

# 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]



## Annual Return (other than OPCs and Small Companies)

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

(ii) (a) Name of the company

NEW DELHI TELEVISION LIMITED

(b) Registered office address

W-17, 2nd Floor, Greater Kailash-I, Greater Kailash  
New Delhi  
South Delhi  
Delhi  
110048

(c) \*e-mail ID of the company

secretarial@ndtv.com

(d) \*Telephone number with STD code

01206835000

(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	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

L72400MH2017PLC444072

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road,  
Nav Pada, Kurla (West) Kurla

(vii) \*Financial year From date 01/04/2024 (DD/MM/YYYY) To date 31/03/2025 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2025

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

## 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

11

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	RRPR Holding Private Limited	U65993DL2005PTC139803	Holding	56.45
2	NDTV Convergence Limited	U64201DL2006PLC156531	Subsidiary	95.4
3	NDTV Labs Limited	U72200DL2006PLC156530	Subsidiary	99.97
4	NDTV Networks Limited	U74140DL2010PLC203965	Subsidiary	99.86
5	NDTV Media Limited	U72900DL2002PLC117669	Subsidiary	100
6	NDTV Worldwide Limited	U51109DL2008PLC180773	Subsidiary	100
7	Red Pixels Ventures Limited	U74999DL2015PLC284755	Associate	44.16
8	Indianroots Shopping Limited	U74900DL2015PLC286002	Joint Venture	49.21
9	OnArt Quest Limited	U74999TN2015PLC142862	Joint Venture	31.8
10	Lifestyle & Media Holdings Lim +	U74900DL2010PLC203968	Joint Venture	48.93
11	Lifestyle & Media Broadcasting +	U92120DL2006PLC156534	Joint Venture	48.71

#### 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
<b>Equity shares</b>	Physical	DEMAT	Total			
<b>At the beginning of the year</b>	26,759	64,444,508	64471267	257,885,068	257,885,068	
<b>Increase during the year</b>	0	0	0	0	1,664	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0

x. Others, specify <div></div>				0	1,664	
<b>Decrease during the year</b>	0	0	0	1,664	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <div></div>				1,664	0	
<b>At the end of the year</b>	26,759	64,444,508	64471267	257,883,404	257,886,73	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <div>NIL</div>				0	0	
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <div>NIL</div>				0	0	
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE155G01029

(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" value="26/06/2024"/>	
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"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

**(iv) \*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
<b>Total</b>			0

**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**

2,617,230,000

**(ii) Net worth of the Company**

1,663,050,000

**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	0	0	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)	41,722,396	64.71	0	
10.	Others	0	0	0	
	<b>Total</b>	41,722,396	64.71	0	0

**Total number of shareholders (promoters)**

2

**(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	19,438,650	30.15	0	
	(ii) Non-resident Indian (NRI)	366,735	0.57	0	
	(iii) Foreign national (other than NRI)	100	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	46	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	87,322	0.14	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	2,385,934	3.7	0	
10.	Others HUF, NBFC	470,084	0.73	0	

	<b>Total</b>	22,748,871	35.29	0	0
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**Total number of shareholders (other than promoters)**

98,250

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

98,252

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

6

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
CITRINE FUND LIMITED +				40,000	0.06
AMERICAN CENTURY F +				23,859	0.04
RED BAY LTD				21,262	0.03
COPTHALL MAURITIUS +				1,141	0
BNP PARIBAS FINANCE +				671	0
CITADEL SECURITIES S +				389	

## **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	4	2
Members (other than promoters)	102,654	98,250
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
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	2	4	2	4	0	0
(i) Non-Independent	2	0	2	0	0	0
(ii) Independent	0	4	0	4	0	0

<b>C. Nominee Directors representing</b>	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	4	2	4	0	0

