

T.V. TODAY NETWORK LTD.

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 13, 2019

Corporate Relations Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra - Kurla Complex, Bandra (E), Mumbai - 400 051				
Scrip Code - 532515	Scrip Code - TVTODAY				

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 08, 2019 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:

i) Details of voting results at the AGM of the Company – Annexure – 1

ii) Consolidated scrutinizer's report - Annexure - 2













Voting Results of Annual General Meeting

Details of Poll at AGM and 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 12, 2019

b) Total number of shareholders on record date

21418

c) No. of shareholders present in the meeting either in person or through proxy

- Promoters and Promoter Group

3

- Public

1077

d) No. of Shareholders attended the meeting through Video Conferencing

Not arranged

- Promoters and Promoter Group

- Public

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, 2019 together with the reports of the Board of Directors and Auditors thereon.

Resolution required

: Ordinary

Whether promoter / promoter Group are interested in the agenda /

: No

Category	Mode of Voting	No. of shares held			No. of Votes in favour			% 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	E-Voting	24570960	33957314	98.1997	33957314	0	100.0000	0.0000
	Poll	34579869 - 3457986 9	622555	1.8003	622555	0	100.0000	0.0000
	Total	34579869	34579869	100.0000	34579869	0	100.0000	0.0000
	E-Voting	16205615	14207921	87.6728	14207921	0	100.0000	0.0000
Public - Institutional Holders	Poll	10203013	0	0.0000	0	0	0.00	0.00
	Total	16205615	14207921	87.6728	14207921	0	100.00	0.0000
Public - Non- Institutional Holders	E-Voting	8875631	221739	2.4983	221688	51	99.9770	0.0230
	Poll		15333	0.1728	15333	0	100.0000	0.0000
	Total	8875631	237072	2.6710	237021	51	99.9785	0.0215
Total		59661115	49024862	82.1722	49024811	51	99.9999	0.0001



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 2018-19

Resolution required

: Ordinary

Whether promoter / promoter Group are interested in the agenda /

No

Resoluton ?	.,		No					
Category	Mode of Voting	No. of shares held		% of Votes Polled on outstanding shares	No. of Votes in favour	-	% 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
	E-Voting	34579869	33957314	98.1997	33957314	0	100.0000	0.0000
Promoter and Promoter Group	Poll	34373003	622555	1.8003	622555	0	100.0000	0.0000
	Total	34579869	34579869	100.0000	34579869	0	100.0000	0.0000
	E-Voting	16205615	14214842	87.7155	14214842	0	100.0000	0.0000
Public - Institutional Holders	Poll	10203013	0	0.0000	0	0	0.0000	0.0000
	Total	16205615	14214842	87.71553563	14214842	0	100.00	0.0000
Public - Non- Institutional Holders	E-Voting	8875631	221739	2.4983	221668	71	99.9680	0.0320
	Poll	3073031	15333	0.1728	15333	0	100.0000	0.0000
	Total	8875631	237072	2.6710	237001	71	99.9701	0.0299
Total		59661115	49031783	82.1838	49031712	71	99.9999	

Resolution No. 3: To appoint a Director in place of Mr. Devajyoti Nirmal Bhattacharya (DIN: 00868751) who retires by rotation at this Annual General Meeting and being eligible, offers himself for reappointment.

Resolution required

: Ordinary

Whether promoter / promoter Group are interested in the agenda /

· No

Resoluton ?			: No					
Category	Mode of Voting	No. of shares held		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	E-Voting	34579869	33957314	98.1997	33957314	0	100.0000	0.0000
	Poll		622555	1.8003	622555	0	100,0000	-
	Total	34579869	34579869	100.0000	34579869	0	100.0000	
	E-Voting	16205615	14214842	87.7155	13656723	558119		
Public - Institutional Holders	Poll	10203013	0	0.0000	0	0	0.0000	
	Total	16205615	14214842	87.7155	13656723	558119		
Public - Non- Institutional Holders	E-Voting	8875631	221739	2.4983	221668	71	99.9680	-
	Polí	8875031	15333	0.1728	15333	0	100.0000	
	Total	8875631	237072	2.6710	237001	71	99.9701	0.0299
Total		59661115	49031783	82.1838	48473593	558190		



Resolution No. 4: Approval for revision in remuneration of Ms. Kalli Purie Bhandal (DIN: 00105318), Vice Chairperson and Managing Director of the Company.

