



**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



September 11, 2020

<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</b> <b>Complex,</b> <b>Bandra (E), Mumbai - 400 051</b>
<b>Scrip Code - 532515</b>	<b>Scrip Code - TVTODAY</b>

Re: Compliance under Regulation 44(3) of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

In terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find the details of the voting results at the Annual General Meeting of the Company attached as Annexure 1.

We would like to inform you that all the resolutions set out in the Notice dated July 20, 2020 were passed with requisite majority by the shareholders.

The consolidated scrutinizer's report is attached as Annexure 2.

You are requested to please 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: ashish.sabharwal@intoday.com**

Encl:

- Details of voting results at the AGM of the Company - Annexure - 1
- Consolidated scrutinizer's report - Annexure - 2



## Voting Results of Annual General Meeting

## Details of E-voting at the AGM and Remote E-Voting Results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

## Details of voting results

a) Date of the Annual General Meeting	September 10, 2020
b) Total number of shareholders on record date	25211
c) No. of shareholders present in the meeting either in present or through proxy	NA
- Promoters and Promoter Group	
- Public	
d) No. of Shareholders attended the meeting through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM")	3
- Promoters and Promoter Group	
- Public	207

AGENDA-WISE DISCLOSURE

Resolution No. 1 To receive, consider and adopt the audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 together with the reports of the Board of Directors and Auditors thereon.

Resolution required : Ordinary  
Whether promoter / promoter Group are interested in the agenda / Resoluton ? : 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	Remote E-Voting	34879096	34879096	100.0000	34879096	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>34879096</b>	<b>34879096</b>	<b>100.0000</b>	<b>34879096</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public - Institutional Holders	Remote E-Voting	14687957	13976833	95.1585	13976833	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.00	0.00
	<b>Total</b>	<b>14687957</b>	<b>13976833</b>	<b>95.1585</b>	<b>13976833</b>	<b>0</b>	<b>100.00</b>	<b>0.0000</b>
Public - Non- Institutional Holders	Remote E-Voting	10101562	258836	2.5623	258785	51	99.9803	0.0197
	E-Voting at AGM		6792	0.0672	6574	218	96.7903	3.2097
	<b>Total</b>	<b>10101562</b>	<b>265628</b>	<b>2.6296</b>	<b>265359</b>	<b>269</b>	<b>99.8987</b>	<b>0.1013</b>
<b>Total</b>		<b>59668615</b>	<b>49121557</b>	<b>82.3239</b>	<b>49121288</b>	<b>269</b>	<b>99.9995</b>	<b>0.0005</b>



Resolution No. 2 : To declare a final dividend of Rs. 2.25/- per Equity Share of Rs. 5/- each fully paid for the financial year 2019-20

Resolution required : Ordinary  
 Whether promoter / promoter Group are interested in the agenda / Resoluton ? 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	Remote E-Voting	34879096	34879096	100.0000	34879096	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34879096</b>	<b>34879096</b>	<b>100.0000</b>	<b>34879096</b>	<b>0</b>	<b>100.0000</b>
Public - Institutional Holders	Remote E-Voting	14687957	13983754	95.2056	13983754	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14687957</b>	<b>13983754</b>	<b>95.20557556</b>	<b>13983754</b>	<b>0</b>	<b>100.0000</b>
Public - Non- Institutional Holders	Remote E-Voting	10101562	258836	2.5623	258563	273	99.8945	0.1055
	E-Voting at AGM		6792	0.0672	6792	0	100.0000	0.0000
	<b>Total</b>		<b>10101562</b>	<b>265628</b>	<b>2.6296</b>	<b>265355</b>	<b>273</b>	<b>99.8972</b>
<b>Total</b>		<b>59668615</b>	<b>49128478</b>	<b>82.3355</b>	<b>49128205</b>	<b>273</b>	<b>99.9994</b>	<b>0.0006</b>

Resolution No. 3 : To appoint a Director in place of Ms. Kalli Purie Bhandal (DIN: 00105318) who retires by rotation at this Annual General Meeting and being eligible, offers herself for reappointment.

