

March 28, 2023

The Secretary, BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai-400 001	The Asst. Vice-President, The National Stock Exchange of India Limited “Exchange Plaza” Bandra Kurla Complex, Bandra (East) Mumbai-400051
Scrip Code: 532529	Scrip Symbol: NDTV

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

Dear Sir/ Ma'am,

The Board of Directors of New Delhi Television Limited (“**Company**”) at its meeting held today i.e. March 28, 2023, has *inter alia* considered and approved the following:

1. Appointment of Mr. Sanjay Pugalia (DIN: 08360398), as a Whole-time Director of the Company (from existing Non - Executive Director) for a term of three (3) years with effect from April 1, 2023, subject to the approval of Ministry of Information & Broadcasting and Shareholders of the Company.
2. Appointment of Mr. Senthil Sinniah Chengalvarayan (DIN: 02330757), as a Whole-time Director of the Company (from existing Non - Executive Director) for a term of 3 years with effect from April 1, 2023, subject to the approval of Ministry of Information & Broadcasting and Shareholders of the Company.
3. Appointment of Mr. Shobhit Dwivedi, Vice President - Management Audit & Assurance Services (MAAS) of Adani Enterprises Limited as an Internal Auditor of the Company, with effect from April 1, 2023.
4. Appointment of M/s Vishal Arora and Associates, Practicing Company Secretaries, as the Secretarial Auditor of the Company for the financial year 2023-24.
5. Transfer of the entire stake held by the Company in its wholly owned subsidiary viz. Delta Softpro Private Limited (“**Delta Softpro**”) as agreed vide Share Purchase Agreement dated April 22, 2022, to Bathla Teletech Private Limited and its affiliates. The transaction has been completed today and consequently, Delta Softpro has ceased to be the wholly owned subsidiary of the Company w.e.f. March 28, 2023.

The details of new Whole-time Directors as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI LODR**”) read with SEBI Circular No. CTR/CFD/CMD/4/2015 dated September 9, 2015, along with their brief profiles are enclosed

herewith as **Annexure I**. Further, details in regard to the sale of stake in Delta Softpro are enclosed in **Annexure II**.

The brief profile of Mr. Shobhit Dwivedi, Internal Auditor and M/s Vishal Arora and Associates, Practicing Company Secretaries, Secretarial Auditor are enclosed herewith as **Annexure III**.

You are requested to take the above information on record.

Thanking you,

Yours sincerely,

For New Delhi Television Limited

PARINITA Digitally signed by
PARINITA BHUTANI
BHUTANI Date: 2023.03.28
22:09:58 +05'30'

Parinita Bhutani Duggal
Company Secretary and Compliance Officer

Encl: A/a

Annexure I

Details required under Regulation 30 of SEBI LODR and SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015

Sr. No.	Particulars	Details	
1.	Name of Director/ Nature of Directorship	Mr. Sanjay Pugalia Additional Whole-time Director (DIN: 08360398)	Mr. Senthil Sinniah Chengalvarayan Additional Whole-time Director (DIN: 02330757)
2.	Reason for change	Appointment as Additional Whole-time Director (from existing Non - Executive Director)	Appointment as Additional Whole-time Director (from existing Non - Executive Director)
3.	Date of Appointment and term of Appointment	With effect from April 1, 2023 for 3 (three) years upto March 31, 2026, subject to approval of Ministry of Information & Broadcasting and Shareholders of the Company.	With effect from April 1, 2023 for 3 (three) years upto March 31, 2026, subject to approval of Ministry of Information & Broadcasting and Shareholders of the Company.
4.	Brief profile (in case of appointment)	<p>Mr. Sanjay Pugalia is a renowned political and business journalist. He has vast experience in digital, television and the print media. He has been a part of several pioneering ventures in India & has launched and headed CNBC Awaaz for 12 years. Earlier, as News Director, he set up Star News in Hindi, headed Zee News and was part of the founding team of AajTak.</p> <p>He has also worked with Australia's Nine Network's Indian JV in 2000-01 as President - Head of Strategic Planning and Film Business. As a print journalist he has worked with Business Standard and Navbharat Times. He was also a regular contributor to BBC Hindi Radio during the 1990s.</p>	<p>Mr. Senthil Chengalvarayan is a trusted name in Indian Business News Journalism. A doyen of the industry with over 35 years of experience, Mr. Chengalvarayan was the founding editor of CNBC TV18 and then the Editor-in-Chief of Network 18's Business News Room.</p>

5.	Disclosure of Relationship between Directors (in case of appointment)	Mr. Pugalia is not related to any Director of the Company.	Mr. Chengalvarayan is not related to any Director of the Company.
6.	Other Directorships/ Memberships in listed entities (only in case of resignation of Independent Directors)	Not Applicable	Not Applicable

Annexure II

Details required under Regulation 30 of SEBI LODR and SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015

Sr. No.	Particular	Details
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year*	Net Worth of Delta Softpro: Rs. 3.91 crore (attributing 1.13% of the net worth of the Company as on March 31, 2022)
2.	Date on which the agreement for sale has been entered into	April 22, 2022
3.	The date of completion of sale /disposal	March 28, 2023
4.	Consideration received from such sale/disposal	The Company has transferred its entire stake (i.e. 84,78,958 equity shares) held in Delta Softpro Private Limited to Bathla Teletech Private Limited and its affiliates at total consideration of Rs. 30 crores (net consideration: Rs 28 crores).
5.	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof;	The Purchasers are engaged in trading of mobile and electronic devices. Further, the Purchasers do not belong to the promoter/ promoter group/group companies.
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arms-length”.	The transaction is not a related party transaction.
7.	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	Not Applicable

Brief Profile of Mr. Shobhit Dwivedi, Internal Auditor

Shobhit Dwivedi is a Chartered Accountant with 19 years of auditing experience in diversified sectors including Infrastructure, Information Technology, Real Estate, Food & Beverage, Manufacturing, Logistics, Retail, Hospital, Nutraceuticals, E-commerce, and Banking. He has sound experience in the fields of Internal audit, Risk management, Ethics & Compliance, Investigations, Due diligence, SOX, SAP GRC, IT Audits, IFC, ESG and other bespoke solutions.

During his overall experience, Mr. Dwivedi had developed an agile, cost effective and well-integrated audit model which was bestowed with Most Innovative Audit Model in 2019 by UBS. He has also served as a member of training committee of IIA Delhi Chapter and nominated as a board member to the Internal Auditing Standards Board of ICAI.

Brief Profile of M/s Vishal Arora & Associates, Company Secretaries, Secretarial Auditor

M/s Vishal Arora & Associates, Company Secretaries ('the Firm'), is a full-service corporate consultancy firm operating in Delhi for the last 17 years. The Firm has been associated with a number of renowned Companies for various Corporate, Secretarial, Legal, and Financial matters.

The strength of the firm lies in understanding the secretarial, financial and legal architecture and its application to respective Company's business goals.

The firm specializes in the area of core secretarial services. The other services includes strategic policy and legal advice, mergers and acquisitions, due diligence, leading negotiations, legal documentation and other regulatory compliances