

July 20, 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: Proceedings of the 35th Annual General Meeting of New Delhi Television Limited (“the Company”)

Dear Sir/ Ma’am,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the summary of the proceedings of the 35th Annual General Meeting of the Company held through Video Conferencing on Thursday, July 20, 2023 (commenced at 2.00 p.m. and concluded at 2.55 p.m.).

You are requested to take the same on record.

Thanking you,

Yours sincerely,

For New Delhi Television Limited

Parinita Bhutani Duggal
Company Secretary and Compliance Officer

Encl.: As above

**SUMMARY OF THE PROCEEDINGS OF THE 35th ANNUAL GENERAL MEETING
OF NEW DELHI TELEVISION LIMITED**

The 35th Annual General Meeting (“AGM”) of the Members of the Company was held on Thursday, July 20, 2023, at 2.00 p.m. (IST) through Video Conferencing (“VC”) in conformity with the regulatory provisions and circulars issued by the Ministry of Corporate Affairs (“MCA”), the Securities and Exchange Board of India (“SEBI”) and as per the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

DIRECTORS IN ATTENDANCE :
Mr. Upendra Kumar Sinha <i>Chairperson and Independent Director and Chairperson of the Audit Committee, joined over VC from our office in New Delhi</i>
Mr. Sanjay Pugalia <i>Whole-time Director and Chairperson of the Corporate Social Responsibility Committee and Risk Management Committee, joined over VC from our office in New Delhi</i>
Mr. Senthil Sinniah Chengalvarayan <i>Whole-time Director, joined over VC from our office in New Delhi</i>
Ms. Dipali Goenka <i>Independent Director and Chairperson of the Stakeholders’ Relationship Committee, joined over VC from our office in New Delhi</i>
Mr. Viral Jagdish Doshi <i>Independent Director and Chairperson of the Nomination and Remuneration Committee, joined over VC from our office in New Delhi.</i>
Mr. Dinesh Kumar Mittal <i>Independent Director, joined over VC from our office in New Delhi.</i>
KEY MANAGERIAL PERSONNEL:
Mr. Anup Dutta <i>Chief Financial Officer, NDTV Group, joined over VC from our office in New Delhi.</i>
Ms. Parinita Bhutani Duggal <i>Company Secretary and Compliance Officer, joined over VC from our office in New Delhi.</i>

SENIOR EXECUTIVES :
Mr. Nikhil Guliani <i>Chief Legal and Regulatory Officer, NDTV Group, joined over VC from our office in New Delhi.</i>
Ms. Richa Nagpal <i>Head - Shared Services and Operations, joined over VC from our office in New Delhi.</i>
INVITEE :
Mr. Anil Uniyal <i>Invitee, joined over VC from our office in New Delhi.</i>
OTHER REPRESENTATIVES :
Statutory Auditors : S.N. Dhawan & Co LLP, Chartered Accountants <i>Mr. Rajiv Saxena and Mr. Bhasker Sen, Partners of Statutory Auditors, joined over VC from Gurugram.</i>
Secretarial Auditors and Scrutinizer : Vishal Arora and Associates, Practicing Company Secretaries <i>Mr. Vishhal Arorah from Vishal Arora and Associates, joined over VC from New Delhi.</i>
QUORUM OF THE MEETING : A total of 155 members representing 2,29,12,318 shares attended the meeting.

The meeting commenced at 2.00 p.m. (IST) and concluded at 2.55 p.m. (IST) (including time allowed for e-voting at AGM).

Ms. Parinita Bhutani Duggal, Company Secretary and Compliance Officer, welcomed the Members to the 35th Annual General Meeting of the Company and introduced the Directors, Key Managerial Personnel and the Senior Executives of the Company. She informed the Members that the Company had engaged National Securities Depository Limited (NSDL) and provided the e-voting facility to its Members for all resolutions set forth in the Notice of the AGM.

She then asked Mr. Upendra Kumar Sinha, Chairperson to commence the meeting. Mr. Sinha confirmed the presence of requisite quorum required for the meeting and called the meeting to order. The Chairperson welcomed all the Members who joined over VC and delivered his speech.

He then requested Mr. Sanjay Pugalia, Whole-time Director, to address the Members at the AGM.

Mr. Pugalia also welcomed the Members to the 35th Annual General Meeting of the Company and delivered his speech.

Ms. Parinita briefed the Members on the business as set out in the Notice of AGM dated June 27, 2023 :

Ordinary Business:

1. Consideration and adoption of:
 - a) the audited standalone financial statements of the Company for the financial year ended March 31, 2023, and 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, 2023, and the report of the Auditors thereon.
2. Re-appointment of Mr. Sanjay Pugalia (DIN: 08360398), as a Whole-time Director, who retires by rotation at this meeting, and being eligible seeks re-appointment.

Special Business:

3. Ratification of remuneration payable to Cost Auditors of the Company i.e., Sanjay Gupta and Associates, Cost Accountants (Firm Registration No. 000212), for the financial year 2023-24.
4. Appointment of Mr. Dinesh Kumar Mittal (DIN: 00040000) as an Independent Director of the Company.

Thereafter, the question-answer session was taken up and the Members who attended the AGM and who had pre-registered themselves as speakers were given an opportunity to ask questions and express their views.

The questions were duly responded to by the Directors and the Management team.

The Chairperson then thanked the Members for their continued support and for attending and participating in the Meeting.

The Members were informed that the details of the voting results (remote e-voting and e-voting at the AGM) on all the resolutions as set out in the Notice of AGM along with the Scrutinizer's Report would be disseminated to the Stock Exchange(s) and would also be uploaded on the website of the Company and National Securities Depository Limited (NSDL) in accordance with the statutory timelines.

The Members, who had not cast their votes earlier through remote voting, were given 15 minutes time for casting their votes and the meeting concluded at 2.55 p.m. (IST).