Resolution required : Ordinary  
 Whether promoter / promoter Group are interested in the agenda / Resoluton ? 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	Remote E-Voting	34879096	34879096	100.0000	34879096	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34879096</b>	<b>34879096</b>	<b>100.0000</b>	<b>34879096</b>	<b>0</b>	<b>100.0000</b>
Public - Institutional Holders	Remote E-Voting	14687957	13983754	95.2056	13966728	17026	99.8782	0.1218
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14687957</b>	<b>13983754</b>	<b>95.2056</b>	<b>13966728</b>	<b>17026</b>	<b>99.8782</b>
Public - Non- Institutional Holders	Remote E-Voting	10101562	258836	2.5623	258449	387	99.8505	0.1495
	E-Voting at AGM		6792	0.0672	6574	218	96.7903	3.2097
	<b>Total</b>		<b>10101562</b>	<b>265628</b>	<b>2.6296</b>	<b>265023</b>	<b>605</b>	<b>99.7722</b>
<b>Total</b>		<b>59668615</b>	<b>49128478</b>	<b>82.3355</b>	<b>49110847</b>	<b>17631</b>	<b>99.9641</b>	<b>0.0359</b>



**Resolution No. 4 : Re-appointment of Mr. Rajeev Gupta (DIN: 00241501) as an Independent Director**

Resolution required **Special**  
 Whether promoter / promoter Group are interested in the agenda /  
 Resoluton ? **: 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	Remote E-Voting	34879096	34879096	100.0000	34879096	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34879096</b>	<b>34879096</b>	<b>100.0000</b>	<b>34879096</b>	<b>0</b>	<b>100.0000</b>
Public - Institutional Holders	Remote E-Voting	14687957	9683754	65.9299	5517049	4166705	56.9722	43.0278
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14687957</b>	<b>9683754</b>	<b>65.9299</b>	<b>5517049</b>	<b>4166705</b>	<b>56.9722</b>
Public - Non- Institutional Holders	Remote E-Voting	10101562	258835	2.5623	258423	412	99.8408	0.1592
	E-Voting at AGM		6793	0.0672	6575	218	96.7908	3.2092
	<b>Total</b>		<b>10101562</b>	<b>265628</b>	<b>2.6296</b>	<b>264998</b>	<b>630</b>	<b>99.7628</b>
<b>Total</b>		<b>59668615</b>	<b>44828478</b>	<b>75.1291</b>	<b>40661143</b>	<b>4167335</b>	<b>90.7038</b>	<b>9.2962</b>

**Resolution No. 5 : Ratification of remuneration to be paid to M/s SKG & Co., Cost Accountants, Cost Auditors of the Company.**

Resolution required **Ordinary**  
 Whether promoter / promoter Group are interested in the agenda /  
 Resoluton ? **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	Remote E-Voting	34879096	34879096	100.0000	34879096	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>34879096</b>	<b>34879096</b>	<b>100.0000</b>	<b>34879096</b>	<b>0</b>	<b>100.0000</b>
Public - Institutional Holders	Remote E-Voting	14687957	13983754	95.2056	13983754	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14687957</b>	<b>13983754</b>	<b>95.2056</b>	<b>13983754</b>	<b>0</b>	<b>100.0000</b>
Public - Non- Institutional Holders	Remote E-Voting	10101562	258836	2.5623	258500	336	99.8702	0.1298
	E-Voting at AGM		6792	0.0672	6574	218	96.7903	3.2097
	<b>Total</b>		<b>10101562</b>	<b>265628</b>	<b>2.6296</b>	<b>265074</b>	<b>554</b>	<b>99.7914</b>
<b>Total</b>		<b>59668615</b>	<b>49128478</b>	<b>82.3355</b>	<b>49127924</b>	<b>554</b>	<b>99.9989</b>	<b>0.0011</b>

