

**30.06.2021/RTNL**

To Corporate Relationship Department, BSE Limited P. J. Towers, Dalal Street, Mumbai - 400 001 BSE Scrip Code: <b>532826</b>	To Corporate Listing Department, National Stock Exchange of India Ltd Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Mumbai - 400 051 NSE Symbol: <b>RAJTV</b>
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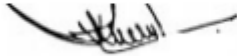
Dear Sir /Madam,

**Subject: Secretarial Compliance Report for the year ended 31st March 2021**

Please find enclosed herewith the Secretarial Compliance Report under Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31st March 2021 issued by M/s. V Nagarajan & Co, Practicing Company Secretaries, Chennai.

Kindly take the above on record.

Thanking you  
For Raj Television Network Limited,



**Joseph Cheriyan**  
FCS 9586  
Company Secretary & Compliance Officer

Encl : As above.



**SECRETARIAL COMPLIANCE REPORT OF RAJ TELEVISION NETWORK LIMITED**  
**FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2021**

We, V Nagarajan & Co., Company Secretaries In Practice have examined all the documents and records made available to us and explanation provided by **M/s Raj Television Network Limited** ("the listed entity"),

- I. the filings/ submissions made by the listed entity to the stock exchanges,
- II. website of the listed entity,
- III. annual returns filed with the Ministry of Corporate Affairs, which has been relied upon to make this certification, for the year ended 31st March 2021 ("Review Period") in respect of compliance with the provisions of:
  1. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
  2. the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- a. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- b. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
- c. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- d. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018
- e. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- f. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- g. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.
- h. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008.
- i. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013.
- j. Securities and Exchange Board of India (Delisting of Equity shares) (Amendment) Regulation 2016,

**For V. NAGARAJAN & CO**  
**Company Secretaries in Practice**

**V. NAGARAJAN**  
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**FCS 5626 CP 3288**

- k. Securities and Exchange Board of India ((Investor Protection and Education Fund) Regulations 2009,
- l. Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003
- m. Securities and Exchange Board of India (Settlement Proceedings) Regulations, 2018 and circulars/ guidelines issued thereunder.

Further there are no events reported under (e), to U), (l) and (m) for the year under review and hence treated as non-applicable.

Based on the above examination, we hereby report that, during the Review Period:

- a. The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sl No	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Deviations	Observations/Remarks of the Practising Company Secretary
1	Reg 17(1)(A) of SEBI (LODR), 2015	Non appointment of Independent Woman Director	Company has represented with Stock exchanges to Permit the issuer such time as may be necessary for the issuer company to comply with the regulation till such time the issuer company could find a fit and Proper candidate and to obtain a prior permission from the Ministry of Information and Board Casting and Completion of National Security Clearance for the candidate by Ministry of Home Affairs in compliance to License Regulation as applicable to the Issuer company with which the issuer company runs its Commercial Television Channel business. As permitted under policy for exemption of fines levied as per the provisions of SEBI SOP circular: reasons for waiver levied under SEBI SOP circular 3. impossibility of compliance in our case due to the requirement of prior approval of Central government.

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2	23(9) – Disclosure on Related Party Transactions	Delay in – Disclosure on Related Party Transactions	Company has represented with Stock exchanges the delay caused due to the impact of Covid-19 lock down and submitted the Disclosure on Related Party Transactions. In this regard, company's representation for waiver of fine was placed before the Stock exchanges "Committee for Reviewing Representations for Waiver of Fines Levied under Standard Operating Procedure (SOP)" and Pursuant to the decision of the aforesaid Committee, the company's request for waiver of the fine has been approved.
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- b. The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from my examination of those records.
- c. The following are the details of actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.

Sl No	Action taken by	Details of Violation	Details of Action Taken, fines warning letter debarment , etc	Observations/Remarks of the Practising Company Secretary
NIL				

- d. The listed entity has taken the following actions to comply with the observations made in previous reports.

Sl no	Observations of the Practicing Company Secretary in previous reports	Observations made in the secretarial compliance report for the previous year	Action taken by the listed entity; if any	Comments of the Practicing Company Secretary on the action taken by the listed entity
No material observation was made during the previous year report.				

Place: Chennai  
Date: 30.06.2021

Signature \_\_\_\_\_  
FCS No.5626  
CP No.3288  
UDIN : F005626C00554724

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