Resolution required

Special

Whether promoter / promoter Group are interested in the agenda / Resoluton ?

: No

		No. of shares	No. of votes polled	% of Votes Polled on	No. of Votes	No. of votes against	% of votes in	% of votes against
Category	Mode of Voting	held		outstanding shares	in favour		favour on votes	on votes polled
			100				polled *	
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	34579869	33957314	98.1997	33957314	0	100.0000	0.0000
Promoter and Promoter Group	Poll	345/9869	622555	1.8003	622555	0	100.0000	0.0000
	Total	34579869	34579869	100.0000	34579869	0	100.0000	0.0000
	E-Voting	16205615	14214842	87.7155	14214842	0	100.0000	0.0000
Public - Institutional Holders	Poll	16203613	0	0.0000	0	0	0.0000	0.0000
	Total	16205615	14214842	87.7155	14214842	0	100.0000	0.0000
Public - Non- Iristitutional Holders	E-Voting	8875631	221739	2.4983	221668	71	99,9680	0.0320
	Poll	00/3031	15333	0.1728	15333	0	100.0000	0.0000
	Total	8875631	237072	2.6710	237001	71	99.9701	0.0299
Total		59661115	49031783	82.1838	49031712	71	99.9999	0.0001

Resolution No. 5: Approval of remuneration of Mr. Aroon Purie (DIN: 00002794), Chairman and Whole-time Director of the Company.

Resolution required

Special

Whether promoter / promoter Group are interested in the agenda /

No

Resoluton ?	<u> </u>		No					
Category	Mode of Voting	No. of shares held	2/1-1-1-1-1-1-1		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
	E-Voting	34579869	33957314	98.1997	33957314	0	100.0000	0.0000
Promoter and Promoter Group	Poll	343/9669	0	0.0000) 0	0	0.0000	0.0000
	Total	34579869	33957314	98.1997	33957314	0	100.0000	0.0000
	E-Voting	16205615	14214842	87.7155	14123400	91442	99.3567	0.6433
Public - Institutional Holders	Poll	10203013	0	0.0000	0	0	0.0000	0.0000
	Total	16205615	14214842	87.7155	14123400	91442	99.3567	0.6433
Public - Non- Institutional Holders	E-Voting	8875631	221739	2.4983	221668	71	99.9680	0.0320
	Poll	8873031	15333	0.1728	15333	0	100.0000	0.0000
	Total	8875631	237072	2.6710	237001	71	99.9701	0.0299
Total		59661115	48409228	81.1403	48317715	91513	99.8110	0.1890



Resolution No. 6: Appointment of Mrs. Neera Malhotra (DIN: 00118387) as an Independent Director.

Resolution required

Ordinary

Whether promoter / promoter Group are interested in the agenda /

No

Resoluton 3

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	% 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	E-Voting	34579869	33957314	98.1997	33957314		100.0000	0.0000
	Poll		622555				100.0000	
	Total	34579869	34579869	100.0000	34579869		100.0000	
	E-Voting	16205615	14214842	87.7155	14214842		100.0000	
Public - Institutional Holders	Poll		0	0.0000	0		0.0000	
	Total	16205615	14214842	87.7155	14214842		100.0000	
Public - Non- Institutional Holders	E-Voting	8875631	221739	2.4983	221668	71		
	Poll		15333	0.1728			100.0000	0.0000
	Total	8875631	237072	2.6710		71		0.0299
Total		59661115	49031783		49031712	71		

