

October 27, 2015

National Stock Exchange of India Limited
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051.

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai- 400 001.

Re.: Minutes of 27th Annual General Meeting of the Company held on September 29, 2015

Dear Sir,

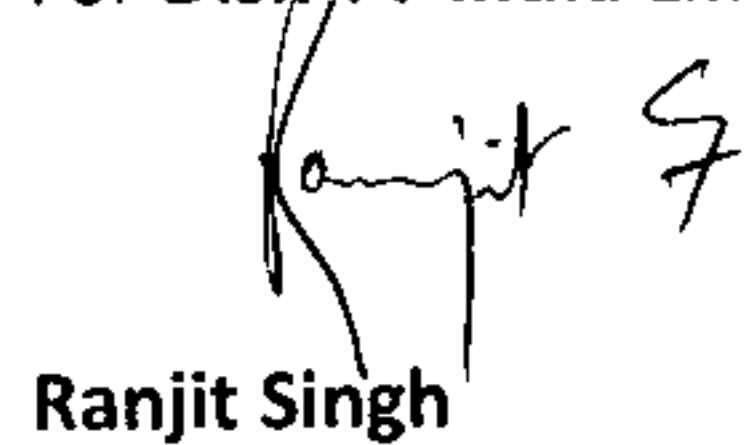
Pursuant to Clause 31(d) of the Listing Agreement, please find enclosed herewith the Certified True Copy of the proceedings of the 27th Annual General Meeting of the Equity Members of Dish TV India Limited held on Tuesday, the 29th day of September, 2015, at 11:30 A.M. at Dr. Sarvepalli Radhakrishnan Auditorium, Kendriya Vidyalaya No. 2, A.P.S Colony, Delhi Cantt, New Delhi – 110 010.

This is for your information and record.

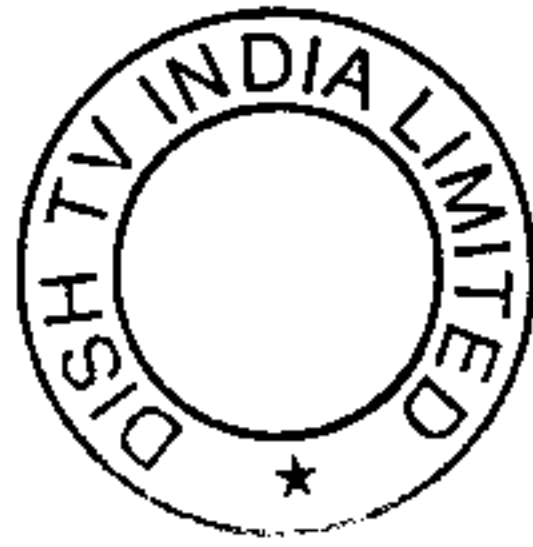
Thanking you.

Yours Sincerely,

For DishTV India Limited



Ranjit Singh
Company Secretary
Membership No.-A15442



CERTIFIED TRUE COPY OF THE MINUTES OF THE 27TH ANNUAL GENERAL MEETING OF THE MEMBERS OF DISH TV INDIA LIMITED HELD ON TUESDAY, THE 29TH DAY OF SEPTEMBER 2015 AT 11:30 A.M. AT DR. SARVEPALLI RADHAKRISHNAN AUDITORIUM, KENDRIYA VIDYALAYA NO. 2, A.P.S. COLONY, DELHI CANTT. – 110 010

Serial Number of the Meeting : 27th Annual General Meeting
 Type of the Meeting : Annual General Meeting
 Time of Commencement of Meeting : 1130 Hrs
 Time of Conclusion of Meeting : 1230 Hrs

