

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

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

B-50 A,2nd Floor Archana Complex
Greater Kailash I
New Delhi
South Delhi
Delhi
110048

(c) *e-mail ID of the company

corporate@ndtv.com

(d) *Telephone number with STD code

0114157777

(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	1
2	National Stock Exchange	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

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

(a) If yes, date of AGM 23/09/2020

(b) Due date of AGM 30/09/2020

(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 16

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	NDTV MEDIA LIMITED	U72900DL2002PLC117669	Subsidiary	74
2	NDTV CONVERGENCE LIMITED	U64201DL2006PLC156531	Subsidiary	92

3	NDTV LABS LIMITED	U72200DL2006PLC156530	Subsidiary	99.97
4	NDTV NETWORKS LIMITED	U74140DL2010PLC203965	Subsidiary	85
5	NDTV WORLDWIDE LIMITED	U51109DL2008PLC180773	Subsidiary	92
6	DELTA SOFTPRO PRIVATE LIM	U72200DL2006PTC153008	Subsidiary	100
7	ONART QUEST LIMITED	U74999DL2015PLC288795	Joint Venture	31.8
8	RED PIXELS VENTURES LIMITED	U74999DL2015PLC284755	Subsidiary	92.61
9	BRICKBUYBRICK PROJECTS LIM	U70101DL2015PLC285887	Subsidiary	100
10	Astro Awani Network Sdn Bhd,		Associate	20
11	INDIANROOTS RETAIL PRIVATE	U52590DL2013PTC260315	Joint Venture	100
12	LIFESTYLE & MEDIA BROADCAST	U92120DL2006PLC156534	Joint Venture	99.54
13	FIFTH GEAR VENTURES LIMITED	U74999DL2015PLC284756	Joint Venture	60.76
14	REDSTER DIGITAL LIMITED	U74900DL2015PLC287813	Subsidiary	100
15	ON DEMAND TRANSPORTATION	U74900DL2015PLC286002	Subsidiary	100
16	SMARTCOOKY INTERNET LIMITED	U74999DL2015PLC284768	Subsidiary	95.7

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				
At the beginning of the year	64,471,267	257,885,068	257,885,068	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0

x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	64,471,267	257,885,068	257,885,068	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(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"/>			
Date of registration of transfer (Date Month Year)				<input type="text"/>			
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"/>	
Ledger Folio of Transferor				<input type="text"/>			
Transferor's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>			
Transferee's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	
Date of registration of transfer (Date Month Year)				<input type="text"/>			
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"/>	

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) *Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			825,210,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			62,500,000
Deposit			0
Total			887,710,000

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

2,223,330,000

(ii) Net worth of the Company

2,475,490,000

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	20,801,240	32.26	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)	18,813,928	29.18	0	

10.	Others	0	0	0	
	Total	39,615,168	61.44	0	0

Total number of shareholders (promoters)

3

(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	11,072,647	17.17	0	
	(ii) Non-resident Indian (NRI)	139,100	0.22	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	2,527	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	9,136,894	14.17	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	4,358,902	6.76	0	
10.	Others 4	146,029	0.23	0	
	Total	24,856,099	38.55	0	0

Total number of shareholders (other than promoters)

23,018

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

23,021

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

2

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ERISKA INVESTMENT F				2,851,894	4.42
LTS INVESTMENT FUN				6,285,000	9.75

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	3	3
Members (other than promoters)	23,835	23,018
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	2	0	2	0	32.26	0
B. Non-Promoter	0	3	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	3	0	3	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	3	2	3	32.26	0

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

7

(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)
PRANNOY ROY	00025576	Whole-time director	10,276,991	
RADHIKA ROY	00025625	Whole-time director	10,524,249	
INDRANI ROY	01033399	Director	0	
KAUSHIK DUTTA	03328890	Director	0	
JOHN MARTIN O LOAN	07322343	Director	0	
RAJNEESH GUPTA	ADTPK7623D	CFO	0	
SHIV RAM SINGH	BACPS1599H	Company Secretary	0	13/09/2020

