

March 24, 2025

To,

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001

Scrip Code: 532529

National Stock Exchange of India Limited

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

Scrip Symbol: NDTV

Sub: Voting Results and Scrutinizer's Report on the Postal Ballot

Dear Sir/ Ma'am,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, please find enclosed herewith the details of Voting Results and Scrutinizer's Report on the Postal Ballot conducted by the Company.

The Company provided e-voting facility to Members through National Securities Depository Limited ('NSDL'). The e-voting period commenced on Friday, February 21, 2025, at 9:30 A.M. (IST) and ended on Saturday, March 22, 2025, at 5:00 P.M. (IST).

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

VISHAL ARORA & ASSOCIATES

COMPANY SECRETARIES

Scrutinizer Report on Remote E-Voting in Respect of Resolutions Proposed through Postal Ballot

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Board of Directors
New Delhi Television Limited
CIN: L92111DL1988PLC033099
W-17, 2nd Floor, Greater Kailash-I,
New Delhi – 110048

Dear Sir,

Re: Report of Scrutinizer on passing of resolution through Postal Ballot only by way of remote E-voting of New Delhi Television Limited (“the Company”)

1. The Board of Directors of the Company, by Resolution passed on January 25, 2025, has appointed us as Scrutinizer for conducting the postal ballot (e-voting process) for passing the resolutions as set out in the Notice of Postal Ballot dated January 25, 2025
2. In terms of the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 8, 2021, Circular No. 03/2022 dated May 5, 2022, Circular No.11/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2024 dated September 19, 2024 (collectively referred to as the “MCA Circulars”) the Company had sent this postal ballot notice in electronic form only. The hard copy of this Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelopes were not sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members took place through the remote e-voting system only. To facilitate such members to receive this notice electronically and cast their vote electronically, the Company had made arrangement for registration of email addresses in terms of the MCA Circulars. The Notice had also been placed on website of the Company at www.ndtv.com and e-voting website at www.evoting.nsdl.com and was also available on the website of stock exchanges at www.bseindia.com and www.nseindia.com.

B-29, 4th Floor, Sector-1, Noida, Uttar Pradesh - 201301
Tel.: +91 01204398950
E-mail: info@legumamicuss.com



We submit our report as under:

3. The Notice of Postal Ballot dated January 25, 2025, along with the statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts and disclosures as required to be stated under Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, was sent electronically by email to the members whose names appear in the register of members/ list of beneficial owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on the cut-off date i.e. Friday, February 14, 2025.
4. For the members who had not registered their e-mail address in the records of Company/Depositories, the Postal Ballot Notice was made available on the Company's website www.ndtv.com, on the Stock Exchange websites (www.bseindia.com and www.nseindia.com) and on the e-voting website of National Securities Depository Limited (NSDL) at (www.evoting.nsdl.com).
5. The Company has issued a public notice by way of newspaper advertisement on Friday, February 21, 2025, in "Financial Express" (all editions) in English and "Jansatta" in Hindi regarding dispatch of Notice of Postal Ballot alongwith Remote E-voting information pursuant to the provisions of Rule 22(3) of the Companies (Management and Administration) Rules, 2014.
6. The Company has offered E-voting through National Securities Depository Limited (NSDL) and the facility of remote e-voting commenced on Friday, February 21, 2025, at 09:30 A.M. (IST) and ended on Saturday, March 22, 2025, at 5:00 P.M. (IST).
7. Equity shareholders of the Company holding shares as on February 14, 2025 ("cut-off date") were entitled to vote on the resolutions as set out in the Notice.
8. Details of equity shareholders who have casted votes through remote e-voting were downloaded from the e-voting website of National Securities Depository Limited (NSDL) at (www.evoting.nsdl.com).
9. Votes casted through remote e-voting were unblocked on March 22, 2025 at 06:23 P.M. in the presence of two witnesses, Ms. Rishu Bansal and Ms. Priya, who were not in the employment of the Company and who have signed below as witness to the unblocking of the votes.
10. Result of e-voting through Postal Ballot in respect to the proposed resolutions as set out in the Notice are as under:

Resolution No. 1: Ordinary Resolution

Approval of Material Related Party Transaction(s) with NDTV Networks Limited for the financial year 2024-25



Valid Votes

Particulars	Number of members casted votes	Number of votes casted	(%)
Assent	243	72808	98.90
Dissent	55	809	1.1
Total	298	73617	100.00

Invalid/Abstained votes

Invalid/Abstained	Total number of members whose vote were declared invalid/ abstained	Total number of votes
Invalid	0	0
Abstained	0	0
Total	0	0

Based on the above, I report that the Resolution has been passed with requisite majority

Resolution No. 2: Ordinary Resolution

Approval of Material Related Party Transaction(s) with Adani Enterprises Limited for the financial year 2025-26

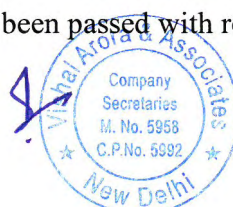
Valid Votes

Particulars	Number of members casted votes	Number of votes casted	(%)
Assent	242	72308	98.22
Dissent	56	1309	1.78
Total	298	73617	100.00

Invalid/Abstained votes

Invalid/Abstained	Total number of members whose vote were declared invalid/ abstained	Total number of votes
Invalid	0	0
Abstained	0	0
Total	0	0

Based on the above, I report that the Resolution has been passed with requisite majority.