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

8

**(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)
Sanjay Pugalia	08360398	Whole-time director	0	
Senthil Chengalvaraya	02330757	Whole-time director	0	
Viral Jagdish Doshi	00583487	Director	0	
Upendra Kumar Sinha	00010336	Director	0	
Dipali Balkrishan Goen	00007199	Director	0	
Dinesh Kumar Mittal	00040000	Director	0	
Anup Dutta	AAHPD2944D	CFO	0	
Parinita Bhutani Dugga	BXJPB8243B	Company Secretary	0	

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

2

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)
Upendra Kumar Sinha	00010336	Director	27/03/2025	Re-appointment
Dipali Balkrishan Goen	00007199	Director	27/03/2025	Re-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	26/06/2024	103,199	133	64.71

**B. BOARD MEETINGS**

\*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	26/04/2024	6	6	100
2	25/05/2024	6	6	100
3	29/07/2024	6	6	100
4	02/09/2024	6	6	100
5	23/10/2024	6	6	100
6	26/12/2024	6	6	100
7	25/01/2025	6	5	83.33

**C. COMMITTEE MEETINGS**

Number of meetings held

15

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	26/04/2024	4	4	100
2	Nomination and Remuneration	26/04/2024	3	3	100
3	Corporate Social Responsibility	26/04/2024	3	3	100
4	Nomination and Remuneration	25/05/2024	3	3	100
5	Audit Committee	29/07/2024	4	4	100
6	Risk Management	12/08/2024	3	3	100
7	Audit Committee	02/09/2024	4	4	100
8	Nomination and Remuneration	02/09/2024	3	3	100

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
9	Audit Committee	23/10/2024	4	4	100
10	Nomination and Remuneration	23/10/2024	3	3	100

#### 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	
								(Y/N/NA)
1	Sanjay Pugalia	7	7	100	10	10	100	
2	Senthil Cheng	7	7	100	1	1	100	
3	Viral Jagdish D	7	7	100	13	13	100	
4	Upendra Kumar	7	7	100	1	1	100	
5	Dipali Balkrish	7	6	85.71	14	12	85.71	
6	Dinesh Kumar	7	7	100	6	6	100	

#### 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	Mr. Senthil Chengal	Whole-time Director	7,245,000	0	0	15,465,419	22,710,419
2	Mr. Sanjay Pugalia	Whole-time Director	0	0	0	0	0
	Total		7,245,000	0	0	15,465,419	22,710,419

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Mr. Anup Dutta	Chief Financial Officer	15,610,415	0	0	0	15,610,415
2	Ms. Parinita Bhutan	Company Secretary	4,518,375	0	0	0	4,518,375

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		20,128,790	0	0	0	20,128,790

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Upendra Kumar	Independent Dir	5,000,000	0	0	1,000,000	6,000,000
2	Mr. Viiral Jagdish D	Independent Dir	3,000,000	0	0	1,400,000	4,400,000
3	Ms. Dipali Goenka	Independent Dir	3,000,000	0	0	1,250,000	4,250,000
4	Mr. Dinesh Kumar M	Independent Dir	3,000,000	0	0	1,050,000	4,050,000
	Total		14,000,000	0	0	4,700,000	18,700,000

#### 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

Vishal Arorah

Whether associate or fellow

☐

Associate

☒

Fellow

Certificate of practice number

5992

#### 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. ..

22

dated

01/05/2023

(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

DIN of the director

08360398

#### To be digitally signed by

☒ Company Secretary

☐ Company secretary in practice

Membership number

41270

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 Attachement(s), if any

**Attach****Attach****Attach****Attach****List of attachments****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**



**NOTE FOR COMMITTEE MEETINGS HELD DURING THE FINANCIAL YEAR 2024-25:**

In continuation of the Committee Meetings details given under Point IX C, it may be noted that during the year under review, 15 Committee meetings were held. However, due to space constraint, the details of 5 meetings are given below:

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
11.	Stakeholder Relationship Committee	23/10/2024	3	3	100
12.	Audit Committee	26/12/2024	4	4	100
13.	Audit Committee	25/01/2025	4	3	75
14.	Nomination and Remuneration Committee	25/01/2025	3	2	66.67
15.	Risk Management Committee	07/03/2025	3	3	100