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

3

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)
HEMANT KUMAR GUP	AJVPG0389G	Company Secretary	16/04/2019	Cessation
SUPARNA SINGH	AAYPS9510P	CEO	22/08/2019	Cessation
SHIV RAM SINGH	BACPS1599H	Company Secretary	16/04/2019	Appointment

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	02/09/2019	48,469	33,436	62

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	16/04/2019	5	3	60
2	14/05/2019	5	3	60
3	20/05/2019	5	4	80
4	30/07/2019	5	5	100
5	24/10/2019	5	3	60
6	11/11/2019	5	5	100
7	26/11/2019	5	3	60
8	14/01/2020	5	5	100
9	10/02/2020	5	4	80

C. COMMITTEE MEETINGS

Number of meetings held

18

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	16/04/2019	3	3	100
2	Audit Committee	14/05/2019	3	3	100
3	Audit Committee	20/05/2019	3	2	66.67
4	Audit Committee	30/07/2019	3	3	100
5	Audit Committee	24/10/2019	3	3	100
6	Audit Committee	11/11/2019	3	3	100
7	Audit Committee	26/11/2019	3	3	100
8	Audit Committee	14/01/2020	3	3	100
9	Audit Committee	10/02/2020	3	2	66.67
10	NOMINATION	16/04/2019	4	3	75

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	23/09/2020
								(Y/N/NA)
1	PRANNOY ROY	9	5	55.56	9	7	77.78	Yes
2	RADHIKA ROY	9	5	55.56	5	5	100	Yes
3	INDRANI ROY	9	8	88.89	18	16	88.89	Yes
4	KAUSHIK DUTTA	9	8	88.89	13	11	84.62	Yes
5	JOHN MARTIN	9	9	100	13	13	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	PRANNOY ROY	Whole time director	6,454,285	0	0	565,000	7,019,285
2	RADHIKA ROY	Whole time director	5,514,689	0	0	583,000	6,097,689
	Total		11,968,974	0	0	1,148,000	0

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SUPARNA SINGH	CEO	0	0	0	9,432,795	9,432,795
2	RAJNEESH GUPTA	CFO	9,109,890	0	0	395,708	9,505,598
3	HEMANT KUMAR CHAKRABORTY	COMPANY SECRETARY	77,941	0	0	4,319	82,260
4	SHIV RAM SINGH	COMPANY SECRETARY	2,004,438	0	0	117,292	2,121,730
	Total		11,192,269	0	0	9,950,114	0

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	INDRANI ROY	DIRECTOR	0	0	0	950,000	950,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	KAUSHIK DUTTA	DIRECTOR	0	0	0	825,000	825,000
3	JOHN MARTIN O L	DIRECTOR	0	0	0	925,000	925,000
	Total		0	0	0	2,700,000	0

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

Hemant Kumar Singh

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

6370

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

PRANN
OY ROY

DIN of the director

00025576

To be digitally signed by

TANNU
SHARMA

- ☒ 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 Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

Clarification Note_Subsiidiaries.pdf
Transfer details.pdf
MGT-8-NDTV.pdf
Clarification Note_Board meetings.pdf

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

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**") as required to be maintained under the Companies Act, 2013 (the "**Act**") and the rules made thereunder for the financial year ended on **31st March, 2020**. 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, its officers and agents, 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;
 1. The Company has complied with provisions of the Act & Rules made there under in respect of its status under the Act;
 2. The Company has complied with provisions of the Act & Rules made there under in respect of maintenance of registers/records & making entries therein within the time prescribed therefor;
 3. The Company has complied with provisions of the Act & Rules made there under in respect of filing of forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities, as applicable, within the prescribed time/with additional fees wherever applicable *except, as mentioned in point no. 14 & 16*;
 4. The Company has complied with provisions of the Act & Rules made there under in respect of calling/ convening/ holding meetings of Board of Directors and its committees 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 except where consent of the directors was received for scheduling meeting at a shorter notice and the proceedings including the circular resolutions and resolutions passed by postal ballot, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
 5. The Company has complied with the provisions of the Act & rules made thereunder in respect of closure of Register of Members;
 6. The Company has not given advances/loans to its Directors and/or persons or firms or companies referred in section 185 of the Act. Further, guarantees, security provided and the investment made by the Company are in compliance with Section 185 of the Companies Act, 2013.
 7. The Company has complied with provisions of the Act & Rules made there under in respect of Contracts/arrangements/transactions with related parties as specified in section 188 of the Act;



