

MINISTRY OF CORPORATE AFFAIRS
RECEIPT
G.A.R.7

SRN : F97392237

Service Request Date : 13/08/2024

Payment made into : ICICI Bank

Received From :

Name : SECRETARIAL NDTV
Address : W-17, 2nd Floor,
Greater Kailash-I New Delhi
Delhi, Delhi
IN - 110048

Entity on whose behalf money is paid

CIN: L92111DL1988PLC033099
Name : NEW DELHI TELEVISION LIMITED
Address : W-17, 2nd Floor, Greater Kailash-I, Greater Kailash
New Delhi, Delhi
India - 110048

Full Particulars of Remittance

Service Type: eFiling

Service Description	Type of Fee	Amount(Rs.)
Fee for Form MGT-7 for the financial year ending on 2024	Normal	600.00
Total		600.00

Mode of Payment: Credit Card- ICICI Bank

Received Payment Rupees: Six Hundred Only

Note –The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar , then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration offices offices and Fees) Rules, 2014)

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L92111DL1988PLC033099

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACN0865D

(ii) (a) Name of the company

NEW DELHI TELEVISION LIMITE

(b) Registered office address

W-17, 2nd Floor, Greater Kailash-I, Greater Kailash
New Delhi
South Delhi
Delhi
110048

(c) *e-mail ID of the company

SE*****TV.COM

(d) *Telephone number with STD code

01*****77

(e) Website

www.ndtv.com

(iii) Date of Incorporation

08/09/1988

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, Nanakramguda, Serili ngampally NA

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 26/06/2024

(b) Due date of AGM 30/09/2024

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J4	Broadcasting and programming activities	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 11

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	RRPR Holding Private Limited	U65993DL2005PTC139803	Holding	56.45
2	NDTV Convergence Limited	U64201DL2006PLC156531	Subsidiary	92

3	NDTV Labs Limited	U72200DL2006PLC156530	Subsidiary	99.97
4	NDTV Networks Limited	U74140DL2010PLC203965	Subsidiary	85
5	NDTV Media Limited	U72900DL2002PLC117669	Subsidiary	74
6	NDTV Worldwide Limited	U51109DL2008PLC180773	Subsidiary	96.25
7	Red Pixels Ventures Limited	U74999DL2015PLC284755	Associate	44.16
8	Astro Awani Networks Sdn Bhd	U74900DL2013PLC248812	Associate	15.38
9	Indianroots Shopping Limited	U74900DL2015PLC286002	Subsidiary	41.9
10	Lifestyle & Media Holdings Limited	U74900DL2010PLC203968	Joint Venture	41.65
11	Onart Quest Limited	U74999TN2015PLC142862	Joint Venture	31.8

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	433,250,000	64,482,517	64,471,267	64,471,267
Total amount of equity shares (in Rupees)	1,733,000,000	257,930,068	257,885,068	257,885,068

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	433,250,000	64,482,517	64,471,267	64,471,267
Nominal value per share (in rupees)	4	4	4	4
Total amount of equity shares (in rupees)	1,733,000,000	257,930,068	257,885,068	257,885,068

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	31,930	64,439,337	64471267	257,885,068	257,885,068	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				0	0	0
Dematerialization						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0

iv. Others, specify				0	0	
Dematerialization						
At the end of the year	31,930	64,439,337	64471267	257,885,068	257,885,068	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
NIL						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
NIL						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE155G01029

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☐ Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☒

No

☐

Not Applicable

Separate sheet attached for details of transfers

☒

Yes

☐

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

2,289,637,160

(ii) Net worth of the Company

3,605,329,123

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	3,223,564	5	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	41,722,396	64.71	0	
10.	Others NIL	0	0	0	
	Total	44,945,960	69.71	0	0

Total number of shareholders (promoters)

4

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	16,794,148	26.05	0	
	(ii) Non-resident Indian (NRI)	251,845	0.39	0	
	(iii) Foreign national (other than NRI)	134,458	0.21	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	46	0	0	
5.	Financial institutions	2,025	0	0	
6.	Foreign institutional investors	90,699	0.14	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	2,251,400	3.49	0	
10.	Others Trust & Clearing Members	686	0	0	
	Total	19,525,307	30.28	0	0

Total number of shareholders (other than promoters)

102,617

**Total number of shareholders (Promoters+Public/
Other than promoters)**

102,621

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

6

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
GOLDMAN SACHS (SIN)				53,238	0.08
AMERICAN CENTURY F				26,266	0.04
COPTHALL MAURITIUS				5,991	0.01
EMERGING MARKETS C				3,420	0.01

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
SOMERVILLE TRADING				950	0
AMERICAN CENTURY F				834	0

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	4	4
Members (other than promoters)	102,233	102,617
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	2	4	2	4	0	0
(i) Non-Independent	2	1	2	0	0	0
(ii) Independent	0	3	0	4	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	4	2	4	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

