

17th September, 2011

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400051.

Sub: Minutes of Annual General Meeting

Kind Attn: Mr. Hari K., Assistant Vice President

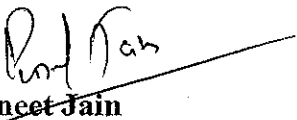
Dear Sir

We are enclosing herewith copy of proceedings of Annual General Meeting of the Company held on 29th August, 2011 in terms of Clause 31(d) of the Listing Agreement.

Kindly acknowledge the receipt.

Thanking You.

Yours Truly,
For T.V. Today Network Limited


Puneet Jain

General Manager (F & A & Legal) and Company Secretary

Encl: a/a

MINUTES OF THE TWELFTH ANNUAL GENERAL MEETING OF D.V. TODAY NETWORK LIMITED HELD ON MONDAY THE 29TH DAY OF AUGUST 2011 AT 1.30 PM AT AIRPORT AUDITORIUM, SUNBRO PARK, BHADLA KUAN, NEW DELHI 110 016.

The following were present:

Mr. Aron Purie	Chairman & Managing Director
Mrs. Noel Purie (Guchot)	Whole Time Director
Mr. Anil Mehra	Director
Mr. Rakesh Kumar Malhotra	Director & Chairman of Audit Committee
Mr. Anil Vig	Director
Mr. Gulab Makhija	Vice President (Finance & Accounts)
Mr. Puneet Jain	Company Secretary & GM (F&A & Legal)
752 Members	Present (in person)
11 Members	Present (in proxy)

Mr. Aron Purie, Chairman took the chair.

The Chairman after ascertaining that requisite quorum for the meeting being present, called the meeting to order and thereafter extended a warm welcome to the members and addressed the members present.

The notice convening the meeting, Annual Report for the year ended 31st March 2011 and the Directors' report, having already been circulated to the members were taken as read with the consent of the Shareholders.

The Auditors' report was read by Mr. Puneet Jain, Company Secretary & GM (F&A & Legal) as required under Section 230 of the Companies, 1956.

The Chairman informed the meeting that the Register of Members and the Register of Directors' shareholding and Auditor's Certificate under Regulation 14 of Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 are kept open and accessible during the continuance of the meeting).

AGENDA TAKEN UP

1. Approval of Accounts for the year ended 31st March, 2011

Proposed by: Mrs. Shobha Bhambrani (DPID-Client ID 302822/10009717)

Seconded by: Mr. Ajay Khurana (DPID-Client ID 300708/10036432)

"RESOLVED THAT the Audited Balance sheet of the Company as at 31st March, 2011 and the Profit and Loss account for the year ended on that date together with schedules and annexures thereon, Auditor's Report, Directors' Report, Management Discussion & Analysis, Corporate Governance Report and Cash Flow Statement be and are hereby received, considered and adopted."

On being put to vote by show of hands, the resolution was carried unanimously.

2. Declaration of Dividend

Proposed by: Mr. S. K. Agarwal (Folio No. 1201910101121395)

Seconded by: Mr. Ravi Shanker Kapoor (Folio No. 1203800000050251)

of Rs. 100/- each a dividend of 12.5% (i.e. 0.75 per share) of the value of Rs. 100/- each of (a) be paid to the members who are entitled to the dividend of Rs. 100/- each at the date of 12th May 2011."

On being put to vote by show of hands, the resolution was carried unanimously.

3. Re-appointment of Mr. Anil Mehra as Director

Proposed by: Mr. Suran Kapoor (Folio No. 120333/00036287)
Seconded by: Mr. Kunal Kapoor (DPID/Client ID IN303828/52900536)

"RESOLVED THAT Mr. Anil Mehra, a Retiring Director, be and is hereby re-appointed as a Director of the Company whose period of office shall be liable to retire by rotation."

On being put to vote by show of hands, the resolution was carried unanimously.

4. Re-appointment of Mr. Rajeev Thakore as Director

Proposed by: Mr. Gulshan Rai (DPID/Client ID IN300394/12489558)
Seconded by: Mr. Prem Chachra (Folio No. 1201500000003633)

"RESOLVED THAT Mr. Rajeev Thakore, a Retiring Director, be and is hereby re-appointed as a Director of the Company whose period of office shall be liable to retire by rotation."

On being put to vote by show of hands, the resolution was carried unanimously.