8. The Company has complied with the provision of the Act & Rules made there under in respect of transfer/transmission of shares and issue of share certificates thereof after making necessary endorsement. There was no issue or allotment or buy back of securities/ redemption of preference shares or debentures/ conversion of shares and securities during the period under review;
9. There was no transaction necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares;
10. The provisions of Section 125 of the Act with respect to declaration/ payment of Dividend, transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund were not applicable during the period under review. The Company had declared its last dividend for the financial year ended March 31, 2008 and unpaid amount of dividend was credited by the Company to IEPF Account in November 2015;
11. The Company has complied with provisions of the Act & Rules made there under in respect of 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. The Company has complied with provisions of the Act & Rules made there under in respect of appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them, wherever applicable;
13. The Company has complied with provisions of the Act & Rules made there under in respect of Appointment/ reappointment of auditors as per the provisions of section 139 of the Act;
14. The Company was required to file a petition with Regional Director (North), under section 87 of the Companies Act, 2013 for condonation of delay in filing of e-form CHG-4 for satisfaction of charge in respect of charge created in favor of Syndicate Bank amounting to Rs. 14.25 Crore which was not filed during the period under review. However, the said petition was filed on August 11, 2020 and the order condoning the delay from Regional Director (North) was received on August 21, 2020. Other than that, the Company was not required to take any approval from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.
15. The Company has not accepted / renewed any deposits and was not required to repay any deposits;
16. *The Company had pledged its investment held in Red Pixels Ventures Limited with IndusInd Bank as security for loan availed by NDTV Networks Limited (Subsidiary Company) for which no form CHG-1(Creation of Charge) was filed during the period under review. However, Form CHG-1(Creation of Charge) for pledge of shares has been duly filed by the Company on October 27, 2020. During the period under review, the Company has created charges in compliance with the applicable provisions of the Act, and filed the requisite form CHG-1 with the Registrar of Companies. There was no modification or satisfaction of charges. The Company has not made any other borrowings from its directors, members, public financial institutions and others during the audit period;*
17. The Company has complied with the provisions of Section 186 of the Act, wherever applicable, during the audit period under review;



18. The Company has not altered its Memorandum and Articles of Association during the year under review.

For Hemant Singh & Associates
Company Secretaries

Date: 21/11/2020
Place: New Delhi




(Hemant Kumar Singh)
(Partner)

M. No.: FCS 6033

C.P. No. 6370

UDIN: F006033B001273310

**NOTE FOR BOARD MEETINGS/COMMITTEE MEETINGS HELD DURING THE
FINANCIAL YEAR 2019-20**

In continuation of Committee Meetings details given under Point IX C, it may be noted that during the year under review, 18 Committee meetings were held. However, due to space constraint, the details of 8 meetings are given herein below:

S. No	Type of meeting	Date of meeting	Total Number of members as on the date of meeting	Number of members attended	% of attendance
11.	Nomination and Remuneration Committee	14/05/2019	4	3	75
12.	Nomination and Remuneration Committee	30/07/2019	4	4	100
13.	Nomination and Remuneration Committee	10/02/2020	4	3	75
14.	Stakeholders Relationship Committee	20/05/2019	3	2	66.67
15.	Stakeholders Relationship Committee	30/07/2019	3	3	100
16.	Stakeholders Relationship Committee	11/11/2019	3	3	100
17.	Stakeholders Relationship Committee	10/02/2019	3	3	100
18.	Corporate Social Responsibility (CSR) Committee	11/11/2019	3	3	100

