

Integrated Governance

Raj Television Network Limited

General information about company

Scrip code	532826
NSE Symbol	RAJTV
MSEI Symbol	NOTLISTED
ISIN	INE952H01027
Date of start of financial year	01-04-2025
Date of end of financial year	31-03-2026
Reporting Quarter Type	Quarterly
Date of Quarter Ending	30-06-2025
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	true
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	false No shares / voting rights were acquired/disposed off by the company in an unlisted company during reporting quarter.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	false No fine or penalty was imposed on the company during the reporting quarter.
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	true
Risk management committee	false
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities
Is SCORE ID Available ?	true
SCORE Registration ID	r00032
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	

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						Textual Information(1)										
Whether the listed entity has a Regular Chairperson						true										
Whether Chairperson is related to MD or CEO						true										
Sr no.	Title(Mr/Ms)	Name of the Director	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 director month
1	Mr	M Raajhendhran	Executive Director	Chairperson related to Promoter	MD	false				Active	NA		03-06-1994	01-04-2021		
2	Mr	M Rajaratnam	Executive Director	Not Applicable		false				Active	NA		03-06-1994	01-04-2021		
3	Mr	M Ravindran	Executive Director	Not Applicable		false				Active	NA		03-06-1994	01-04-2021		
4	Mr	Kanappa Pillai Mani Ragunathan	Executive Director	Not Applicable		false				Active	NA		03-06-1994	01-04-2021		
5	Mrs	Raveendran Vijayalakshmi	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		30-09-2015	30-09-2023		
6	Mr	Venkateswaran Sambamurthy	Non-Executive - Independent Director	Not Applicable		false				Active	NA		27-09-2019	27-09-2024		69.04
7	Mrs	Sridhar Bharathi	Non-Executive - Independent Director	Not Applicable		false				Active	NA		12-11-2021	12-11-2021		43.11
8	Mr	Subramaniam Muthiah Balaji	Non-Executive - Independent Director	Not Applicable		false				Active	NA		30-08-2023	30-08-2023		22.04
9	Mr	Subramanian Sivakumar	Non-Executive - Independent Director	Not Applicable		false				Active	NA		14-10-2024	14-10-2024		8.18

Text Block

Textual Information(1)	Please refer the note in the Annx 1 - Affirmation tab
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Annexure I

II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Venkateswaran Sambamurthy	Non-Executive - Independent Director	Chairperson	12-11-2021		
2	Sridhar Bharathi	Non-Executive - Independent Director	Member	28-09-2023		
3	M Ravindran	Executive Director	Member	30-09-2019		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Venkateswaran Sambamurthy	Non-Executive - Independent Director	Chairperson	27-09-2019		
2	Sridhar Bharathi	Non-Executive - Independent Director	Member	24-03-2023		
3	Raveendran Vijayalakshmi	Non-Executive - Non Independent Director	Member	28-09-2023		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Venkateswaran Sambamurthy	Non-Executive - Independent Director	Chairperson	24-03-2023		
2	M Raajhendhran	Executive Director	Member	01-04-2014		
3	M Ravindran	Executive Director	Member	01-04-2014		

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						true
Sr	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	Venkateswaran Sambamurthy	Non-Executive - Independent Director	Chairperson	27-09-2019		
2	Sridhar Bharathi	Non-Executive - Independent Director	Member	28-09-2023		
3	Kanappa Pillai Mani Ragunathan	Executive Director	Member	01-04-2014		

Annexure I

III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	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)	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	13-02-2025			true	10	8	4
2	18-04-2025	63		true	10	7	3
3	20-05-2025	31		true	9	8	3

Annexure I

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 members attending the meeting (other than Board of Directors)
1	Audit Committee	13-02-2025				true	3	3	2	0
2	Audit Committee	18-04-2025	63			true	3	3	2	0
3	Audit Committee	20-05-2025	31			true	3	3	2	0
4	Nomination and remuneration committee	13-02-2025				true	3	3	2	0
5	Nomination and remuneration committee	18-04-2025	63			true	3	3	2	0

