

**General information about company**

Scrip code	532826
NSE Symbol	RAJTV
MSEI Symbol	NOTLISTED
ISIN	INE952H01027
Name of the entity	RAJ TELEVISION NETWORK LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	31-12-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	M RAAJHENDHRAN	AAFPR1706H	00821144	Executive Director	Chairperson related to Promoter	MD	17-12-1950
2	Mr	M RAJARATNAM	AAFPR4624L	00839174	Executive Director	Not Applicable		16-11-1952
3	Mr	M RAVINDRAN	AAFPR4625M	00662830	Executive Director	Not Applicable		15-06-1959
4	Mr	KANAPPA PILLAI MANI RAGUNATHAN	AAFPR4623P	00662769	Executive Director	Not Applicable		07-05-1963
5	Mrs	RAVEENDRAN VIJAYALAKSHMI	ABXPV2884R	00716224	Non-Executive - Non Independent Director	Not Applicable		04-02-1965
6	Mr	VENKATESWARAN SAMBAMURTHY	AAEPV2770N	06988766	Non-Executive - Independent Director	Not Applicable		22-05-1959
7	Mr	MOHAN KAMESWARAN	AADPK5365P	00562832	Non-Executive - Independent Director	Not Applicable		30-01-1955
8	Mrs	SRIDHAR BHARATHI	AGPPB9831R	09354983	Non-Executive - Independent Director	Not Applicable		05-01-1968
9	Mr	SUBRAMANIAM MUTHIAH BALAJI	AAFPB8332B	02478761	Non-Executive - Independent Director	Not Applicable		05-04-1962

**I. Composition of Board of Directors****Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active

### I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	NA		03-06-1994	01-04-2021			1	0	1	0		
2	NA		03-06-1994	01-04-2021			1	0	0	0		
3	NA		03-06-1994	01-04-2021			1	0	2	0		
4	NA		03-06-1994	01-04-2021			1	0	0	0		
5	NA		30-09-2015	30-09-2023			1	0	0	0		
6	Yes	27-09-2019	27-09-2019	27-09-2019		51.86	1	1	2	2		
7	Yes	27-09-2019	14-10-2006	27-09-2019		111.2	1	1	0	0		
8	Yes	30-09-2022	12-11-2021	30-09-2022		25.5	1	1	1	0		
9	Yes	30-09-2023	30-08-2023	30-08-2023		4.1	1	1	0	0		

<b>Audit Committee Details</b>							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06988766	VENKATESWARAN SAMBAMURTHY	Non-Executive - Independent Director	Chairperson	12-11-2021		
2	09354983	SRIDHAR BHARATHI	Non-Executive - Independent Director	Member	28-09-2023		
3	00662830	M RAVINDRAN	Executive Director	Member	30-09-2019		

<b>Nomination and remuneration committee</b>							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06988766	VENKATESWARAN SAMBAMURTHY	Non-Executive - Independent Director	Chairperson	27-09-2019		
2	09354983	SRIDHAR BHARATHI	Non-Executive - Independent Director	Member	24-03-2023		
3	00716224	RAVEENDRAN VIJAYALAKSHMI	Non-Executive - Non Independent Director	Member	28-09-2023		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06988766	VENKATESWARAN SAMBAMURTHY	Non-Executive - Independent Director	Chairperson	24-03-2023		
2	00821144	M RAAJHENDHRAN	Executive Director	Member	01-04-2014		
3	00662830	M RAVINDRAN	Executive Director	Member	01-04-2014		

<b>Risk Management Committee</b>							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06988766	VENKATESWARAN SAMBAMURTHY	Non-Executive - Independent Director	Chairperson	27-09-2019		
2	00662769	KANAPPA PILLAI MANI RAGUNATHAN	Executive Director	Member	01-04-2014		
3	09354983	SRIDHAR BHARATHI	Non-Executive - Independent Director	Member	28-09-2023		

<b>Corporate Social Responsibility Committee</b>							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

**Annexure 1****Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	14-08-2023				Yes	9	9	4
2		06-11-2023	83		Yes	9	8	3

## Annexure 1

### IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of member attending the meeting (other than Board of Director)
1	Audit Committee	14-08-2023				Yes	3	3	2	0
2	Nomination and remuneration committee	29-08-2023	14			Yes	3	3	2	0
3	Audit Committee	06-11-2023	68			Yes	3	3	2	0

## Annexure 1

### V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

**Annexure 1****VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	No
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	M Raajhendhran
2	Designation	Managing Director

## Text Block

Textual Information(1)

The Composition of the Board was as per the provisions of SEBI (LODR) Regulations, 2015 until Mr. Rajagopalan Ramachandran (DIN: 00717140) retired from the post of Independent Director of the Company with effect from the closing hours of 28th September, 2023.

The Company Raj Television Network Limited (Company) is a Television Broadcasting Company, operating News, Non-news and Current Affairs Channels, under the License from Ministry of Information and Broadcasting and is governed by the guidelines and instructions of Ministry of Information and Broadcasting.

The terms and conditions of our license requires the Company to obtain prior clearance and approval from the Ministry of Home Affairs (MHA), New Delhi and the Ministry of Information and Broadcasting (MIB), New Delhi, before intending to appoint any person as the Directors of the Company (Executive or Non-executive) as required in term of Clause 5.10 of the Guidelines for up-linking of News and Current affairs TV Channels from India and also in term of Clause 5.11 of the Policy Guidelines For Down linking of Television Channels.

Further as the part of the approval process, Company is under the obligation to select fit and proper person in-terms of guidelines prescribed by MHA and MIB, in line with national security Clearance for the proposed Candidate to be appointed as Director, irrespective of whether he/she is appointed as Executive/Non Executive/Independent Director.

We bring to your attention that the Company had proposed a candidate Mrs. N S Prema, for clearance from the Ministry of Information and Broadcasting, New Delhi on 19th June, 2023 which was further acknowledged by the Ministry on 21st June, 2023, to be appointed as an Independent Director of our Company. Further Ministry of Information and Broadcasting, New Delhi has approved the appointment of Mrs. N S Prema vide their letter dated 29th December, 2023 which was received by the Company during the first week of January, 2024.

We further bring to your notice that we have initiated the process of appointing Mrs. N S Prema as Non-executive Independent Director to bring the composition of the Board in line with the provisions of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

<b>Details of Cyber security incidence</b>	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No

**Signatory Details**

Name of signatory	M Raajhendhran
Designation of person	Managing Director
Place	Chennai
Date	17-01-2024

