

April 25, 2025

To,

**BSE Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai - 400 001

**Scrip Code: 532529**

**National Stock Exchange of India Limited**

Exchange Plaza, 5<sup>th</sup> floor, Bandra Kurla Complex,  
Bandra (East) Mumbai - 400 051

**Scrip Symbol: NDTV**

**Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")**

Dear Sir/ Ma'am,

The Board of Directors of the Company at their meeting held on April 25, 2025, considered and approved the execution of share purchase agreement for the purchase of 3,067 equity shares of NDTV Convergence Limited ("NCL"), constituting 4.60% of the issued, subscribed and fully paid-up equity share capital of NCL, from the NDTV Group Employees Trust, at a price of Rs. 31,596 per equity share.

The details required in terms of Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are enclosed herewith as **Annexure A**.

You are requested to take the above information on record.

Thanking you,

Yours sincerely,

**For New Delhi Television Limited**

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**Parinita Bhutani Duggal**

**Company Secretary and Compliance Officer**

**Encl.: As above**

# Annexure A

**Disclosures/ Details of Agreement pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024**

| S. No. | Particulars  | Details   |
|--------|--|---|
| (a)    | Name(s) of parties with whom the Agreement is entered.   | The share purchase agreement (“SPA”) has been executed by New Delhi Television Limited (“Company”), NDTV Convergence Limited (“NCL”), and NDTV Group Employees Trust. |
| (b)    | Name of the target entity, details in brief such as size, turnover etc.  | NDTV Convergence Limited is having turnover of Rs. 2328.55 million as on March 31, 2025.  |
| (c)    | Purpose of entering into the agreement.  | The SPA has been executed to record the terms of the proposed purchase of 3,067 equity shares of NCL by the Company from NDTV Group Employees Trust.                  |
| (d)    | Industry to which the entity being acquired belongs.   | NCL is into media industry.   |
| (e)    | Shareholding, if any, in the entity with whom the agreement is executed.   | The Company holds 95.40% of the fully paid-up equity share capital of NCL (20.40% directly and 75% through NDTV Networks Limited).                                    |
| (f)    | Significant terms of the agreement (in brief).   | The SPA is subject to fulfilment of certain conditions precedent.   |
| (g)    | Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity). | The specified acquisition aims to simplify the governance structure of NDTV group companies.  |
| (h)    | Brief details of any governmental or regulatory approvals required for the acquisition.  | Not applicable  |
| (i)    | Indicative time period for completion of the acquisition.  | The indicative time period for completion of acquisition of the shares is May 31, 2025  |
| (h)    | Consideration - whether cash consideration or share swap or any other form and details of the same.  | The consideration under the SPA is in cash.   |
| (k)    | Cost of acquisition and/or the price at which the shares are acquired.   | Rs. 31,596 per equity share   |

|     |   |  |
|-----|---|--|
| (l) | Percentage of shareholding / control acquired and / or number of shares acquired  | 3,067 equity shares, constituting 4.60% of the issued, subscribed and fully paid-up equity share capital of NCL. |
| (m) | Extent and the nature of impact on management or control of the listed entity.  | Not applicable   |
| (n) | Details and quantification of the restriction or liability imposed upon the listed entity.  | None   |
| (o) | Whether, the said parties are related to promoter/ promoter group/ group companies in any manner. If yes, nature of relationship.   | Yes, NCL is a subsidiary of the Company.   |
| (p) | Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”.   | The said transaction is at arm’s length.   |
| (q) | In case of issuance of shares to the parties, details of issue price, class of shares issued.   | Not applicable   |
| (r) | Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.  | Not applicable   |
| (s) | In case of rescission, amendment or alteration, listed entity shall disclose additional details to the stock exchange(s):<br>i. name of parties to the agreement;<br>ii. nature of the agreement;<br>iii. date of execution of the agreement;<br>iv. details of amendment or alteration and impact thereof; or<br>v. reasons for rescission and impact thereof. | Not applicable   |

|     |   |  |                             |
|-----|---|--|-----------------------------|
| (t) | Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief). | NCL was incorporated on December 13, 2006, having its registered office at W-17, 2nd Floor, Greater Kailash-I, New Delhi-110048. The company is focused on publishing news and current affairs content through websites, mobile apps, and other digital platforms, using new-age technologies to enhance viewer engagement and experience. |                             |
|     |   | Last three years' Turnover<br>(Revenue from operation):  |                             |
|     |   | Financial Year ended   | Amount<br>(Rs. in millions) |
|     |   | March 31, 2025   | 2328.55                     |
|     |   | March 31, 2024   | 1562.64                     |
|     |   | March 31, 2023   | 2026.35                     |