8

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Sanjay Pugalia	08360398	Whole-time director	0	
Senthil Chengalvaraya	02330757	Whole-time director	0	
Viral Jagdish Doshi	00583487	Director	0	
Upendra Kumar Sinha	00010336	Director	0	
Dipali Balkrishan Goen	00007199	Director	0	
Dinesh Kumar Mittal	00040000	Director	0	
Anup Dutta	AAHPD2944D	CFO	0	
Parinita Bhutani Dugga	BXJPB8243B	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

7

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Sanjay Pugalia	08360398	Whole-time director	01/04/2023	Change in Designation
Senthil Chengalvara	02330757	Whole-time director	01/04/2023	Change in Designation
Upendra Kumar Sinh	00010336	Director	25/06/2023	Change in Designation
Dipali Balkrishan Go	00007199	Director	25/06/2023	Change in Designation
Dinesh Kumar Mittal	00040000	Director	27/06/2023	Additional Director
Dinesh Kumar Mittal	00040000	Director	20/07/2023	Change in Designation
Aman Kumar Singh	02860208	Director	01/04/2023	Cessation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	20/07/2023	107,825	155	35.53

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	01/05/2023	5	5	100
2	17/05/2023	5	5	100
3	27/07/2023	6	6	100
4	20/09/2023	6	6	100
5	23/10/2023	6	6	100
6	09/12/2023	6	5	83.33
7	30/01/2024	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

13

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	01/05/2023	4	4	100
2	Audit Committee	27/07/2023	4	4	100
3	Audit Committee	23/10/2023	4	4	100
4	Audit Committee	09/12/2023	4	3	75
5	Audit Committee	30/01/2024	4	4	100
6	Nomination and Remuneration	01/05/2023	3	3	100
7	Nomination and Remuneration	27/07/2023	3	3	100
8	Nomination and Remuneration	20/09/2023	3	3	100
9	Nomination and Remuneration	30/01/2024	3	3	100
10	Stakeholder's Meeting	27/07/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	26/06/2024
								(Y/N/NA)
1	Sanjay Pugalisa	7	7	100	9	9	100	Yes
2	Senthil Cheng	7	7	100	1	1	100	Yes
3	Viral Jagdish D	7	7	100	11	11	100	Yes
4	Upendra Kum	7	7	100	7	7	100	Yes
5	Dipali Balkrish	7	6	85.71	12	10	83.33	Yes
6	Dinesh Kumar	5	5	100	2	2	100	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sanjay Pugalisa	Whole-time Dire	0	0	0	0	0
2	Senthil Chengalvar	Whole-time Dire	23,983,387	0	0	0	23,983,387
	Total		23,983,387	0	0	0	23,983,387

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Anup Dutta	Chief Financial C	10,986,430	0	0	0	10,986,430
2	Parinita Bhutani Du	Company Secre	4,135,467	0	0	0	4,135,467
	Total		15,121,897	0	0	0	15,121,897

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Upendra Kumar Sin	Independent Dir	5,000,000	0	0	1,100,000	6,100,000
2	Viral Jagdish Doshi	Independent Dir	3,000,000	0	0	1,300,000	4,300,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	Dipali Balkrishan G	Independent Dir	3,000,000	0	0	1,150,000	4,150,000
4	Dinesh Kumar Mitta	Independent Dir	3,000,000	0	0	650,000	3,650,000
	Total		14,000,000	0	0	4,200,000	18,200,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Vishhal Arorah

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

5992

I/We certify that:
(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated
(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

Sanjay Pugalia

Digitally signed by Sanjay Pugalia
Date: 2024.08.13 17:37:02 +05'30'

DIN of the director

To be digitally signed by

PARINITA BHUTANI

Digitally signed by PARINITA BHUTANI
Date: 2024.08.13 17:37:48 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

MGT-8_NDTV_23-24_01082024.pdf

Clarification Note on Meetings.pdf

Clarification note on Shareholding Pattern

Clarification Note on Subsidiaries Status of

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

VISHAL ARORA & ASSOCIATES

Company Secretaries

Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

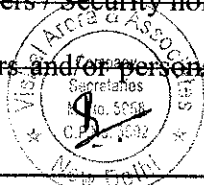
CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records, books and papers of **NEW DELHI TELEVISION LIMITED** ("the Company"), CIN- **L92111DL1988PLC033099**, having its registered office at W-17, 2nd Floor, Greater Kailash-I, New Delhi-110048 as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder for the financial year ended on March 31, 2024. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company and its officers, we certify that:

A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. during the aforesaid financial year the Company has complied with the provisions of the Act & Rules made there under in respect of :

1. its status under the Act is Active;
2. maintenance of registers/records & making entries therein within the time prescribed therefore;
3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, ~~Regional Director, Central Government, the Tribunal, Court or other authorities~~ within/beyond the prescribed time;
4. calling/ convening/ holding meetings of Board of Directors or its Committees, ~~if any~~, and the meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, ~~if any~~, have been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed;
5. ~~Closure of Register of Members / Security holders, as the case may be;~~
6. ~~advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;~~