Further, during the year under review, 9 (nine) Board meetings were held. However, 2 (two) Board Meetings held on November 11, 2019 and January 14, 2020 were adjourned. The details of the adjourned meetings are as follows:

Original meeting held on	Date of adjourned meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
11/11/2019	12/11/2019	5	5	100%
14/01/2020	16/01/2020	5	5	100%

Similarly, the Audit Committee meetings held on the following dates were adjourned:

Original meeting held on	Date of adjourned meeting	Total Number of members associated as on the date of meeting	Attendance	
			Number of members attended	% of attendance
11/11/2019	12/11/2019	3	3	100%
14/01/2020	16/01/2020	3	3	100%

DETAILS OF PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	NDTV Media Limited	U72900DL2002PLC117669	Subsidiary	74% held by the Company	Section 2(87)
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 Worldwide Limited	U51109DL2008PLC180773	Subsidiary	92% held by the Company	Section 2(87)
6.	Delta Softpro Private Limited	U72200DL2006PTC153008	Subsidiary	100% held by Company	Section 2(87)
7.	Astro Awani Network Sdn Bhd, Malaysia	N.A.	Associate	10% held by the Company, 10% held by NDTV Networks Ltd., subsidiary of the Company	Section 2(6)
8.	SmartCooky Internet Limited	U74999DL2015PLC284768	Subsidiary	38.28% held by the Company, 57.42% held by NDTV Convergence Ltd., subsidiary of the Company	Section 2(87)
9.	Red Pixels Ventures Limited	U74999DL2015PLC284755	Subsidiary	37.04% held by the Company, 55.57% held by NDTV Convergence Ltd., subsidiary of the Company	Section 2(87)

S. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
10.	BrickbuyBrick Projects Limited *	U70101DL2015PLC285887	Subsidiary	60% held by the Company, 40% held by NDTV Convergence Ltd., subsidiary of the company	Section 2(87)
11.	On Demand Transportation Technologies Limited*	U74900DL2015PLC286002	Subsidiary	50% held by the Company, 50% held by NDTV Convergence Ltd., subsidiary of the Company	Section 2(87)
12.	OnArt Quest Limited\$ (ceased to be a subsidiary and became joint venture w.e.f. 11 December 2019)	U74999DL2015PLC288795	Joint Venture	15.90% held by Company, 15.90% held by NDTV Convergence Ltd., subsidiary of the company	Section 2(87)
13.	Redster Digital Limited*	U74900DL2015PLC287813	Subsidiary	50% held by the Company, 50% held by NDTV Convergence Ltd. subsidiary of the Company	Section 2(87)
14.	Fifth Gear Ventures Limited# (ceased to be a joint venture w.e.f. 27 January 2020) *	U74999DL2015PLC284756	Joint Venture	30.38% held by the Company, 30.38% held by NDTV Convergence Ltd., subsidiary of the Company	Section 2(87)
15.	Lifestyle & Media Holdings Limited (formerly known as NDTV Lifestyle Holdings Limited) (strike off w.e.f. 29 October 2019)	U74900DL2010PLC203968	Joint Venture	49% held by NDTV Networks Ltd., a subsidiary of the Company	Section 2(6)
16.	Lifestyle & Media Broadcasting Limited (Formerly NDTV Lifestyle	U92120DL2006PLC156534	Joint Venture	99.54% held by Lifestyle & Media Holdings Ltd., Joint Venture of the Company	Section 2(6)

S. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
	Limited)				
17.	IndianRoots Shopping Limited (Formerly NDTV Ethnic Retail Limited)@	U74900DL2013PLC248812	Joint Venture	99.257% held by Lifestyle & Media Holdings Ltd., Joint Venture of the Company	Section 2(6)
18.	Indianroots Retail Private Limited	U52590DL2013PTC260315	Joint Venture	100% held by IndianRoots Shopping Ltd., Joint Venture of the Company	Section 2(6)

Notes:

Due to the Company selling its stake in FGVL along with that of its subsidiary, NDTV Convergence, to Mahindra First Choice Wheels Limited, FGVL ceased to be a joint venture of the Company w.e.f. January 27, 2020.