5. Re-appointment of Statutory Auditors

Proposed by: Mrs. Swaran Chopra (Folio No. 1203470000001279)
Seconded by: Mr. Ranjit Singh (Folio No. 1202600000001049)

"RESOLVED THAT pursuant to provisions of Section 224(1) and other applicable provisions, if any, of the Companies Act, 1956, the retiring Auditors M/s Price Waterhouse & Co., Chartered Accountants, be and is hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General meeting till the conclusion of next Annual General Meeting, on such remuneration as may be determined by the Board of Directors and reasonable out of pocket expenses actually incurred by them in connection with audit."

On being put to vote by show of hands, the resolution was carried unanimously.

6. Approval of Remuneration of Ms. Koel Purie Rinchet

Proposed by: Mr. Chander Mohan (DPID - Client ID IN302404/10056700)
Seconded by: Mr. Surinder Nath Vohra (Folio No. 1201410000011520)

"RESOLVED that pursuant to the approval of the Central Government and in accordance with the provisions of Section 198, 309, 310 read with Schedule XIII to the Companies Act, 1956 and statutory modification(s) or re-enactment thereof, for the time being in force, from time to time, consent and approval of the Company be and is hereby accorded for payment of increased remuneration to Ms. Koel Purie Rinchet, Whole Time Director of the Company with effect from 24th May 2011 to 23rd May 2013 on a remuneration by way of salary, perquisites and allowances payable to her as set out herein and providing absolute discretion to the Board of Directors (hereinafter referred to as the 'Board') to alter and vary the terms and conditions that may hereafter be made thereto by the Central

a) Remuneration for the period 01st April, 2011 to 23rd May, 2011

Basic	Rs. 1,70,000/- PM
Special Allowance	Rs. 41,400/- PM
HRA	Rs. 60,000/- PM
Leave Travel Assistance	Rs. 14,160/- PA

b) Remuneration For the period 24th May, 2011 to 23rd May, 2012

Basic	Rs. 2,04,000/- PM
Special Allowance	Rs. 58,104/- PM
HRA	Rs. 72,000/- PM
Leave Travel Assistance	Rs. 16,992/- PA
Bonus/Incentive (As per discretion of the management)	Rs. 18,00,000/- PA

c) Remuneration For the period 24th May, 2012 to 23rd May, 2013

Basic	Rs. 2,44,800/- PM
Special Allowance	Rs. 69,725/- PM
HRA	Rs. 86,400/- PM
Leave Travel Assistance	Rs. 20,390/- PA
Bonus/Incentive (As per discretion of the management)	Rs. 21,60,000/- PA

Ms. Koel Purie Rinchet shall be entitled to use of a Company maintained car with driver, as per the rules on the Company, in connection with business of the Company.

The Company will provide telephone, internet connection at the residence of Ms. Koel Purie Rinchet, the Whole-Time-Director, the cost of which shall not be included as perquisites to the employee. The company shall also provide her a mobile and blackberry for the business of the Company.

Ms. Koel Purie Rinchet shall be entitled to Provident Fund, Gratuity as per the Rules of the Company.

Ms. Koel Purie Rinchet shall be entitled to Group Medical Insurance Scheme and the Group Accident Insurance Scheme as applicable to Senior Employees of the Company.

Ms. Koel Purie Rinchet will be entitled to the reimbursement of extra meal, travel and hotel costs, travelling and all other expenses incurred for the business of the Company as per the rules of the Company.

The Management shall be entitled to interchange the remuneration of Ms. Koel Purie Rinchet from one head to another as it may consider appropriate within the overall limits set out in the resolution.

So long as Ms. Koel Purie Rinchet is a Whole-Time-Director, she shall not be paid any fee for attending the meetings of the Board of Directors or any committee thereof.

For the above purpose, the perquisites shall be evaluated as per Income Tax Rules, 1962, wherever applicable. In the absence of any such Rules, perquisite shall be evaluated at actual.

RESOLVED FURTHER THAT the foregoing amount of remuneration, performance linked incentive and perquisites in any financial year shall be paid to Ms. Koel Purie Rinchet as minimum remuneration.

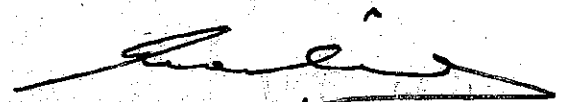
RESOLVED FURTHER THAT the aforesaid remuneration may be reviewed for upward revision as and when salary revision for other Senior Executives is considered by the Remuneration Committee.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take all necessary or desirable steps for the aforesaid purpose and any matter incidental thereto."

On being put to vote by show of hands, the resolution was carried unanimously.

Vote of Thanks

As there was no other business to be transacted, the meeting concluded with a vote of thanks to the Chair.



Chairman

17/09/2011