Resolution No. 7: 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		outstanding shares	No. of Votes in favour	No. of votes against	% of votes in favour on votes polled *	% of votes against on votes polied
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	34579869	33957314	98.1997	33957314	0	100,0000	0.0000
	Poll		622555	1.8003	622555	0	100.0000	
	Total	34579869	34579869	100,0000	34579869	0	100,0000	
	E-Voting	16205615	14214842	87.7155	14214842	0	100.0000	0.0000
Public - Institutional Holders	Poll		0	0.0000	0	0	0.0000	
	Total	16205615	14214842	87.7155	14214842	0		
Public - Non- Institutional Holders	E-Voting	8875631	221739	2.4983	221666			0.0329
	Poll		15333	0.1728			100.0000	0.0000
	Total	8875631	237072				99.9692	0.0308
Total		59661115	49031783					0.0001

Yours faithfully,

For T.V. Today Network Limited

Ashish Sabharwall

Group Head-Secretarial & Company Secretary & Compliance Officer <u>ashish.sabharwal@intoday.com</u>



REPORT OF

T.V. TODAY NETWORK LIMITED

(AGM HELD ON 12[™] DAY OF SEPTEMBER, 2019)



Consolidated Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Rule 21 of Companies (Management and Administration) Rules, 2014]

To,
The Chairman
T.V. Today Network Limited
F-26, First Floor, Connaught Circus,
New Delhi-110001

Re: 20th Annual General Meeting of the members of T.V. TODAY NETWORK LIMITED held on Thursday, 12th day of September, 2019 at 03·30 p.m. (IST) at the Airforce Auditorium, Subroto Park, Dhaula Kuan, New Delhi-110010

I, Saket Sharma, Partner - GSK & Associates, Company Secretaries, appointed as Scrutinizer for the purpose of Scrutinizing the remote e-voting and voting at the Annual General Meeting on resolutions contained in the Notice dated 08th July, 2019 for Annual General Meeting of the members of T V. Today Network Limited (hereinafter referred to as the Company), held on 12th day of September, 2019 at the Airforce Auditorium, Subroto Park, Dhaula Kuan, New Delhi-110010, submit my report as under:

- (i) The members of the Company as on the cut-off date i.e. 05th September, 2019 were entitled to vote on the resolutions (Ordinary Businesses being Item Nos. 1 to 3 and Special Businesses being Item Nos 4 to 7 as set out in the Notice of 20thAnnual General Meeting of the Company).
- (ii) The remote e-voting period remained open from 09th September, 2019 (09:00 a.m.) till 11th September, 2019 (05:00 p.m.). Further, the company provided the facility of voting by poll for the members attending the meeting and who have not exercised their right to vote through remote e-voting.

(iii) After the conclusion of the Annual General Meeting, the locked ballot box was subsequently opened in the presence of 2 witnesses and poll papers were diligently scrutinized. The witnesses have signed below in confirmation of the box being opened in their presence.

Signature: Name Sneha Bajpai

Address: 119/545 Gumti No.5

Kanpur-208012

Name: Anirudh Bajpai

Address: 19/125 Ram Narayan Bazar

Phoolbagh Kanpur-208001

The votes cast by remote e-voting were unblocked on 12th September, 2019 at 4:00 p.m. in presence of 2 witnesses, Ms. Kriti Misra &. Mr. Anshu who are not in the employment of the Company. They have signed below in confirmation of the e-votes being unblocked in their presence.

Name: Kriti Misra

Address: 305 K Block Yashoda Nagar

Kanpur-208011

Signature:

Name: Anshu

Address: 99 Bangla Cantt

Kanpur-208004

Below is provided the consolidated summary of results of remote e-voting and voting at Annual General Meeting through poll:

ORDINARY BUSINESS (ES)

Resolution No.1 (Ordinary)

Consider and adopt the audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 together with the reports of the Board of Directors and Auditors thereon.

Method of voting	Voted in favour of the resolution	Voted against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	48386923	51	0	-
Ballot	637888	0	1054	=
Total	49024811	51	1054	99.999 & ASS

Resolution No.2 (Ordinary)

Declaration of dividend on equity shares for the financial year 2018-19.