*These companies have voluntarily entered into the process of voluntary liquidation under Section 59 of the Insolvency and Bankruptcy Code, 2016 on March 21, 2020 vide a special resolution passed at their respective shareholders meeting(s).

\$ Consequent to the allotment of equity shares by OnArt on December 11, 2019 to Mr. Vincent Adaikalraj, the consolidated shareholding of the NDTV Group in OnArt stands diluted, and accordingly, OnArt ceased to be a subsidiary of the Company and became a joint venture with effect from that date.

@During the previous year, Resolution Professional has been appointed for Indian roots Shopping Limited ("ISL") pursuant to the order passed by Hon'ble National Company Law Tribunal (NCLT)

Regd. Office: 402 Archana, B - Block Road, Archana Greater Kailash - I NEW DELHI 110048
CIN NO: L92111DL1988PLC033099

Date of closure of previous financial year : 29/03/2019

Sno	Date of Registration of Transfer of Shares	Type of Security	No of Shares	Nominal value (each in Rs.)	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name
1	30/03/2019	1	1	4	NDT950492	SURENDRA KUMAR JAIN	NDT071548	SURENDRA KUMAR JAIN
2	30/03/2019	1	1	4	NDT950492	SURENDRA KUMAR JAIN	NDT071549	SURENDRA KUMAR JAIN
3	30/03/2019	1	1	4	NDT071282	GULSHAN RAI	NDT071550	PREM
4	30/03/2019	1	1	4	NDT071282	GULSHAN RAI	NDT071551	PREM
5	30/03/2019	1	1	4	NDT071282	GULSHAN RAI	NDT071552	PREM
6	30/03/2019	1	1	4	NDT071282	GULSHAN RAI	NDT071553	PREM
7	30/03/2019	1	1	4	NDT071282	GULSHAN RAI	NDT071554	PREM
8	30/03/2019	1	1	4	NDT071283	GULSHAN RAI	NDT071555	PREM
9	30/03/2019	1	1	4	NDT071283	GULSHAN RAI	NDT071556	PREM
10	30/03/2019	1	1	4	NDT071283	GULSHAN RAI	NDT071557	PREM
11	30/03/2019	1	1	4	NDT071283	GULSHAN RAI	NDT071558	PREM
12	30/03/2019	1	1	4	NDT071283	GULSHAN RAI	NDT071559	SAGAR
13	30/03/2019	1	1	4	NDT071283	GULSHAN RAI	NDT071560	SAGAR
14	30/03/2019	1	1	4	NDT950431	GULSHAN RAI	NDT071561	SAGAR
15	30/03/2019	1	1	4	NDT071283	GULSHAN RAI	NDT071562	PREM
16	30/03/2019	1	1	4	NDT071271	GULSHAN RAI	NDT071563	GULSHAN RAI
17	30/03/2019	1	1	4	NDT071271	GULSHAN RAI	NDT071564	GULSHAN RAI
18	30/03/2019	1	1	4	NDT071271	GULSHAN RAI	NDT071565	GULSHAN RAI
19	30/03/2019	1	1	4	NDT071271	GULSHAN RAI	NDT071566	GULSHAN RAI
20	30/03/2019	1	1	4	NDT071271	GULSHAN RAI	NDT071567	GULSHAN RAI
21	30/03/2019	1	1	4	NDT071271	GULSHAN RAI	NDT071568	GULSHAN RAI
22	30/03/2019	1	1	4	NDT071271	GULSHAN RAI	NDT071569	GULSHAN RAI
23	30/03/2019	1	1	4	NDT071271	GULSHAN RAI	NDT071570	GULSHAN RAI
24	30/03/2019	1	1	4	NDT071282	GULSHAN RAI	NDT071571	GULSHAN RAI
