

September 27, 2018

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 30th 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 30th Annual General Meeting (AGM) of the Company held on September 25, 2018 in the prescribed format. All three (3) 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 and Mr. Prashant Kumar Balodia, Practicing Company Secretaries, appointed as Scrutinizer(s) for the purpose of scrutinizing remote e-voting conducted from September 21, 2018 to September 24, 2018 and physical poll conducted through ballot at the venue of the AGM, respectively.

You are requested to take the same on record.

Thanking you

Yours faithfully,

For New Delhi Television Limited

Hemant Kumar Gupta
Company Secretary & Compliance Officer



Enclosed: as above

NEW DELHI TELEVISION LIMITED - Voting Results of 30th AGM held on September 25, 2018 - Regulation 44(3) of SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015	
Date of the AGM/EGM	25-09-2018
Total number of shareholders on record date	53060
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	29277
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY RESOLUTION - Adoption of financial statements (standalone and consolidated) for the financial year ended March 31, 2018 and the reports of Board of Directors and Auditors thereon.									
Whether promoter/ promoter group are interested in the agenda/resolution?	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		
Promoter and Promoter Group	E-Voting		20801240	52.5083	20801240	0	100.0000	0.0000		
	Poll		18813928	47.4917	18813928	0	100.0000	0.0000		
	Postal Ballot (if applicable)			0.0000	00	0	0.0000	0.0000		
	Total		39615168	100	39615168	0	100.0000	0.0000		
Public- Institutions	E-Voting			0.0000			0.0000	0.0000		
	Poll			0.0000			0.0000	0.0000		
	Postal Ballot (if applicable)		9137004	0.0000			0.0000	0.0000		
	Total			0.0000			0.0000	0.0000		
Public- Non Institutions	E-Voting		32934	0.2095	26894	6040	81.6602	18.3397		
	Poll		12472	0.0793	12447	25	99.7995	0.2004		
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000		
	Total		45406	0.2888	39341	6065	86.6427	13.3573		
Total		64471267	39660574	61.5167	39654509	6065	99.9847	0.0153		



(Handwritten signature)

Resolution No.	ORDINARY RESOLUTION- Re-appointment of Dr. Pranroy Roy (DIN: 00025576), who retires by rotation and being eligible, offers himself for re-appointment									
Resolution required: (Ordinary/ Special)	No									
Whether promoter/ promoter group are interested in the agenda/resolution?	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		
Promoter and Promoter Group	E-Voting		20801240	52.5083	20801240	0	100.0000	0.0000		
	Poll		18813928	47.4917	18813928	0	100.0000	0.0000		
	Postal Ballot (if applicable)	39615168								
	Total		39615168	100	39615168	0	100.0000	0.0000		
Public- Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot (if applicable)	9137004			0	0	0.0000	0.0000		
	Total		0	0.0000	0	0	0.0000	0.0000		
Public- Non Institutions	E-Voting		32934	0.2095	32894	40	99.8785	0.1214		
	Poll		12472	0.0793	12472	0	100.0000	0.0000		
	Postal Ballot (if applicable)	15719095			0	0	0.0000	0.0000		
	Total		45406	0.2888	45366	40	99.9119	0.0881		
	Total	64471267	39660574	61.5167	39660534	40	99.9999	0.0001		



(Handwritten signature)

Resolution No.	ORDINARY RESOLUTION - Ratification of remuneration of M/s Sanjay Gupta & Associates, Cost Auditors of the Company for financial years 2017-18 and 2018-19.									
Whether promoter/ promoter group are interested in the agenda/resolution?	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		
Promoter and Promoter Group	E-Voting	20801240	20801240	52.5083	20801240	0	100.0000	0.0000		
	Poll	18813928	18813928	47.4917	18813928	0	100.0000	0.0000		
	Postal Ballot (if applicable)	39615168	0	0.0000	00	0	0.0000	0.0000		
	Total	39615168	39615168	100	39615168	0	100.0000	0.0000		
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000		
	Poll	0	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)	9137004	0	0.0000	00	0	0.0000	0.0000		
	Total	0	0	0.0000	00	0	0.0000	0.0000		
Public- Non Institutions	E-Voting	32934	32934	0.2095	26894	6040	81.6602	18.3397		
	Poll	12472	12472	0.0793	12472	0	100.0000	0.0000		
	Postal Ballot (if applicable)	15719095	0	0.0000	00	0	0.0000	0.0000		
	Total	45406	45406	0.2888	39366	6040	86.6978	13.3022		
	Total	64471267	39660574	61.5167	39654534	6040	99.9848	0.0152		



Consolidated Scrutinizer's Report

[Pursuant to section 108,109 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

The Chairman,

New Delhi Television Limited

30th (Thirtieth) Annual General Meeting of the Equity Shareholders of **New Delhi Television Limited** held on Tuesday, September 25, 2018 at 3:30 p.m. at Sri Sathya Sai International Centre, Pragati Vihar, Bhisham Pitamah Marg, Lodhi Road, Delhi - 110003.