Annexure I

V. 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	false
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable 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.	true
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.	true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Text Block

Textual Information(1)

Pursuant to the provisions of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, 50% of the composition of the Board of Directors of Raj Television Network Limited (the Company) shall consist of Independent Directors. In addition to the existing regulations, The Company, engaged in television broadcasting including news, non-news, and current affairs channels is licensed under the Ministry of Information and Broadcasting (MIB) and is accordingly governed by its the guidelines and instructions/ directives. As per Clause 28 of the Guidelines for Up-linking and Down-linking of Satellite Television Channels in India, the Company is obligated to obtain prior approvals from both the Ministry of Home Affairs (MHA), New Delhi, and MIB, New Delhi, before effecting any such appointments. Further, the proposed appointee to the Board, irrespective of designation as Executive, Non-Executive, or Independent Director must be a 'fit and proper person' under the Companies Act, 2013, SEBI (LODR) Regulations, 2015, and must also be capable of securing security clearance as prescribed by MHA and MIB. The clearance process entails a comprehensive evaluation, including in-person police verification and other formalities as periodically outlined by the authorities. In light of the foregoing, the Company reiterates that the appointment of any Director is inextricably dependent on prior statutory clearance from MIB and MHA. The recent vacancy in the office of Independent Director arose due to the resignation of Mrs. Nidavanur Subbarama Naidu Prema (DIN: 10198873), effective May 14, 2025, due to personal health constraints and prior commitments. The Company immediately and diligently took steps to fill up the vacancy by applying for the approval and getting the clearance from the Ministry of Information & Broadcasting (MIB) and Ministry of Home Affairs (MHA) for appointing a new Independent Director. In the given circumstance, if the obligation for obtaining the clearance and approval from MIB and MHA were removed/eliminated/ done away with, then the delay would not have been caused and the company would have complied with the provisions of Regulation 17 of SEBI (LODR) Regulations, 2015 within the stipulated time period. Further SEBI vide its notification SEBI/LAD-NRO/GN/2024/218 approving the Third Amendment in the regulations of SEBI (LODR), Regulations, 2015 with effect from the date of their publication in the Official Gazette has substituted the existing proviso of Regulation 17(1C) of SEBI (LODR) Regulations, 2015 by adding the proviso as detailed in this regard: Provided that if such appointment or re-appointment of a person to the board of directors or as a manager is subject to approval of regulatory, government or statutory authorities, then the time taken to receive such approvals shall be excluded for the purposes of this clause: This insertion explicitly states that the time taken for getting the regulatory/ statutory/ government approvals shall be excluded from the time period required to get the approval from the shareholders for the appointment/ re-appointment of the Directors on Board. In consideration of the facts and applicable terms and conditions as stated above and considering the nature, scope, circumstances, the delay caused due to factors beyond the control of the Company in appointment of the Independent Director, may be duly condoned as in compliance with the provisions of Regulation 17 of SEBI (LODR) 2015.

Annexure I

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

Details of Cyber security incidence

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	false
Other details of cyber security incidence or breaches or loss of data event	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	

Signatory Details

Name of signatory	M Raajhendhran
Designation of person	Managing Director
Place	Chennai
Date	29-07-2025

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Commercial Tax officer Mylapore South / Chennai	13-09-2024	writ petitions filed	Pending with Hon'ble High Court of Madras
2	Commercial Tax officer Mylapore South / Chennai	13-09-2024	writ petitions filed	Pending with Hon'ble High Court of Madras
3	Income Tax Authority- Assessment Officer	30-03-2025	For Assessment Year 2016-17, Appeal filed to the Joint Commissioner (Appeals) or the Commissioner of Income-tax (Appeals)	Appeal filed with Joint Commissioner (Appeals) or the Commissioner of Income-tax (Appeals)