

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
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Sub: Declaration of Result of Postal Ballot

Dear Sirs,

This is in continuation reference to our earlier intimation(s) dated October 11, 2017 and October 24, 2017 with regard to Postal Ballot of Dish TV India Limited.

Pursuant to the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') including Regulation 44(3), we would like to inform you that on **November 23, 2017**, the Members of the Company have accorded their approval with requisite majority through Postal Ballot Mechanism (including e-voting) for the Ordinary Resolution mentioned below. The said Postal Ballot was conducted in accordance with Section 110 of the Companies Act, 2013 read with Rules made thereunder and other applicable provisions of the Companies Act, 2013 and Listing Regulations.

Resolution No.	Resolution Description
1	Ordinary Resolution for Re-classification from 'Promoter Group' Category to 'Public' Category, as per postal Ballot Notice of the Company dated October 11, 2017 read with Explanatory statement thereto.

In terms of Section 110 of the Companies Act, 2013 read with rules made thereunder, Members consent was sought for the Ordinary resolution enumerated in the Postal Ballot Notice dated October 11, 2017. The Postal Ballot Notice along with Explanatory Statement under Section 102 of the Companies Act, 2013 read with rules made thereunder along with the Postal Ballot Forms and self-addressed pre-paid Business Reply Envelope was dispatched / sent through e-mail, to the Members of the Company whose names(s) appeared in the Register of Members / Record of Depositories on Friday, the 13th day of October 2017, the cut-off date fixed for the said purpose.

In addition to the option for Physical Voting, the Company had offered E-Voting facility (on NSDL platform) as an alternative for its Members which enabled them to cast votes electronically, instead of voting through the Physical Postal Ballot form. The Physical Postal Ballot Voting and E-Voting commenced from Wednesday, the **25th day of October, 2017** at 9:00 A.M. (IST) and ended on Thursday, the **23rd day of November, 2017** at 5:00 P.M. (IST).

Mr. Jayant Gupta, Practising Company Secretary, who was appointed as Scrutinizer for conducting the aforesaid Postal Ballot process in a fair and transparent manner, has issued his Scrutinizer report on November 25, 2017 and based on the said Report, the Company has today i.e **November 25, 2017**, declared that the ordinary resolution, as mentioned above, has been approved with requisite

majority and shall be deemed to have been passed on **November 23, 2017**, in terms of Secretarial Standards issued by the Institute of Company Secretaries of India and other applicable provisions, if any.

Brief Details of Postal Ballot Form sent and Postal Ballot Forms received / e-voted

1	Total number of Postal Ballot Forms issued and dispatched (Both Physical & Electronic)	149,411
2	Number of Physical Postal Ballot Forms received	93
	Less : Found invalid	3
	Net Valid Physical Postal Ballot Forms	90
3	Number of Voters/ Folios voted Electronically	621
4	Total Folios / Voters	711

Result of the Voting conducted through Postal Ballot Mechanism on the Ordinary Resolution mentioned above, under Section 110 of the Companies Act, 2013 read with Rules made thereunder and Listing Regulations, is as follows:

POSTAL BALLOT VOTING RESULT SUMMARY

PARTICULARS	Physical Votes	E-Votes	Aggregate Votes	% of Votes received
Assents for the Resolution	140365	827366918	827507283	99.9982%
Dissents to the Resolution	604	14472	15076	0.0018%
Total Valid Postal ballots/ Votes	140969	827381390	827522359	100.0000%
Abstained from Voting	0	0	0	
RESULT- APPROVED				

Pursuant to Listing Regulations, please find enclosed herewith a Copy of the Scrutinizer's Report dated November 25, 2017 submitted by the Scrutinizer viz Mr. Jayant Gupta, Practicing Company Secretary along with the details of the Voting Result issued by Link Intime India Pvt. Ltd., the Company's Registrar and Share Transfer Agent in terms of Regulation 44(3) of Listing Regulations. The result is also being placed on the Company's website viz. www.dishtv.in along with copy of Scrutinizer Report.

We request you to kindly take the above intimation on record.

Thanking You,

For Dish TV India Ltd.