Method of voting	Voted in favour of the resolution	Voted against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	48393824	71	0	-
Ballot	637888	0	1054	-
Total	49031712	71	1054	99.999

Resolution No.3 (Ordinary)

Re-appointment of Mr. Devajyotı Nirmal Bhattacharya (DIN: 00868751), Director retiring by rotation

Method of voting	Voted in favour of the resolution	Voted against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	47835705	558190	0	-
Ballot	637888	0	1054	-
Total	48473593	558190	1054	98.862

SPECIAL BUSINESS (ES)

Resolution No.4 (Special)

Approval for revision in remuneration of Ms. Kalli Purie Bhandal (DIN: 00105318), Vice Chairperson and Managing Director of the Company.

Method of voting	Voted in favour of the resolution	Voted against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	48393824	71	0	-
Ballot	637888	0	1054	-
Total	49031712	71	1054	99.999



Resolution No.5 (Special)

Approval of remuneration of Mr. Aroon Purie (DIN: 00002794), Chairman and Whole-time Director of the Company.

Method of voting	Voted in favour of the resolution	Voted against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	48302382	91513	0	-
Ballot	15333	0	1054	-
Total	48317715	91513	1054	99.811

Resolution No.6 (Ordinary)

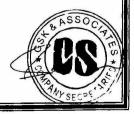
Appointment of Ms. Neera Malhotra (DIN: 00118387) as an Independent Director.

Method of voting	Voted in favour of the resolution	Voted against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	48393824	71	0	_
Ballot	637888	0	1054	-
Total	49031712	71	1054	99.999

Resolution No.7 (Ordinary)

Ratification of the remuneration to be paid to M/s SKG & Co., Cost Accountants, Cost Auditors of the Company.

Method of voting	Voted in favour of the resolution	Voted against the resolution	Invalid	Percentage of Total favorable vote cast (valid)
E-voting	48393822	73	0	-
Ballot	637888	0	1054	-
Total	49031710	73	1054	99.999



I am pleased to submit my report for your appropriate action and doing needful in the matter.

Thanking You

Yours' Faithfully

For GSK & Associates

Company Screetaries

Saket Sharma

(Partner)

M. No.: F4229

C. P. No.: 2565

Date: 13.09.2019

Place: NOIDA

CHAIRMAN

Consolidated Working

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	£			e-voting							ballot			
Resolutions	No of members who voted	No. of members	For No of shares held		ainst No of shares held		nvalid No of shares held	No. of members who voted		For No of shares held	Agg No of members	No of		nvalid No of shares
Resolution No 1 Consider and adopt the audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 together with the reports of the Board of Directors and Auditors thereon	55	5	4 48386923	1	51	c	0	77	69	637888) 8	1054
Resolution No 2 Declaration of dividend on equity shares for the financial year 2018-19	56	5	48393824	2	71	c	0	77	69	637888	. 0) 8	1054
Resolution No. 3 Re-appointment of Mr Devajyoti Nirmal Bhattacharya (DIN 00868751), Director retiring by rotation	56		47835705	15	558190		0	77	69	637888	3 0	C) 8	1054
Resolution No. 4 Approval for revision in remuneration of Ms. Kalli Purie Bhandal (DIN 00105318), Vice Chairperson and Managing Director of the Company Resolution No. 5	56		48393824	. 2	71	C) 0	77	69	637888	3 0	o) 8	1054
Approval of remuneration of Mr Aroon Purie (DIN 00002794), Chairman and Whole-time Director of the Company	56		48302382	. 3	91513	(0 0	75	67	15333	. 0	, o	8	1054
Resolution No. 6 Appointment of Ms Neera Malhotra (DIN 00118387) as an Independent Director	56	5	48393824	. 2	71	(77	69	637888	0	0) 8	1054
Resolution No. 7 Ratification of the remuneration to be paid to M/s SKG & Co , Cost Accountants, Cost Auditors of the Company	56	5 !	48393822	2 3	73	(0	77	69	637888	0	o) 8	1054





FORM No. MGT-13 Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
T.V. Today Network Limited
F-26, First Floor, Connaught Circus,
New Delhi-110001