Resolution No. 3: Ordinary Resolution

Approval of Material Related Party Transaction(s) with NDTV Convergence Limited for the financial year 2025-26

Valid Votes

Particulars	Number of members casted votes	Number of votes casted	(%)
Assent	243	72808	98.90
Dissent	55	809	1.1
Total	298	73617	100.00

Invalid/Abstained votes

Invalid/Abstained	Total number of members whose vote were declared invalid/ abstained	Total number of votes
Invalid	0	0
Abstained	0	0
Total	0	0

Based on the above, I report that the Resolution has been passed with requisite majority.

Resolution No. 4: Special Resolution

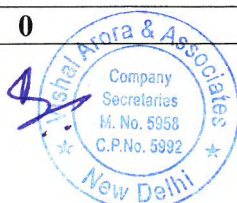
Enhancement of limits for investments, extending loans and giving guarantee or providing security under Section 186 of the Companies Act, 2013

Valid Votes

Particulars	Number of members casted votes	Number of votes casted	(%)
Assent	237	41752780	99.90
Dissent	64	43233	0.10
Total	301	41796013	100.00

Invalid/Abstained votes

Invalid/Abstained	Total number of members whose vote were declared invalid/ abstained	Total number of votes
Invalid	0	0
Abstained	0	0
Total	0	0



Based on the above, I report that the Resolution has been passed with requisite majority.

Resolution No. 5: Special Resolution

Approval to sell, lease or dispose of the undertaking(s) or substantially whole of undertaking(s) of the Company, under Section 180(1)(a) of the Companies Act, 2013

Valid Votes

Particulars	Number of members casted votes	Number of votes casted	(%)
Assent	237	41790236	99.99
Dissent	64	5777	0.01
Total	301	41796013	100.00

Invalid/Abstained votes

Invalid/Abstained	Total number of members whose vote were declared invalid/ abstained	Total number of votes
Invalid	0	0
Abstained	0	0
Total	0	0

Based on the above, I report that the Resolution has been passed with requisite majority.

11. The Register, Evidence of Voting and all other relevant records relating to Postal Ballot Process shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Resolutions passed by way of Postal Ballot and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.

Thanking you,

For Vishal Arora & Associates
Company Secretaries

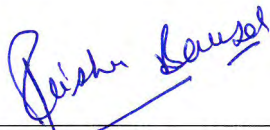


Vishal Arorah
Partner
M. No.: F5958, CP No. 5992
UDIN: F005958F004142299
Place: Noida
Date: March 24, 2025

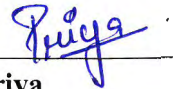
Countersigned by
New Delhi Television Limited

Parinita Bhutani Duggal
Company Secretary & Compliance Officer
Membership No.: 41270

We, the undersigned witnesseth that the votes casted through remote e-voting under the postal ballot process, were unblocked from the e-voting website of National Securities Depository Limited (NSDL) in our presence at 06:23 P.M. on March 22, 2025.



Rishu Bansal
B-29, 4th Floor, Sector-1, Noida-201301
Noida, March 24, 2025



Priya
B-29, 4th Floor, Sector-1, Noida-201301
Noida, March 24, 2025

Postal Ballot E-Voting Results

Period of Postal Ballot	e-Voting Period from February 21, 2025, 9:30 a.m. (IST) to March 22, 2025, 5:00 p.m. (IST)
Total number of shareholders as on cut-off date i.e. February 14, 2025	99002 Shareholders
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable

Resolution No.		1									
Resolution required: (Ordinary/ Special)		ORDINARY – Approval of Material Related Party Transaction(s) with NDTV Networks Limited for the financial year 2024-25									
Whether promoter/ promoter group are interested in the agenda / resolution?		Yes									
S. No.	Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	Votes Invalid	Votes Abstained
			(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100		
A.	Promoter and Promoter Group	E-Voting	41722396	0	0	0	0	0	0	0	0
		Poll		0	0	0	0	0	0		
		Postal Ballot (if applicable)		0	0	0	0	0	0		
		Total		41722396	0	0	0	0	0	0	0
B.	Public- Institutions	E-Voting	49316	38824	78.7250	38824	0	100	0	0	0
		Poll		0	0	0	0	0	0		
		Postal Ballot (if applicable)		0	0	0	0	0	0		
		Total		49316	38824	78.7250	38824	0	100	0	0
C.	Public- Non-Institutions	E-Voting	22699555	34793	0.1533	33984	809	97.6748	2.3252	0	0
		Poll		0	0	0	0	0	0		
		Postal Ballot (if applicable)		0	0	0	0	0	0		
		Total		22699555	34793	0.1533	33984	809	97.6748	2.3252	0
Total (A+B+C)			64471267	73617	0.1142	72808	809	98.9011	1.0989	0	0



