



August 13, 2015

The Corporate Relationship Department BSE Limited P. J. Towers, 1 st Floor, Dalal Street, Mumbai – 400 001 BSE Security Code: 533162	The Corporate Relationship Department National Stock Exchange of India Limited, Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051 NSE Trading Symbol: HATHWAY
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Sub: Increase in the Foreign Investment Limit for FIIs, FPIs, etc. under the Portfolio Investment Scheme from 49% to 74% of Issued and fully paid up share capital

Dear Sir/Madam,

This is to inform you that Hathway Cable & Datacom Limited ("the Company") had applied for approval of Foreign Investment Promotion Board (FIPB) for increasing foreign investment limit only for Foreign Institutional Investors including its sub-accounts (FIIs), Foreign Portfolio Investors (FPIs), etc. under the Portfolio Investment Scheme in accordance with Schedules 2 and 2A of the FEMA (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000 in the Company from 49% of its issued and fully paid up share capital under the automatic route to 74% of its issued and fully paid up share capital under the approval/government route and consequent transfer/change of ownership only (and not control) of the Company from persons resident in India to persons resident outside India, if any.

In this regard, please note that FIPB have approved the above increase i.e. from 49% of its issued and fully paid up share capital under the automatic route to 74% of its issued and fully paid up share capital for FIIs and FPIs under Portfolio Investment Scheme vide its letter dated 3rd August 2015.

Kindly take note of the above.

Thanking you,

Yours sincerely,

FOR HATHWAY CABLE & DATACOM LIMITED



AJAY SINGH

Company Secretary & Chief Compliance Officer
FCS No. 5189

Encl: FIPB Approval dated 03.08.2015

Hathway Cable & Datacom Limited

805/806, "Windsor", Off C.S.T. Road, Kalina, Santacruz (E), Mumbai - 400 098. Tel.: +91 22 6774 2500 Fax : +91 22 6774 2400

Regd. Off.: "Rahejas", 4th Floor, Corner of Main Avenue & V.P. Road, Santacruz (W), Mumbai - 400 054.

Email : info@hathway.com Website: www.hathway.com

CIN : L64204MH1959PLC011421

SPEED POST
AMENDMENT No. 1

No. FCII 78(2007)/55(2007)
Government of India
Ministry of Finance
Department of Economic Affairs
FIPB Unit

North Block, New Delhi,
Dated August 03rd, 2015

To,

Hathway Cable and Datacom Limited
Rahejas,
4th Floor, Corner of Main Avenue and V P Road,
Santacruz (West),
Mumbai - 400054
Email: ajay.singh@hathway.net

Subject: Application for Foreign collaboration (Registration No. 55(2007) dated 26.02.2007

Ref: This Ministry's approval letter FCII 78(2007)/55(2007) dated 2.04.2007 read along with amendment letter of even no dated 15.04.2008, 25.08.2008 and 24.11.2009

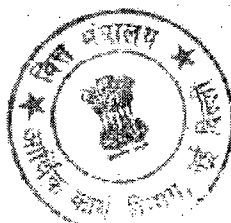
Sir,

The undersigned is directed to refer to your application dated 16.03.2015 on the above mentioned subject, this Ministry's approval letter referred to above, and to convey the approval of the Government for increasing foreign investment limit in the company for FIs, FPIs under the Portfolio Investment Scheme from 49% of its issued and fully paid up share capital to 74%.

2. The approval is subject to compliance of conditions specified in Paras 6.2.15, 6.2.7.4, 6.2.7.5 & 6.2.7.6 of the consolidated FDI Policy Circular May, 2015.

3. The approval would be further subject to the following conditions:

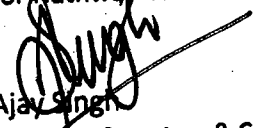
- (i) The taxation of dividend and future capital gains on alienation of shares by the non-residents, interest income and income of any other nature including perquisite value shall be examined by the field formation in accordance with the provisions of Income-tax Act, 1961 and the DTAA as applicable to the facts of this case.
- (ii) Claim of any tax relief under the Income-tax Act or the relevant DTAA will be examined independently by the tax authorities to determine the eligibility and extent of such relief and the approval of FIPB by itself will not amount to any recognition of eligibility for giving such relief;
- (iii) FIPB approval by itself does not provide any immunity from tax investigations to determine whether specific or general anti-avoidance Rules apply; and



37

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For Hathway Cable & Datacom Limited


Ajay Singh
Company Secretary & Compliance Officer

(iv) The fair market value of various payments, services, assets, shares etc., determined in accordance with FIPB guidelines shall be examined by the tax authorities under the tax laws and rules in force and may be varied accordingly for tax purpose.

4. The approval is further subject to adherence to the Unified licensing conditions of the Department of Telecommunications (DoT) and observance of licensing and security conditions by licensee as well as investors as notified by the Department of Telecommunications from time to time

5. The approval is subject to compliance of RBI/SEBI guidelines on pricing of shares

6. All other terms and conditions of the letter referred to above shall remain unchanged.

7. Kindly acknowledge receipt of this letter



Yours faithfully,

(Ashish Sharma)

Under Secretary to the Government of India
Tel: 23095090

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For Hathway Cable & Datacom Limited

Ajay Singh

Company Secretary & Compliance Officer