<u>Directors on the Dias:</u>		
NAME	DESIGNATION	MODE OF ATTENDANCE
Mr. B D Narang	Independent Director, Chairman of Audit Committee and Nomination & Remuneration Committee	Physical
Mr. Arun Duggal	Independent Director	Physical
Mr. Ashok Kurien	Non-Executive Director, Chairman of Stakeholder's Relationship Committee	Physical
Mr. Jawahar Lal Goel	Managing Director	Physical
Mr. Lakshmi Chand	Independent Director	Physical
Dr. Rashmi Aggarwal	Independent Director	Physical
<u>Company Executives on the Dias:</u>		
Mr. R.C Venkateish	Chief Executive Officer	Physical
Mr. Rajeev K Dalmia	Chief Financial Officer	Physical
Mr. Ranjit Singh	Company Secretary	Physical
<u>INVITEES:</u>		
Mr. Jayant Gupta	Representative of Secretarial Auditors and Scrutinizer (Jayant Gupta & Associates)	Physical

Introduction of Board Members Sitting on the Dias:

Mr. Ranjit Singh, Company Secretary introduced the Board Members and Company Executive on the Dias. He further apprised the members that due to some exigency, the Statutory Auditors-Walker Chandio & Co. LLP, Chartered Accountants, could not attend the 27th Annual General Meeting and they were exempted under Section 146 of Companies Act, 2013.

Commencement of Proceedings:

The Company Secretary welcomed the Members to the 27th Annual General Meeting of the Company.

He apprised the Members, that the Company had provided e-voting facility to the shareholders. The E-voting Period commenced on September 25, 2015 from 9.00 a.m. and ended on September 28, 2015 at 5.00 p.m.

The Company Secretary also apprised the Members that the Resolutions proposed for consideration of the Members, as detailed in the Notice calling the 27th Annual General Meeting, shall be put to vote through Poll Mechanism. He further informed that the result of the e-voting and Voting on Poll will be announced upon receipt of Scrutinizer report on September 30, 2015 and the results of voting shall also be uploaded on the website of the Company and also intimated to the Stock Exchanges.

Chairman for meeting:

Pursuant to Article 62 of the Articles of Association of the Company, the Company Secretary requested the Members to appoint the Chairman for the meeting. Mr. Pradeep Sood, Shareholder, proposed the name of Mr. B D Narang, Independent Director, to be appointed as the Chairman for the Annual General Meeting and Mr. Gagan Kumar, Shareholder, seconded the proposal.

In accordance with the Articles of Association of the Company and with the approval of the Shareholders, Mr. B D Narang, was appointed to act as the Chairman of the meeting.

Mr. B D Narang took the chair and welcomed the shareholders to the 27th Annual General Meeting of the Company. He further informed the members that Dr. Subhash Chandra, Mr. Mintoo Bhandari and Mr. Eric Louis Zinterhofer, Directors of the Company could not attend the Annual General Meeting due to their pre occupations.

Quorum for the meeting:

The Chairman informed the Members that the total number of shareholders present at the meeting is 133, representing 70,52,03,369 Equity shares constituting 66.17% of the Share capital of the Company.

The Chairman also informed the Members that the Company has received 11 valid proxies under Section 105 of the Companies Act, 2013 representing 95,29,578 Equity Shares constituting 0.89% of the Share Capital of the Company and 9 Authorized Representations under Section 113 of the Companies Act, 2013 from Bodies Corporate representing 69,42,53,669 Equity Shares constituting 65.14% of the Share Capital of the Company.



The Chairman after ascertaining the requisite Quorum for the meeting being present, declared the meeting as duly constituted and called the meeting to order.

Statutory Registers:

The Chairman informed that the following Registers are available for inspection of the shareholders and shall remain open for inspection by the shareholders till the conclusion of the Meeting:

- a) Proxy Register with 11 valid proxies lodged;
- b) Register of Members under Section 88 of the Companies Act, 2013;
- c) Register of Directors' and Key Managerial Personnel and their Shareholding under Section 170 of the Companies Act, 2013;
- d) Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013;

He further stated that the following documents are also available for inspection of the Members:

- a) Director's Report for the Financial Year ended March 31, 2015; and
- b) Audited Annual Accounts and Auditor's Report for the Financial Year ended March 31, 2015.
- c) Audited Annual Accounts, Auditor's Report, Directors Report for the Financial Year ended March 31, 2015 of Company's subsidiaries.
- d) Secretarial Audit Report for the Financial Year ended March 31, 2015
- e) Memorandum and Articles of Association of the Company, Minutes of the General Meetings of the Company and all other required documents.
- f) Statutory Auditors Certificate, in compliance with SEBI ESOP Regulations

Annual Report and Notice calling the 27th Annual General Meeting:

He further informed members that the Annual Report for the Financial Year 2014-15 along with Notice calling the 27th Annual General Meeting have already been circulated/dispached to the members. The Statutory Auditors' Report and the Secretarial Audit Report do not contain any qualification, observations which have any adverse effect on the functioning of the Company. With the permission of the Members, the Notice was taken as read.

