

July 21, 2022

The Secretary, BSE Limited Corporate Services Department Phiroze Jeejeebhoy Towers Dalal Street, Mumbai-400 001	The Asst. Vice-President, The National Stock Exchange of India Limited Corporate Communications Department “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,

Allegations that the founders of NDTV, Mrs. Radhika and Dr. Prannoy Roy, ceded control of New Delhi Television Limited (“NDTV”/ “Company”) through a personal loan taken in 2009 - 10 are “a figment of imagination”, “against the material evidence on record” and “wholly erroneous,” the Hon’ble Securities Appellate Tribunal (SAT) has ruled in its order dated July 20, 2022 (made available on July 21, 2022).

While declaring the terms of the personal loan between the NDTV founders and a company named Vishvapradhan Commercial Private Limited (VCPL) as completely legitimate, the SAT said, “the transaction does not acquire direct or indirect control of NDTV. The intent and language of the loan agreement and call option agreements read with the SAST Regulations makes it clear that there is no direct or indirect control of NDTV by VCPL.”

With these and other strong observations in favour of the NDTV founders, SAT’s verdict overturns an earlier order by SEBI dated June 14, 2019 and states the order which had barred them “from accessing the securities market or from accepting any position of a Director is totally out of context and does not commensurate with the alleged violation especially when no fraud has been committed nor does the loan agreement defraud the investors.”

SAT has imposed a penalty of Rs. 5 crores on the founders and Rs. 10 lakhs on the Company for not disclosing the loan agreement in 2009 – 10 but finds that “such non-disclosure..., is neither fraudulent nor found to be an unfair trade practice.”

In response to appeals bearing no. 77 of 2021, 78 of 2021 and 79 of 2021 instituted by Dr. Prannoy Roy, Mrs. Radhika Roy and RRPR Holding Private Limited respectively against the order dated December 24, 2020 passed by the Adjudicating Officer of Securities Exchange Board of India, SAT partly allowed the appeals and reduced the

penalty from Rs. 25 crore to Rs. 5 crore for violation of Clause 49(I)(D) of the listing agreement.

Similarly, for the appeal bearing no. 80 of 2021 instituted by the Company against order dated December 29, 2020 passed by the Adjudicating Officer of Securities Exchange Board of India, SAT partly allowed the appeal and reduced the penalty from Rs. 5 crores to Rs. 10 lakhs for violation of Clause 36 of the listing agreement.

You are requested to take the same on record in furtherance of the disclosures dated April 29, 2022.

Thanking you,

Yours faithfully,

For New Delhi Television Limited

PARINITA
BHUTANI
Digitally signed
by PARINITA
BHUTANI
Date: 2022.07.21
23:31:29 +05'30'

Parinita Duggal
Company Secretary & Compliance Officer