Yours faithfully,  
 For T.V. Today Network Limited

(Ashish Sabharwal)  
 Group Head-Secretarial & Company Secretary & Compliance Officer  
 ashish.sabharwal@intoday.com



**Consolidated Scrutinizer's Report**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with General Circular Nos. 14/2020, 17/2020, 20/2020, 22/2020 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, May 05, 2020 and June 15, 2020 respectively & SEBI Circular dated May 12, 2020]

To,

**The Chairman of the 21<sup>st</sup> Annual General Meeting (AGM)**

**T.V. Today Network Limited held on Thursday, September 10, 2020 at 03.30 p.m. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) facility.**

Dear Sir/Ma'am,

I, Nitesh Latwal, Partner of M/s PI & Associates, Company Secretaries, was appointed as Scrutinizer for the purpose of scrutinizing the voting process, i.e. remote e-voting and e-voting at Annual General Meeting (AGM) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and General Circular Nos. 14/2020, 17/2020, 20/2020 & 22/2020 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, May 05, 2020 and June 15, 2020 respectively and SEBI Circular dated May 12, 2020 (MCA & SEBI Circulars) on the resolution(s) mentioned in Notice dated July 20, 2020 ('Notice') for 21<sup>st</sup> AGM of the Company held on Thursday, September 10, 2020 at 03:30 p.m. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) facility.

I submit my report as under:-

1. The remote e-voting period commenced on Monday, September 7, 2020 at 09:00 A.M. and ended on Wednesday, September 9, 2020 at 05:00 P.M. via e-voting platform on the designated website of National Securities Depositories Limited, Authorized Agency to provide e-voting facility viz.: <https://www.evoting.nsdl.com> The Company had also provided e-voting facility to the Members



attended through VC/OAVM during the AGM to enable those Members to cast their votes, if they had not cast their vote earlier through remote e-voting.

2. The Members of the Company as on the “cut off” date i.e. Thursday, September 3, 2020 were entitled to avail the facility of remote e-voting as well as e- voting at the AGM on the proposed resolution(s) as set out in the Notice.
3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof including MCA Circulars in respect of the resolution contained in the Notice of AGM and providing proper facility for AGM. Our responsibilities as scrutinizers is restricted to make a consolidated scrutinizer’s report of the votes cast ‘For’ or ‘Against’ the resolution stated in the AGM Notice.
4. After completion of e-voting at the AGM, the data of e- voting at AGM was diligently scrutinized. Thereafter, data of e- voting at AGM were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations lodged with the Company. Detailed registers were maintained containing the summary of results of remote e-voting and e- voting at AGM.
5. Thereafter, the votes cast through remote e-voting were unblocked after completion of e-voting at the AGM in the presence of two witnesses, who were not in the employment of the Company.
6. The shareholders exercised their voting either by remote e-voting or e- voting at AGM. There was no shareholder who opted for both the facilities.
7. *The consolidated summary of results of e- voting at AGM and remote e-voting for 21<sup>st</sup> AGM is annexed herewith as Annexure- A.*

8. Based on the aforesaid results, I report that all the Five (5) Resolutions as contained in the Item No. 1 to 5 of Notice of 21<sup>st</sup> AGM of the company, have been passed with requisite majority.

Countersigned by:

Aroon Purie  
Chairman

**Date:** September 11, 2020

**Place:** New Delhi

**Thanking You  
For PI & Associates  
Company Secretaries**



**Nitesh Latwal  
Partner**

**ACS No.: 32109**

**C P No.: 16276**

**UDIN: A032109B000695521**

**ORDINARY BUSINESSES:**

**Resolution No. 1:** To receive, consider and adopt the audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 together with the reports of the Board of Directors and Auditors thereon:

<b>Ordinary Resolution</b>				
<b>Particulars</b>	<b>Number of Valid Votes</b>			<b>Percentage</b>
	<b>E-voting at AGM</b>	<b>Remote e-Voting</b>	<b>Total</b>	
<b>Votes on favor of the resolution</b>	6,574	4,91,14,714	4,91,21,288	99.9995
<b>Votes on against of the resolution</b>	218	51	269	0.0005
<b>Invalid Votes</b>	0	0	0	0
<b>Total</b>	6,792	4,91,14,765	4,91,21,557	100

Therefore, the Resolution No. 1 has been approved with requisite majority.