Dear Sir,

We, Hemant Kumar Singh, Partner of M/s Hemant Singh & Associates, Practicing Company Secretaries having its office at 306, Surya Complex, 21, Veer Savarkar Block, ShakarPur, Delhi-110092 and Prashant Kumar Balodia, Partner of M/s PDS & Co, Practicing Company Secretaries, having its office at A-53, First Floor, Guru Nanak Pura, Laxmi Nagar, Delhi-110092 were appointed as Scrutinizer(s) by the Board of Directors of **New Delhi Television Limited** (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and voting by use of ballot at the Annual General Meeting (AGM) 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) in respect of the resolutions as set out in the notice dated August 08, 2018 convening the 30th Annual General Meeting of the Equity Shareholders of the Company held on Tuesday, September 25, 2018 at 3:30 p.m. at Sri Sathya Sai International Centre, Pragati Vihar, Bhisham Pitamah Marg, Lodhi Road, Delhi - 110003, submit our report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by use of ballots by the shareholders on the resolutions set out in the notice of the 30th AGM of the Company is the responsibility of the management. Our responsibility as a scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the AGM 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 Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Karvy Computershare Private Limited ('Karvy'), and the report generated physically by use of ballots at the AGM.
2. In accordance with the provisions of the Companies Act, 2013, dispatch of Notice of 30th AGM was completed on August 31, 2018. Pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015),



the 'Advertisement' published in English and Hindi language newspapers on September, 01 2018.

3. The remote e-voting period started from, September 21, 2018 (09:00 a.m. IST) and ended on September 24, 2018 (05:00 p.m. IST) (both days inclusive).
4. The Equity Shareholders holding shares as on Thursday, September 18, 2018 were entitled to vote on the resolutions stated in the Notice of the 30th AGM of the Company.
5. After declaration of voting by use of ballot by the Chairman at the AGM, ballot boxes were locked and kept for voting duly marked by identification mark placed on them. The ballot boxes subsequently on close of voting, were opened in the presence of two witnesses who are not the employees of the Company and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialled by the scrutinizer. The ballots were reconciled with the records maintained by the Company/ Registrar and Transfer Agent (R&TA) of the Company and authorizations/ proxies lodged with the Company. The votes were also scrutinized for the purpose of eliminating duplicate voting i.e. on remote e-voting as well as by use of ballot.
6. There were no ballots which were considered as invalid.
7. The votes on remote e-voting were unblocked at around 05.20 p.m., 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 Karvy, (<https://evoting.karvy.com>) and the same will be handed over to the Chairman.
8. The total votes cast in favour or against all the resolutions proposed in the Notice of the 30th AGM are as under:

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, 2018, 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, 2018 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	29	208,28,134	52.5160
Voting by poll	22	188,26,375	47.4687
Total	51	396,54,509	99.9847

(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	3	6040	0.0153
Voting by poll	1	25	-



Total	4	6065	0.0153
-------	---	------	--------

(iii) **Invalid votes:**

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

b) **Resolution-2: Ordinary Resolution**

To appoint a Director in place of Dr. Prannoy Roy (DIN: 00025576), who retires by rotation and being eligible, offers himself for re-appointment, by considering and if thought fit, passing, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded to re-appoint Dr. Prannoy Roy (DIN: 00025576) as Director of the Company with immediate effect and who shall be liable to retire by rotation."

(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	30	208,34,134	52.5311
Voting by poll	23	18826400	47.4688
Total	53	39,660,534	99.9999

(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	02	40	.0001
Voting by poll	-	-	-
Total	02	40	.0001

(iii) **Invalid votes:**

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

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

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the consent of the members of the Company, be and is hereby accorded to ratify the remuneration of Rs. 4,50,000/- (Rupees Four Lacs Fifty Thousand only), excluding applicable taxes and reimbursement of out of pocket expenses, payable



4.

to M/s Sanjay Gupta & Associates, Cost Accountants (Firm Registration No. 000212), Cost Auditors of the Company, for the financial year 2017-18.

RESOLVED FURTHER THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the consent of the members of the Company, be and is hereby accorded to ratify the remuneration of Rs. 4,50,000/- (Rupees Four Lacs Fifty Thousand only), excluding applicable taxes and reimbursement of out of pocket expenses, payable to M/s Sanjay Gupta & Associates, Cost Accountants (Firm Registration No. 000212), re-appointed by the Board of Directors of the Company as Cost Auditors of the Company, for the financial year 2018-19.

RESOLVED FURTHER THAT Ms. Suparna Singh, CEO, NDTV Group, Mr. Saurav Banerjee, Co-CEO, NDTV Group, Mr. Ravi Asawa, CFO, NDTV Group, Mr. Ranbir Singh, Head of Legal, NDTV Group and Mr. Hemant Kumar Gupta, Company Secretary & Compliance Officer of the Company be and are hereby severally authorized to do all such acts, deeds, things and matters as may be considered necessary or incidental for the purpose of giving effect to this resolution."

(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	29	208,28,134	52.5160
Voting by poll	23	188,26,400	47.4688
Total	52	396,54,534	99.9848

(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	03	6,040	0.0152
Voting by poll	-	-	-
Total	03	6,040	0.0152

(iii) **Invalid** votes:

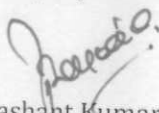
Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

9. All relevant records of voting will remain in our custody until the Chairman considers, approves and signs the minutes of the 30th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.



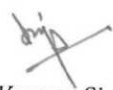
Based on the above voting all resolutions as set out in the Notice convening 30th AGM of the Company are passed with requisite majority. Accordingly, we request the Chairman to announce the results of the meeting.

For PDS & Co.
(Company Secretaries)


Prashant Kumar Balodia
(Partner)
FCS-6047



For Hemant Singh & Associates
(Company Secretaries)

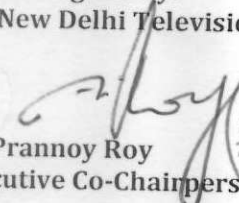

Hemant Kumar Singh
(Partner)
FCS-6033



Place: Delhi

Date: 27.09.2018

Countersigned by:
For New Delhi Television Limited


Dr. Prannoy Roy
Executive Co-Chairperson



Place: New Delhi

Date: 27/09/2018