Chairman's Speech:

The Chairman delivered the following speech to the member present:

"Dear Shareholders,

The year gone by was a watershed year for your Company. Dish TV became the first and only operator to turn profitable at a net profit level for the full fiscal year.

What is heartening is that Dish TV was able to swing to profitability while at the same time maintain strong double digit growth and market share momentum.



The accomplishments were made possible by your Company's single minded focus on profitable growth. The work done by your Company in the past 2-3 years to deleverage and strengthen the balance sheet while at the same time provide impetus for growth through innovative new products has borne rich dividends.

The second brand Zing targeting Phase 3 and Phase 4 markets of digitization has been a resounding success, boosting Dish TV to leading market share position in almost every market. Your Company simultaneously focused on driving the penetration of High Definition set top boxes in urban markets and met with considerable success.

In order to further premiumise the range, Dish TV has launched a unique product targeting the movie goers, which will provide on demand movie viewing without the need for an internet connection.

Your Company's subsidiary also commenced operations in Sri Lanka and expects to get a firm foothold in that market soon. Your Company also created a wholly owned subsidiary Dish Infra Services Private Limited to focus on non-licensed activities like hardware sales and other ancillary activities.

During the year under review, Gross revenues grew from Rs. 25,750 Mn to Rs. 28,363 Mn an increase of 10%. EBITDA margins improved from 25% to 26% and EBITDA grew from Rs. 6261 Mn to Rs. 7354 Mn, a growth of 17%.

Your Company turned profitable during the year posting a profit after tax of Rs. 10 Mn vs a loss of Rs. 350 Mn during the prior year.

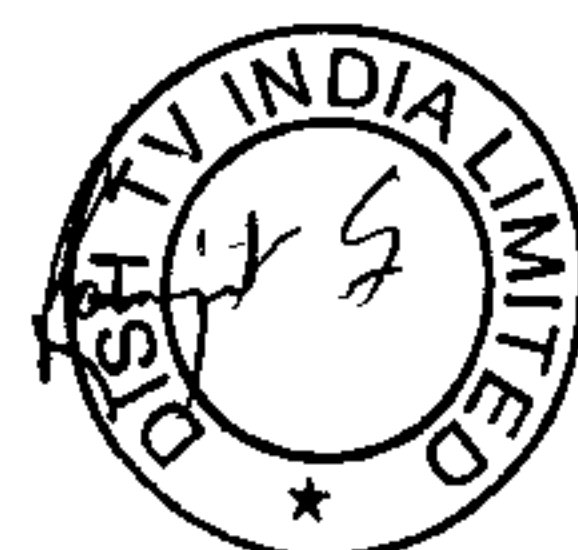
Your Company is well placed to take advantage of the upcoming digitization in Phase 3 and Phase 4 markets and is well placed to capitalize on the opportunities offered by the same. We remain enthusiastic and look forward to the future with confidence as we set on our task to build a world class Company focused on leading the media revolution in the country and driving value for our shareholders."

Question & Answer session:

The Chairman invited the members to ask their questions or queries, if any, relating to the Financial Statements and Operations of the Company. No such query was raised by any Member.

Announcement of Poll & Consideration of Agenda Items.

The Chairman apprised the Members that in accordance with Clause 35B of the Listing Agreement and Section 108 of the Companies Act, 2013 read with Companies (Management & Administration) Rules 2014, the Company had provided E-voting facility offered by National Securities Depository Limited for members of the Company as on cut-off date of September 22, 2015 to cast their vote electronically on all Agenda items proposed in the Notice of the Annual general Meeting. The remote e-voting period commenced on September 25, 2015, at 9.00 a.m. and ended on September 28, 2015, at 5.00 p.m.