Resolution No.		2									
Resolution required: (Ordinary/ Special)		ORDINARY – Approval of Material Related Party Transaction(s) with Adani Enterprises Limited for the financial year 2025-26									
Whether promoter/ promoter group are interested in the agenda / resolution?		Yes									
S. No.	Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	Votes Invalid	Votes Abstained
			(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100		
A.	Promoter and Promoter Group	E-Voting	41722396	0	0	0	0	0	0	0	0
		Poll		0	0	0	0	0	0	0	0
		Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
		Total		41722396	0	0	0	0	0	0	0
B.	Public- Institutions	E-Voting	49316	38824	78.7250	38824	0	100	0	0	0
		Poll		0	0	0	0	0	0	0	0
		Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
		Total		49316	38824	78.7250	38824	0	100	0	0
C.	Public Non-Institutions	E-Voting	22699555	34793	0.1533	33484	1309	96.2377	3.7623	0	0
		Poll		0	0	0	0	0	0	0	0
		Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
		Total		22699555	34793	0.1533	33484	1309	96.2377	3.7623	0
Total (A+B+C)			64471267	73617	0.1142	72308	1309	98.2219	1.7781	0	0



Resolution No.		3									
Resolution required: (Ordinary/ Special)		ORDINARY – Approval of Material Related Party Transaction(s) with NDTV Convergence Limited for the financial year 2025-26									
Whether promoter/ promoter group are interested in the agenda / resolution?		Yes									
S. No.	Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	Votes Invalid	Votes Abstained
			(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100		
A.	Promoter and Promoter Group	E-Voting	41722396	0	0	0	0	0	0	0	0
		Poll		0	0	0	0	0	0	0	0
		Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
		Total		41722396	0	0	0	0	0	0	0
B.	Public- Institutions	E-Voting	49316	38824	78.7250	38824	0	100	0	0	0
		Poll		0	0	0	0	0	0	0	0
		Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
		Total		49316	38824	78.7250	38824	0	100	0	0
C.	Public Non-Institutions	E-Voting	22699555	34793	0.1533	33984	809	97.6748	2.3252	0	0
		Poll		0	0	0	0	0	0	0	0
		Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
		Total		22699555	34793	0.1533	33984	809	97.6748	2.3252	0
Total (A+B+C)			64471267	73617	0.1142	72808	809	98.9011	1.0989	0	0



Resolution No.		4									
Resolution required: (Ordinary/ Special)		SPECIAL – Enhancement of limits for investments, extending loans and giving guarantee or providing security under Section 186 of the Companies Act, 2013									
Whether promoter/ promoter group are interested in the agenda / resolution?		No									
S. No.	Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	Votes Invalid	Votes Abstained
			(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100		
A.	Promoter and Promoter Group	E-Voting	41722396	41722396	100	41722396	0	100	0	0	0
		Poll		0	0	0	0	0	0	0	0
		Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
		Total		41722396	41722396	100	41722396	0	100	0	0
B.	Public- Institutions	E-Voting	49316	38824	78.7250	0	38824	0	100	0	0
		Poll		0	0	0	0	0	0	0	0
		Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
		Total		49316	38824	78.7250	0	38824	0	100	0
C.	Public Non-Institutions	E-Voting	22699555	34793	0.1533	30384	4409	87.3279	12.6721	0	0
		Poll		0	0	0	0	0	0	0	0
		Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
		Total		22699555	34793	0.1533	30384	4409	87.3279	12.6721	0
Total (A+B+C)			64471267	41796013	64.8289	41752780	43233	99.8966	0.1034	0	0

Resolution No.		5									
Resolution required: (Ordinary/ Special)		SPECIAL – Approval to sell, lease or dispose of the undertaking(s) or substantially whole of undertaking(s) of the Company, under Section 180(1)(a) of the Companies Act, 2013									
Whether promoter/ promoter group are interested in the agenda / resolution?		No									
S. No.	Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled	Votes Invalid	Votes Abstained
			(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100		
A.	Promoter and Promoter Group	E-Voting	41722396	41722396	100	41722396	0	100	0	0	0
		Poll		0	0	0	0	0	0	0	0
		Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
		Total		41722396	41722396	100	41722396	0	100	0	0
B.	Public- Institutions	E-Voting	49316	38824	78.7250	38824	0	100	0	0	0
		Poll		0	0	0	0	0	0	0	0
		Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
		Total		49316	38824	78.7250	38824	0	100	0	0
C.	Public Non-Institutions	E-Voting	22699555	34793	0.1533	29016	5777	83.3961	16.6039	0	0
		Poll		0	0	0	0	0	0	0	0
		Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
		Total		22699555	34793	0.1533	29016	5777	83.3961	16.6039	0
Total (A+B+C)			64471267	41796013	64.8289	41790236	5777	99.9862	0.0138	0	0