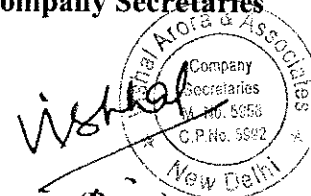
B-29, 4th Floor, Sector-1, Noida, Uttar Pradesh-201301

Tel: +91 0120 4398 950

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

7. contracts/arrangements with related parties as specified in section 188 of the Act;
8. ~~issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;~~
9. ~~keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;~~
10. ~~declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;~~
11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. constitution/appointment/re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. ~~appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;~~
14. ~~approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;~~
15. acceptance/ renewal/ repayment of deposits;
16. borrowings from its directors, members, public financial institutions, banks and others and creation/modification/ satisfaction of charges in that respect, wherever applicable;
17. ~~loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;~~
18. ~~alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;~~

For Vishal Arora & Associates
Company Secretaries



(Prop.)

C.P. No: 5992

UDIN: F005958F000873431

Place: Noida

Date: 01.08.2024

Note: The qualification, reservation or adverse remarks; if any, may be stated at the relevant place(s).

NOTE FOR COMMITTEE MEETINGS HELD DURING THE FINANCIAL YEAR 2023-24

In continuation of Committee Meetings details given under Point IX C, it may be noted that during the year under review, 13 Committee meetings were held. However, due to space constraint, the details of 3 meetings are given herein below:

Sr.No.	Type of meeting	Date of meeting	Total Number of members as on the date of meeting	Number of members attended	% of attendance
11.	Corporate Social Responsibility Committee	01/05/2023	3	3	100
12.	Risk Management Committee	27/07/2023	3	3	100
13.	Risk Management Committee	15/01/2024	3	2	66.67

NOTE FOR SHAREHOLDING PATTERN OF PROMOTER AS ON MARCH 31, 2024

With reference to Point No. VI(a) Shareholding Pattern of Promoters, the detailed bifurcation of Shareholding Pattern of Promoter is given herein below:

Sr. No.	Name of the Promoter	Demat / Folio No.	Number of Shares	Percentage of Holding
1.	Dr. Prannoy Roy*	IN30021427270784	1611782	2.5%
2.	Mrs. Radhika Roy*	IN30021427270792	1611782	2.5%
3.	RRPR Holding Private Limited	1203500001938747	17577676	27.26%
4.	RRPR Holding Private Limited	IN30036022640804	18813928	29.18%
5.	Vishvapradhan Commercial Private Limited	IN30292710374201	5330792	8.27%
	Total		44945960	69.71

* Dr. Prannoy Roy and Mrs. Radhika Roy are re-classified to 'Public' category shareholders w.e.f. April 22, 2024.

**DETAILS OF PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES OF NEW DELHI TELEVISION LIMITED
(THE “COMPANY”)**

Sr. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary / Associate	% of shares held	Applicable Section
1.	RRPR Holding Private Limited	U65993DL2005PTC139803	Holding	56.45%	Section 2(46)
2.	NDTV Convergence Limited	U64201DL2006PLC156531	Subsidiary	17% held by the Company and 75% held by NDTV Networks Ltd., subsidiary of the Company	Section 2(87)
3.	NDTV Labs Limited	U72200DL2006PLC156530	Subsidiary	99.97% held by NDTV Networks Ltd., subsidiary of the Company	Section 2(87)
4.	NDTV Networks Limited	U74140DL2010PLC203965	Subsidiary	85% held by the Company	Section 2(87)
5.	NDTV Media Limited	U72900DL2002PLC117669	Subsidiary	74% held by the Company	Section 2(87)
6.	NDTV Worldwide Limited	U51109DL2008PLC180773	Subsidiary	92% held by the Company and 4.25 % held by NDTV Media Limited, subsidiary of the Company	Section 2(87)
7.	Red Pixels Ventures Limited	U74999DL2015PLC284755	Associate	44.16% held by NDTV Convergence Ltd., subsidiary of the Company	Section 2(6)
8.	Astro Awani Network Sdn Bhd, Malaysia	N.A.	Associate	7.69% held by the Company, 7.69% held by NDTV Networks Ltd., subsidiary of the Company	Section 2(6)
9.	Lifestyle & Media Holdings Limited (formerly known as NDTV Lifestyle Holdings Limited)	U74900DL2010PLC203968	Joint Venture	41.65% held by NDTV Networks Limited, a subsidiary of the Company	Section 2(6)
10.	OnArt Quest Limited	U74999TN2015PLC142862	Joint Venture	15.90% held by Company, 15.90% held by NDTV Convergence Ltd., subsidiary of the Company	Section 2(6)

11.	IndianRoots Shopping Limited (Formerly NDTV Ethnic Retail Limited) ¹	U74900DL2013PLC248812	Joint Venture	99.257% held by Lifestyle & Media Holdings Ltd., Joint Venture of the Company	Section 2(6)
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Notes:

1 Indianroots Shopping Limited is under the process of striking off.