He informed that the Members who had not cast their vote through remote process, can cast their vote by Poll.

Thereafter, the Chairman appointed Mr. Jayant Gupta, Practicing Company Secretary, as the Scrutinizer to scrutinize the Voting process in a fair and transparent manner.

The Chairman informed the members that the results of Voting (along with E-voting done by members electronically) shall be declared on or before closing of working hours of Wednesday 30th day of September, 2015. The result shall also be placed at the Company's website viz www.dishtv.in and also be communicated to Stock Exchanges.

Ordinary Resolution No.1: Adoption of Audited Financial Statements- on a Standalone and Consolidated basis, for the Financial Year ended March 31, 2015

"RESOLVED THAT the Audited Financial Statements of the Company on a Standalone and Consolidated basis, for the Financial Year ended March 31, 2015 including the Balance Sheet as at March 31, 2015, the Statement of Profit & Loss of the Company for the year ended on that date and the report of the Auditors' and Directors' thereon be and hereby approved and adopted."

The resolution was proposed by Mr. Gagan Kumar (IN300206 - 10925435) and seconded by Mr. Pradeep Sood (IN301127 – 15633348).

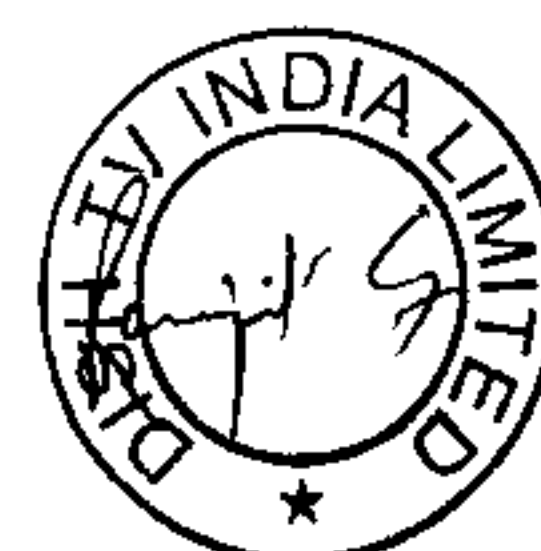
Ordinary Resolution No.2: To appoint a Director in Place of Mr. Ashok Kurien (DIN-00034035) , who retires by rotation and being eligible, offers himself for re-appointment.

"RESOLVED THAT Mr. Ashok Mathai Kurein (DIN-00034035), Non-Executive Director of the Company, who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as Non-Executive Director of the Company, liable to retire by rotation."

The resolution was proposed by Mr. Ajay Khurana (IN300708 – 10036432) and seconded by Mr. Ankit Aggarwal (IN300513 – 11470193).

Ordinary Resolution No. 3: To ratify the appointment of Auditors' of the Company, and to fix their remuneration.

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder including any statutory modification or re-enactment thereof, for the time being in force and pursuant to the recommendations of the Audit Committee of the Board of Directors of the Company, and pursuant to the resolution passed by the members at the Annual General Meeting of the Company held on September 29, 2014, the appointment of M/s Walker Chandiook & Co LLP, Chartered Accountants, New Delhi, (Firm Registration No. 001076N/N500013) as the Auditors of the Company to hold office till the conclusion of the Annual General Meeting to be held in the calendar year 2017 be and is hereby ratified at



such remuneration as may be recommended by the Audit Committee and mutually agreed between the Board of Directors of the Company and the Auditors.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things as may be considered necessary, proper or expedient in order to give effect to the above resolution.”

The resolution was proposed by Mr. Pradeep Sood (IN301127 – 15633348) and seconded by Mr. Ankit Aggarwal (IN300513 – 11470193).