Reg. 20th Annual General Meeting of the members of T.V. TODAY NETWORK LIMITED held on Thursday, 12th day of September, 2019 at 03:30 p.m. (IST) at the Airforce Auditorium, Subroto Park, Dhaula Kuan, New Delhi-110010

Dear Sir,

- I, Saket Sharma, Partner- GSK & Associates, Company Secretaries, appointed as scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 20th Annual General Meeting of the members of T.V. Today Network Limited, held on Thursday, 12th day of September, 2019 at 03:30 p.m. (IST) at the Airforce Auditorium, Subroto Park, Dhaula Kuan, New Delhi, submit my report as under:
 - 1 After the time fixed for closing of the poll by the Chairman, 2 (Two) ballot boxes kept for polling was locked in my presence with due identification marks placed by me.
 - 2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
 - 3. The meeting was attended by 77 (Seventy Seven) members (including members in person, Authorized Representative and Proxy).
 - 4. I found 8 (Eight) ballot papers invalid
 - 4. The result of the poll is as under:

ORDINARY BUSINESS (ES)

a) Resolution No.1 (Ordinary)

Consider and adopt the audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31st, 2019 together with the reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution.

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
69	637888	100

(ii) Voted against the resolution.

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes.

Total number of members present and voting (in person or by proxy)whose votes were declared invalid	Total number of votes cast by them
8	1054

b) Resolution No. 2 (Ordinary)

Declaration of dividend on equity shares for the financial year 2018-19.

(1) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
69	637888	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes.

Total number of members present and voting (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	1054

c) Resolution No. 3 (Ordinary)

Re-appointment of Mr. Devajyoti Nirmal Bhattacharya (DIN: 00868751), Director retiring by rotation.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
69	637888	100

(ii) Voted against the resolution.

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

Total number of members present and voting (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	1054

SPECIAL BUSINESS (ES)

d) Resolution No. 4 (Special)

Approval for revision in remuneration of Ms. Kalli Purie Bhandal (DIN: 00105318), Vice Chairperson and Managing Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
69	637888	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members present and voting (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	1054

e) Resolution No. 5 (Special)

Approval of remuneration of Mr Aroon Purie (DIN: 00002794), Chairman and Whole-time Director of the Company.

(i) Voted in favour of the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
67	15333	100

(11) Voted against the resolution.

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast	& ASS
0	0	0	S
			W CO

(11i) Invalid votes:

Total number of members present and voting (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	1054

f) Resolution No. 6 (Ordinary)

Appointment of Ms. Neera Malhotra (DIN: 00118387) as an Independent Director.

(1) Voted in favour of the resolution.

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
69	637888	100

(ii) Voted against the resolution

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members present and voting (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	1054

g) Resolution No. 7 (Ordinary)

Ratification of the remuneration to be paid to M/s SKG & Co , Cost Accountants, Cost Auditors of the Company.

(1) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
69	637888	100

(ii) Voted against the resolution.

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes.

Total number of members present and voting (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
8	1054

- 5. A list of equity shareholders who voted "FOR" and "AGAINST" for each resolution and whose shares were declared "INVALID" are enclosed.
- 6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you

Yours faithfully

For GSK & Associates, Company Secretarity

4 xx 8

Saket Sharma

(Partner)

M. No.: F4229 C. P. No.: 2565

Place: Noida

Date: 13.09.2019



REPORT OF SCRUITINIZER [E-VOTING]

[Pursuant to Section 108 of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rule, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman
T.V. Today Network Limited
F-26, First Floor, Connaught Circus,
New Delhi-110001

Reg: 20th Annual General Meeting of the members of T.V. TODAY NETWORK LIMITED held on Thursday, 12th day of September, 2019 at 03:30 p.m. (IST) at the Airforce Auditorium, Subroto Park, Dhaula Kuan, New Delhi-110010

Dear Sir,

- I, Saket Sharma, Partner GSK & Associates, Company Secretaries, appointed as Scrutinizer for the 20th Annual General Meeting of the members of T.V Today Network Limited held on Thursday, 12th day of September, 2019 at 03:30 p.m. (IST) at the Airforce Auditorium, Subroto Park, Dhaula Kuan, New Delhi-110010 for the purpose of scrutinizing the remote E-Voting Process in a fair and transparent manner and ascertaining the requisite majority on remote E-voting carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 on the below mentioned resolutions, submit my report as under:
 - 1. The remote E-Voting period started from 09th September, 2019 at 09:00 a.m. and ended on 11th September, 2019 at 05:00 p.m.
 - 2. The shareholders holding shares either in physical form or in dematerialised form as on the "cut-off" date, i.e. 05th September, 2019 were entitled to vote electronically on the proposed resolutions as mentioned in the Notice of the Annual General Meeting of T.V. Today Network Limited.