25	30/03/2019	1	1	4	NDT071282	GULSHAN RAI	NDT071572	GULSHAN RAI
26	30/03/2019	1	1	4	NDT071134	NEHA BHAMBRI	NDT071573	JATINDER KUMAR BHAMBRI
27	30/03/2019	1	1	4	NDT071134	NEHA BHAMBRI	NDT071574	SHOBHA BHAMBRI
28	30/03/2019	1	1	4	NDT071134	NEHA BHAMBRI	NDT071575	JATINDER KUMAR BHAMBRI
29	30/03/2019	1	1	4	NDT054121	PREM KUMRA MEHTA	NDT071576	BASANTI MEHTA
30	30/03/2019	1	1	4	NDT057718	PRACHI MEHTA	NDT071577	PREM KUMAR MEHTA
31	30/03/2019	1	1	4	NDT057732	PRACHI MEHTA	NDT071578	PRACHI MEHTA
32	30/03/2019	1	1	4	NDT065636	PRACHI MEHTA	NDT071579	DAKSHATA MEHTA
33	30/03/2019	1	1	4	NDT065637	PRACHI MEHTA	NDT071580	DAKSHATA MEHTA
34	30/03/2019	1	1	4	NDT057721	PRACHI MEHTA	NDT071581	DAKSHATA MEHTA
35	30/03/2019	1	1	4	NDT057730	PRACHI MEHTA	NDT071582	PRACHI MEHTA
36	30/03/2019	1	1	4	NDT057720	PRACHI MEHTA	NDT071583	PREM KUMAR MEHTA
37	30/03/2019	1	1	4	NDT065635	PRACHI MEHTA	NDT071584	DAKSHATA MEHTA
38	30/03/2019	1	1	4	NDT065185	PRACHI MEHTA	NDT071585	DAKSHATA MEHTA
39	30/03/2019	1	1	4	NDT054250	BASANTI MEHTA	NDT071586	PREM KUMAR MEHTA
40	30/03/2019	1	1	4	NDT054199	BASANTI MEHTA	NDT071587	PREM KUMAR MEHTA
41	30/03/2019	1	1	4	NDT054101	PREM KUMAR MEHTA	NDT071588	BASANTI MEHTA
42	30/03/2019	1	1	4	NDT054112	PREM KUMAR MEHTA	NDT071589	BASANTI MEHTA
43	30/03/2019	1	1	4	NDT054104	PREM KUMAR MEHTA	NDT071590	BASANTI MEHTA
44	30/03/2019	1	1	4	NDT054150	PREM KUMAR MEHTA	NDT071591	DAKSHATA MEHTA
45	30/03/2019	1	1	4	NDT054097	PREM KUMAR MEHTA	NDT071592	DAKSHATA MEHTA
46	30/03/2019	1	1	4	NDT054098	PREM KUMRA MEHTA	NDT071593	BASANTI MEHTA
47	30/03/2019	1	1	4	NDT057734	PRACHI MEHTA	NDT071594	PREM KUMAR MEHTA
48	30/03/2019	1	1	4	NDT057733	PRACHI MEHTA	NDT071595	PREM KUMAR MEHTA
49	30/03/2019	1	1	4	NDT054140	PREM KUMAR MEHTA	NDT071596	PRACHI MEHTA
50	30/03/2019	1	1	4	NDT054069	PREM KUMAR MEHTA	NDT071597	PRACHI MEHTA
51	30/03/2019	1	1	4	NDT054074	BASANTI MEHTA	NDT071598	PRACHI MEHTA
52	30/03/2019	1	1	4	NDT054065	PREM KUMAR MEHTA	NDT071599	DAKSHATA MEHTA

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

SRN : R78320389

Service Request Date : 28/12/2020

Payment made into : ICICI Bank

Received From :

Name : SECRETARIAL NDTV

Address : B-50 A,2nd Floor Archana Complex Greater Kailash I

Delhi, Delhi

IN - 110048

Entity on whose behalf money is paid

CIN: L92111DL1988PLC033099

Name : NEW DELHI TELEVISION LIMITED

Address : B-50 A,2nd Floor Archana Complex

Greater Kailash I

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 2020	Normal	600.00
Total		600.00

Mode of Payment: Internet Banking - 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)