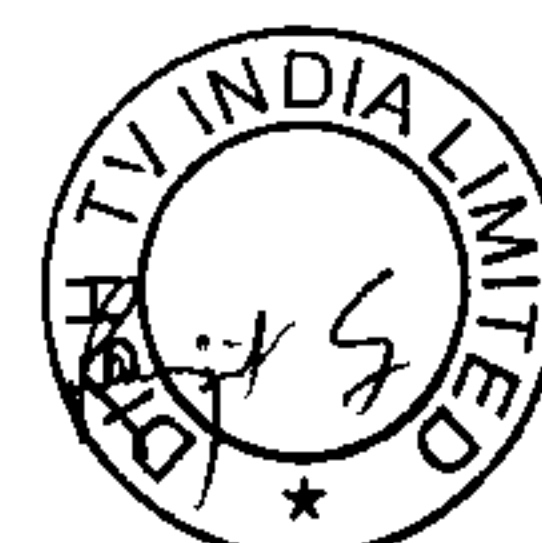
Ordinary Resolution No. 4: Appointment of Dr. Rashmi Aggarwal as an Independent Director of the Company.

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and all other applicable provisions of the Companies Act, 2013 (‘Act’) and the rules made thereunder read with Schedule IV of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), Clause 49 of the Listing Agreement and pursuant to the recommendation of the Nomination and Remuneration Committee, Dr. Rashmi Aggarwal (DIN-07181938), who was appointed as an Additional Director (in the capacity of an Independent Director) of the Company by the Board of Directors with effect from May 26, 2015 and who holds office up to the date of this Annual General Meeting in terms of Section 161(1) of the Act and in respect of whom the Company has received a notice in writing along with the deposit of prescribed amount under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, whose office shall not be subject to retirement by rotation, to hold office for a term of 3 (three) consecutive years from the conclusion of the 27th Annual General Meeting upto the conclusion of the 30th Annual General Meeting of the Company to be held in the calendar year 2018.”

The resolution was proposed by Mr. Sanjiv Jain (IN302349 – 10011835) and seconded by Mr. Subhash Chander Sarin (IN302620 – 10002715)

Special Resolution No. 5: Re-Appointment of Mr. Jawahar Lal Goel (DIN: 00076462) as the Managing Director of the Company.

“**RESOLVED THAT** pursuant to provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (‘Act’) and the rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) and based on the recommendation of Nomination and Remuneration Committee and in accordance with Article 100 of the Articles of Association of the Company and subject to such other approval(s) as may be required including approval of the Central Government, consent of the members be and is hereby accorded to the re-appointment of Mr. Jawahar Lal Goel, as Managing Director of the Company for a period of 3 years effective from January 6, 2016 on the terms and conditions including remuneration as set out in the Explanatory statement annexed to the Notice convening this Annual General Meeting.



RESOLVED FURTHER THAT, subject to necessary permissions / approvals, the Board of Directors of the Company be and is hereby authorised to fix, vary, reduce or amend the remuneration and other terms of his re-appointment from time to time, as it may deem expedient or necessary during the tenure of his appointment or as may be prescribed by the authorities giving such sanction or approval.

RESOLVED FURTHER THAT the aggregate remuneration shall not exceed the limits provided in Section 197 of the Act and that the consent of the members be and is hereby accorded pursuant to Schedule V and other applicable provisions of the Act, if any, and subject to such approvals as may be necessary, including Central Government approval, that where in any Financial Year during the currency of tenure of Mr. Jawahar Lal Goel as Managing Director, the Company has no profits or its profits are inadequate, the Company shall pay to Mr. Jawahar Lal Goel, Managing Director, remuneration by way of salary and perquisites approved herein supra, as minimum remuneration.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution) be and is hereby authorized to do and perform or cause to be done all such acts, deeds, matters and things, as may be required or deemed necessary or incidental thereto, and to settle and finalize all issues that may arise in this regard, without further referring to the Members of the Company, including without limitation finalizing and executing any agreement, deeds and such other documents as may be necessary and to delegate all or any of the powers vested or conferred herein to any Director(s) or Officer(s) of the Company as may be required to give effect to the above resolutions."

The resolution was proposed by Mr. Ajay Khurana (IN300708 – 10036432) and seconded by Mr. Pradeep Sood (IN301127 – 15633348).

Special Resolution No. 6: Revision in terms of Appointment including remuneration of Mr. Gaurav Goel, Executive Vice President-Business Development and Strategy.