**Resolution No. 2:** To declare a final dividend of Rs. 2.25/- per Equity Share of Rs. 5/- each fully paid for the financial year 2019-20:

<b>Ordinary Resolution</b>				
<b>Particulars</b>	<b>Number of Valid Votes</b>			<b>Percentage</b>
	<b>E-voting at AGM</b>	<b>Remote e-Voting</b>	<b>Total</b>	
<b>Votes on favor of the resolution</b>	6,792	4,91,21,413	4,91,28,205	99.9994
<b>Votes on against of the resolution</b>	0	273	273	0.0006
<b>Invalid Votes</b>	0	0	0	0
<b>Total</b>	6,792	4,91,21,686	4,91,28,478	100

Therefore, the Resolution No. 2 has been approved with requisite majority.

**Resolution No. 3:** To appoint a Director in place of Ms. Kalli Purie Bhandal (DIN: 00105318) who retires by rotation at this Annual General Meeting and being eligible, offers herself for reappointment:

<b>Ordinary Resolution</b>				
<b>Particulars</b>	<b>Number of Valid Votes</b>			<b>Percentage</b>
	<b>E-voting at AGM</b>	<b>Remote e-Voting</b>	<b>Total</b>	
<b>Votes on favor of the resolution</b>	6,574	4,91,04,273	4,91,10,847	99.9641
<b>Votes on against of the resolution</b>	218	17,413	17,631	0.0359
<b>Invalid Votes</b>	0	0	0	0
<b>Total</b>	6,792	4,91,21,686	4,91,28,478	100

Therefore, the Resolution No. 3 has been approved with requisite majority.



**SPECIAL BUSINESSES:**

**Resolution No. 4: Re-appointment of Mr. Rajeev Gupta (DIN: 00241501) as an Independent Director:**

<b>Special Resolution</b>				
<b>Particulars</b>	<b>Number of Valid Votes</b>			<b>Percentage</b>
	<b>E-voting at AGM</b>	<b>Remote e-Voting</b>	<b>Total</b>	
<b>Votes on favor of the resolution</b>	6,575	4,06,54,568	4,06,61,143	90.7038
<b>Votes on against of the resolution</b>	218	41,67,117	41,67,335	9.2962
<b>Invalid Votes</b>	0	0	0	0
<b>Total</b>	6,793	4,48,21,685	4,48,28,478	100

Therefore, the Resolution No. 4 has been approved with requisite votes.

**Resolution No. 5: Ratification of remuneration to be paid to M/s SKG & Co., Cost Accountants, Cost Auditors of the Company:**

<b>Ordinary Resolution</b>				
<b>Particulars</b>	<b>Number of Valid Votes</b>			<b>Percentage</b>
	<b>E-voting at AGM</b>	<b>Remote e-Voting</b>	<b>Total</b>	
<b>Votes on favor of the resolution</b>	6,574	4,91,21,350	4,91,27,924	99.9989
<b>Votes on against of the resolution</b>	218	336	554	0.0011
<b>Invalid Votes</b>	0	0	0	0
<b>Total</b>	6,792	4,91,21,686	4,91,28,478	100

Therefore, the Resolution No. 5 has been approved with requisite majority.

**For PI & Associates**  
**Company Secretaries**



**Nitesh Latwal**  
**Partner**  
**ACS No.: 32109**  
**C P No.: 16276**