*Abstained from voting

**i) Resolution-9: Ordinary Resolution**

To appoint Mr. Darius Taraporvala as a Director of the Company.

(i) Voted in **favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	361	39736366	
Voting by Instapoll	11	130693	
<b>Total</b>	<b>372</b>	<b>39867059</b>	<b>99.9986</b>

(ii) Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	9	513	
Voting by Instapoll	4	31	
<b>Total</b>	<b>13</b>	<b>544</b>	<b>0.0014</b>



(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	3

\*Abstained from voting

j) **Resolution-10: Ordinary Resolution**

To approve and ratify remuneration payable to Cost Accountant.

(i) Voted in **favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	361	39736471	
Voting by Instapoll	11	130693	
<b>Total</b>	<b>372</b>	<b>39867164</b>	<b>99.9986</b>

(ii) Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	9	513	
Voting by Instapoll	4	31	
<b>Total</b>	<b>13</b>	<b>544</b>	<b>0.0014</b>

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	3

\*Abstained from voting

Note: Two shareholders having 5 and 21 votes respectively, casted some votes in favour of the resolutions and some votes against the resolutions. This is the reason for difference of 1 (one) ballot in resolution no.1, 3, 4, 5, 8, 9 & 10.





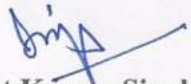
All relevant records of voting will remain in our custody until the Chairperson considers, approves and signs the minutes of the 32<sup>nd</sup> Annual General Meeting and the same shall be handed over thereafter to the Chairperson/Company Secretary for safe keeping.

Thanking You,  
Yours faithfully,

For **Hemant Singh & Associates**  
(Company Secretaries)



**Date:** September 24, 2020  
**Place:** New Delhi

  
**Hemant Kumar Singh**  
Partner  
**Membership No.: FCS 6033**  
**C.P. No.: 6370**  
**UDIN: F006033B000766155**

**Countersigned by:**

**For New Delhi Television limited**

**PRANNOY ROY**

Digitally signed by PRANNOY ROY  
DN: cn=Pr, ou=Delhi,  
2.5.4.26=bc144518214632690119354b10b3254934ab3c:  
0114291118929273722303a, postalCode=110048,  
street=6-207, Greater Kailash, State=1, DN=1.1.10048,  
serialNumber=5636029211788498d19270b473791274,  
720276c32d3a6310175817611045d, o=Prannoy,  
cn=PRANNOY ROY,  
pseudoym=1813618095095d4b2048a3052720  
Date: 2020.09.24 20:50:55 +05'30'

**Dr. Prannoy Roy**  
**Executive Co-Chairperson**

**Date:** September 24, 2020  
**Place:** New Delhi