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 ('Act') read with Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act and the rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) and based on the recommendation of Nomination and Remuneration Committee, consent of the members of the Company be and is hereby accorded to revise the terms and conditions of appointment of Mr. Gaurav Goel, relative of Dr. Subhash Chandra, Chairman of the Company and Mr. Jawahar Lal Goel, Managing Director, of the Company, by promoting him to the position of 'President – Business Development and Strategy' in the Company with effect from November 1, 2015 on the terms and conditions including remuneration as set out in the Explanatory statement annexed to the Notice convening this Annual General Meeting.



RESOLVED FURTHER THAT Mr. Gaurav Goel shall also be eligible for all other benefits including medical benefits, group medical insurance, gratuity, leave encashment, promotion, incentive / performance linked bonus and other benefits as per the policy of the Company, applicable to other employees of the Company under similar cadre/grade, but such benefits shall exclude Stock Options under the ESOP Scheme of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee thereof which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution) be and is hereby authorized to do and perform or cause to be done all such acts, deeds, matters and things, as may be required or deemed necessary or incidental thereto, and to settle and finalize all issues that may arise in this regard, without further referring to the Members of the Company, including without limitation finalizing and executing any agreement, deeds and such other documents as may be necessary and to delegate all or any of the powers vested or conferred herein to any Director(s) or Officer(s) of the Company as may be required to give effect to the above resolutions.”

The resolution was proposed by Mr. Shyam Krishan Agarwal (12019101- 01118798) and seconded by Mr. Ajay Khurana (IN300708 – 10036432).

Special Resolution No. 7: Adoption of newly substituted Articles of Association of the company containing regulations in line with the Companies Act, 2013.

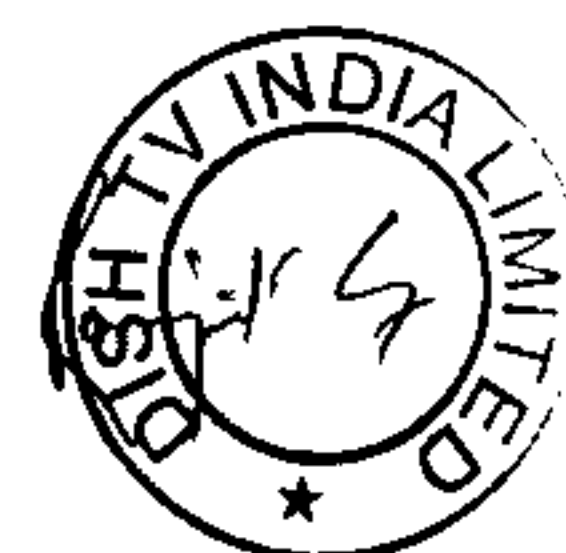
“RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof, for the time being in force), the new Articles, as contained in the draft Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion of the regulations contained in the existing Articles of Association of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors (which term shall be deemed to include any committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may in its absolute discretion deem necessary, proper or expedient to give effect to this resolution.”

The resolution was proposed by Mr. Gagan Kumar (IN300206 – 10925435) and seconded by Ms. Prabha Sarin (IN300966 – 10013400)

Commencement of Poll:

Poll papers already being distributed to the Member present, the Poll Process was commenced by the Chairman and all the Resolutions proposed in the Notice calling the 27th Annual General Meeting. The Members were requested to cast their vote and deposit their respective poll paper in the ballot box. The members were advised to:



- put (V) in the column "For", by those who are in favour of the Resolution.
- put (X) in the column "Against, by those who are against the resolution.

The Chairman thereafter announced appointment of Mr Jayant Gupta, Practicing Company Secretary (holding CP No. 9738) who was appointed as a Scrutinizer for e-voting, as Scrutinizer to conduct the poll. Thereafter, Mr. Gupta displayed the empty ballot boxes to the Members and Proxies present in presence of Mr. Ashutosh Jha and Ms. Gurjeet Kaur, witnesses. The ballot boxes were then sealed in their presence. The Poll was thereafter conducted and the members casted their vote.

The Chairman informed the members that the results of Voting (along with E-voting done by members electronically) shall be declared on Wednesday, the 30th day of September, 2015 at the registered office of the Company. The result shall also be placed at the Company's website viz www.dishtv.in and also be communicated to Stock Exchanges.