3 The votes were unblocked on 12th September. 2019 at 4:00 p.m. in the presence of two witnesses, namely Ms. Kriti Misra r/o 305 K Block Yashoda Nagar, Kanpur-208011 and Mr. Anshu r/o 99 Bangla Cantt, Kanpur-208004 who are not in the employment of T.V. Today Network Limited.

They have signed below in confirmation of the votes being unblocked in their presence.

(Kriti Misra) (Anshu)

- 4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from E-voting website of Central Depository Services (India) Limited (https://www.evotingindia.com).
- 5. The result of the poll through remote e-voting is as under (the percentage in decimal has been rounded off):

ORDINARY BUSINESS (ES)

a) Resolution No.1 (Ordinary)

Consider and adopt the audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 together with the reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
54	48386923	99.999

(ii) Voted against the resolution:

Number of members	Number of votes cast	% of total number of
	by them	valid votes cast
1	51	0.001

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

b) Resolution No. 2 (Ordinary)

Declaration of dividend on equity shares for the financial year 2018-19.

(i) Voted in favour of the resolution.

Number of members	Number of votes cast by them	% of total number of valid votes cast
54	48393824	99.999

(ii) Voted against the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
2	71	0.001

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

c) Resolution No. 3 (Ordinary)

Re-appointment of Mr Devajyoti Nirmal Bhattacharya (DIN: 00868751), Director retiring by rotation.

(i) Voted in favour of the resolution.

Number of members	Number of votes cast	% of total number of
	by them	valid votes cast
41	47835705	98 85

(ii) Voted against the resolution:

Number of members	Number of votes cast	% of total number of
·	by them	valid votes cast
15	558190	1.15

Total number of members whose	Total number of votes cast by
votes were declared invalid	them
0	0

SPECIAL BUSINESS (ES)

d) Resolution No. 4 (Special)

Approval for revision in remuneration of Ms Kalli Purie Bhandal (DIN. 00105318), Vice Chairperson and Managing Director of the Company.

(i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
54	48393824	99.999

(ii) Voted against the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
2	71	0.001

(iii) Invalid votes.

Total number of members whose	Total number of votes cast by
votes were declared invalid	them
0	0

e) Resolution No. 5 (Special)

Approval of remuneration of Mr. Aroon Purie (DIN: 00002794), Chairman and Whole-time Director of the Company.

(1) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
53	48302382	99.81

(ii) Voted against the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
3	91513	0.19

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

f) Resolution No. 6 (Ordinary)

Appointment of Ms. Neera Malhotra (DIN: 00118387) as an Independent Director.

(i) Voted in favour of the resolution:

Number of members	Number of votes cast by them	% of total number of valid votes cast
54	48393824	99 999

(ii) Voted against the resolution.

Number of members	Number of votes cast by them	% of total number of valid votes cast
2	71	0 001

(111) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

g) Resolution No. 7 (Ordinary)

Ratification of the remuneration to be paid to M/s SKG & Co., Cost Accountants, Cost Auditors of the Company

(i) Voted in favour of the resolution.

Number of members	Number of votes cast by them	% of total number of valid votes cast
53	48393822	99.999

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

Number of members	Number of votes cast	% of total number of
	by them	valid votes cast
3	73	0.001

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

6. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking you

Yours faithfully

For GSK & Associates

Company Secretaries

Saket Sharma

(Partner)

M. No.: F4229

C. P. No.: 2565

Date: 13.09.2019

Place: NOIDA