



September 28, 2010

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

Dear Sir/s,

Sub: Proceedings of 50th Annual General Meeting

The following resolutions were proposed and duly passed by Members of the Company at the 50th Annual General Meeting held on 28th September, 2010 at 3.00 P.M. at AT ISKON's Auditorium, Hare Krishna Land, Next to Hare Krishna Temple, Juhu, Mumbai - 400 049:

Ordinary Business:

1. **Adoption of Balance Sheet, Profit & Loss Account, Directors' Report and Auditors Report :**
The Balance Sheet as at 31st March, 2010, Profit and Loss Account for the year ended as on that date and the reports of Directors and Auditors thereon were received, considered and adopted;
2. **Re-appointment of Mr. Vinayak Aggarwal:**
Mr. Vinayak Aggarwal, who retired by rotation at the said Annual General Meeting, was re-appointed as Director of the Company;
3. **Re-appointment of Mr. Rajan Raheja:**
Mr. Rajan Raheja, who retired by rotation at the said Annual General Meeting, was re-appointed as Director of the Company;
4. **Re-appointment of Mr. Akshay Raheja:**
Mr. Akshay Raheja, who retired by rotation at the said Annual General Meeting, was re-appointed as Director of the Company;
5. **Appointment of Statutory Auditors:**
The Shareholders passed a resolution approving appointment of M/s. G. M. Kapadia & Co, Chartered Accountants, Mumbai as the Statutory Auditors of the Company for the financial year 2010-11;

Special Business

6. **Appointment of Mr. Bharat Shah:**

Hathway Cable & Datacom Limited

"Rahejas", 4th Floor, Corner of Main Avenue & V. P. Road, Santacruz (W), Mumbai - 400 054.
Tel.: 91-22-2600 1306, 6678 9800 Fax : 91-22-26001307 Website : www.hathway.com

Mr. Bharat Shah, who was appointed as an Additional Director to hold office upto the date of the said Annual General Meeting, was appointed as Director of the Company;

7. Appointment of Mr. Sasha Mirchandani:

Mr. Sasha Mirchandani, who was appointed as an Additional Director to hold office upto the date of the said Annual General Meeting, was appointed as Director of the Company;

8. Appointment of Mr. Sridhar Gorthi:

Mr. Sridhar Gorthi, who was appointed as an Additional Director to hold office upto the date of the said Annual General Meeting, was appointed as Director of the Company;

9. Appointment of Mr. Devendra Shrotri:

Mr. Devendra Shrotri, who was appointed as an Additional Director to hold office upto the date of the said Annual General Meeting, was appointed as Director of the Company;

10. Appointment of Mr. K Jayaraman as Managing Director:

The Shareholders approved the resolution for appointment of and payment of remuneration to Mr. K. Jayaraman as Managing Director of the Company for a period of three years w.e.f. 8th August 2010 to 7th August 2013.

11. Amendment to Employee Stock Option Plan:

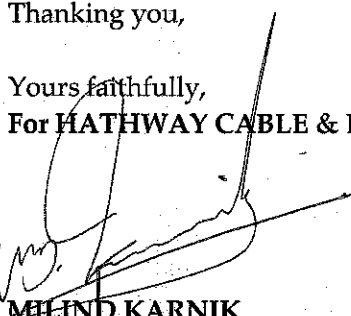
The Shareholders passed a resolution approving the amendment in Employees Stock Option Plan, 2007 (Revised 2010) pursuant to applicable provisions of Employees Stock Option Scheme and Employees Stock Purchase Scheme Guidelines, 1999.

Please take the above on your record and acknowledge.

Thanking you,

Yours faithfully,

For HATHWAY CABLE & DATACOM LIMITED



MILIND KARNIK

President Finance & Company Secretary