The Chairman also stated that the consolidated results (E-Voting and Poll) which shall be declared on September 30, 2015 shall be attached as an Annexure forming part of the minutes of the Annual General meeting.

Conclusion of Meeting:

Thereafter the meeting concluded at 12.30 p.m., with vote of thanks to the Chair proposed by Mr. Pradeep Sood.

//CERTIFIED TRUE COPY//
For Dish TV India Limited


Ranjit Singh
Company Secretary
Membership No.:A15442



**Annexure to the Minutes
27th Annual General Meeting**

**Combined Result on E-voting and Poll declared on September 30, 2015 at the
Registered Office of the Company**

As per the provisions of Companies Act, 2013 and the Listing Agreement, the Company had provided e-voting facility to the shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice calling the 27th Annual General Meeting of the Company. The E-voting Period commenced on September 25, 2015 from 9.00 a.m. and ended on September 28, 2015 at 5:00 p.m.

Mr. Jayant Gupta, Practicing Company Secretary was appointed as the Scrutinizer by the Board of Directors of the Company to scrutinize the e-Voting and Poll process in a fair and transparent manner. The Scrutinizer submitted the Combined Scrutinizer Report on E-voting and Poll dated September 30, 2015 to the Chairman of the Annual General Meeting.

The Chairman had declared at the Annual General Meeting of the Company that the Combined Result on E-voting and Poll, basis the Scrutinizer's Combined Report (E-voting & Poll) shall be declared on Wednesday, 30th day of September, 2015 at the registered office of the Company.

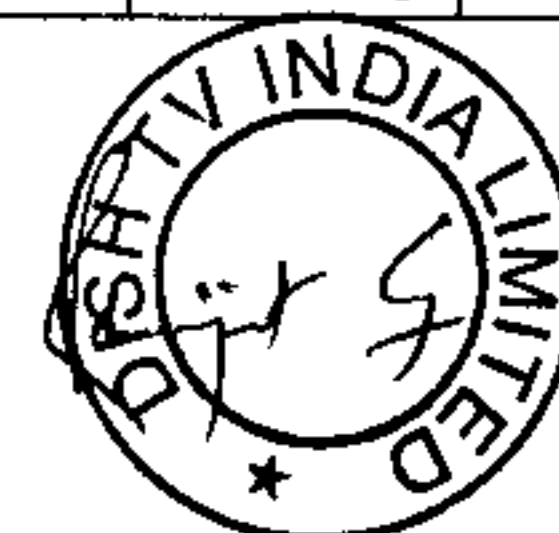
The Combined Result (E-voting and Poll) as declared at the Registered Office of the Company, basis the Combined Report of Scrutinizer, on September 30, 2015 is detailed hereunder-

Ordinary Business (Ordinary Resolutions)-

- 1. Adoption of Audited Financial Statements-on a Standalone and Consolidated basis, for the Financial Year ended March 31, 2015 of the Company for the financial year ended on March 31, 2015**

MODE	BALLOTS RECEIVED	VOTES CASTED	INVALID		FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES	BALLOT S	VOTES
1	2	3	4	5	6	7	8	9
Electronic	337	883548463	0	0	337	883548463	0	0
Physical	75	11528954	4	552	71	11528402	0	0
TOTAL	412	895077417	4	552	408	895076865	0	0

Total Valid shares (3-5) = 895076865
Votes in Favour (% of Total Valid shares) = 100.00%
Votes in Against (% of Total Valid shares) = 00.00%



2. To appoint a Director in place of Mr. Ashok Kurien, who retires by rotation and being eligible, offers himself for re-appointment.

MODE	BALLOTS RECEIVED	VOTES CASTED	INVALID		FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES	BALLOTS	VOTES
1	2	3	4	5	6	7	8	9
Electronic	337	884909866	0	0	291	855116495	46	29793371
Physical	75	11528954	4	552	71	11528402	0	0
TOTAL	412	896438820	4	552	362	866644897	46	29793371

Total Valid shares (3-5) = 896438268

Votes in Favour (% of Total Valid shares) = 96.68%

Votes in Against (% of Total Valid shares) = 03.32%

3. To ratify the appointment of Auditors' of the Company, and to fix their remuneration and to pass the following resolution as an ordinary resolution thereof.

MODE	BALLOTS RECEIVED	VOTES CASTED	INVALID		FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES	BALLOTS	VOTES
1	2	3	4	5	6	7	8	9
Electronic	338	884909961	0	0	331	883195204	7	1714757
Physical	75	11528954	4	552	71	11528402	0	0
TOTAL	413	896438915	4	552	402	894723606	7	1714757

Total Valid shares (3-5) = 896438363

Votes in Favour (% of Total Valid shares) = 99.81%

Votes in Against (% of Total Valid shares) = 00.19%

Special Business (Ordinary Resolutions)-

4. Appointment of Dr. Rashmi Aggarwal as an Independent Director of the Company.

MODE	BALLOTS RECEIVED	VOTES CASTED	INVALID		FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES	BALLOTS	VOTES
1	2	3	4	5	6	7	8	9
Electronic	337	884909861	0	0	327	884796547	10	113314
Physical	75	11528954	4	552	71	11528402	0	0
TOTAL	412	896438815	4	552	398	896324949	10	113314

Total Valid shares (3-5) = 896438263

Votes in Favour (% of Total Valid shares) = 99.99%

Votes in Against (% of Total Valid shares) = 00.01%

Special Business (Special Resolutions)-

5. Re-Appointment of Mr. Jawahar Lal Goel (DIN-00076462) as the Managing Director of the Company.

MODE	BALLOTS RECEIVED	VOTES CASTED	INVALID		FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES	BALLOTS	VOTES
1	2	3	4	5	6	7	8	9
Electronic	336	884909631	1	100	285	853706761	50	31202770
Physical	68	10108954	4	552	64	10108402	0	0
TOTAL	404	895018585	5	652	349	863815163	50	31202770



Total Valid shares (3-5) = 895017933
 Votes in Favour (% of Total Valid shares) = 96.51%
 Votes in Against (% of Total Valid shares) = 03.49%

6. Revision in terms of Appointment including remuneration of Mr. Gaurav Goel, Executive vice President Business Development and Strategy.

MODE	BALLOTS RECEIVED	VOTES CASTED	INVALID		FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES	BALLOTS	VOTES
1	2	3	4	5	6	7	8	9
Electronic	335	882840640	1	100	321	882749436	13	91104
Physical	70	10745204	4	552	66	10744652	0	0
TOTAL	405	893585844	5	652	387	893494088	13	91104

Total Valid shares (3-5) = 893585192
 Votes in Favour (% of Total Valid shares) = 99.99%
 Votes in Against (% of Total Valid shares) = 00.01%

7. Adoption of newly substituted Articles of Association of the Company containing regulations in line with the Companies Act, 2013.

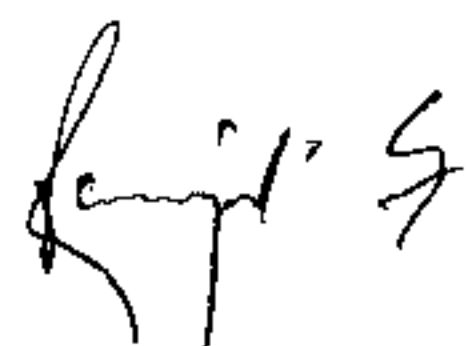
MODE	BALLOTS RECEIVED	VOTES CASTED	INVALID		FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES	BALLOTS	VOTES
1	2	3	4	5	6	7	8	9
Electronic	326	860760786	0	0	225	790366026	101	70394760
Physical	75	11528954	4	552	71	11528402	0	0
TOTAL	401	872289740	4	552	296	801894428	101	70394760

Total Valid shares (3-5) = 872289188
 Votes in Favour (% of Total Valid shares) = 91.93%
 Votes in Against (% of Total Valid shares) = 08.07%

The above resolutions have therefore been passed by the Members of the Company with requisite majority on September 30, 2015.

//CERTIFIED TRUE COPY//

For Dish TV India Limited



Ranjit Singh

Company Secretary

Membership No.:A15442