Ranjit Singh
 Company Secretary
 Membership No. - A15442

Encl:

(1) Scrutinizer Report dated November 25, 2017

(2) Voting Result in terms of Regulation 44(3)

Dish TV India Limited, FC-19, Film City, Sector-16A, Noida-201301, U.P. Tel: 0120-2467005/2467000, Fax:0120-4357078

Customer Care: 1-860-180-3474, Email: investor@dishtv.in & CIN: L51909MH1988PLC287553

Regd Office: 18th Floor, A Wing, Marathon Futurex, N M Joshi Marg, Lower Parel, Mumbai - 400 013, Maharashtra

www.dishtv.in

SCRUTINIZER'S REPORT

November 25, 2017

The Chairman & Managing Director
Dish TV India Limited
(CIN: L51909MH1988PLC287553)
18th Floor, A Wing, Marathon Futurex,
N M Joshi Marg, Lower Parel,
Mumbai - 400013

Subject: Report on result of passing Shareholders' Resolution by Postal Ballot in terms of Section 110 of the Companies Act, 2013 read with rules made thereunder

Dear Sir,

This is with reference to my appointment as a Scrutinizer by the Board of Directors of 'Dish TV India Limited' (hereinafter referred to as 'the Company') on October 11, 2017, in terms of Section 110 of the Companies Act, 2013 read with rules made thereunder for the purpose of conducting the Postal Ballot and ascertaining the results of voting on the Resolution (both physical and electronic) to be passed by means of Postal Ballot Mechanism.

My responsibility as the Scrutinizer for overseeing and reporting on the voting process is restricted to verifying and submitting my report on the votes cast 'in favor' or 'against' the resolution based on the Postal Ballot Forms submitted by the Shareholders of the Company and on the report generated from the system provided by National Securities Depository Limited ('NSDL'), the authorised service provider of electronic voting facility to the said shareholders of the Company.

The Company had sought the approval of its Members through the Postal Ballot Mechanism for the following Ordinary Resolution through its Postal Ballot Notice dated October 11, 2017:

RESOLUTION NO. 1 (ORDINARY RESOLUTION):

Re-classification from 'Promoter Group' Category to 'Public' Category, as per postal Ballot Notice of the Company dated October 11, 2017 read with Explanatory statement thereto.

The information, in respect of the details of the Members of the Company eligible for voting under the Postal Ballot Process and their voting rights were furnished to me by the Company and the Registrar and Transfer Agent of the Company viz. Link Intime India Private Limited.



The Company also furnished all other relevant and required details in respect of the Postal Ballot Mechanism through which the approval of the Members of the Company for the abovementioned resolution was sought.

Further, as per the Report generated from the E-Voting platform of National Securities Depository Limited ('NSDL'), and upon scrutiny of physical Postal Ballot Forms received from Members of the Company, I hereby submit my report as under:

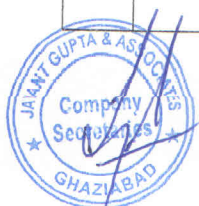
1. The Company on **October 24, 2017** completed the dispatch of Postal Ballot Notices (both physically and electronically) along with Explanatory Statement under Section 102 of the Companies Act, 2013 read with rules made thereunder along with the Postal Ballot Forms to the Members of the Company whose names(s) appeared in the Register of Members / Record of Depositories as on the **October 13, 2017**, i.e. the cut-off date fixed for the said purpose. The Company also dispatched self-addressed pre-paid Business Reply Envelope to the members whose E-mail ID was not available in the Register of Members / Record of Depositories (as on **October 13, 2017**) and all other members who has requested for physical copy of the same.
2. In addition to the option of Physical Voting, the Company had offered E-Voting facility (on NSDL platform) as an alternative for its Members which enabled them to cast votes electronically, instead of voting through the Physical Postal Ballot form. E-Voting was optional and Members had to logon to the NSDL E-voting platform viz. <https://www.evoting.nsdl.com> and cast their vote electronically. The Company informed its Members that each Member had to opt for only one mode for voting i.e. either by Physical Ballot or by E-Voting. In case Member(s) casted their vote via both modes i.e. Physical Ballot as well as E-Voting, then voting done through E-voting would be treated as prevailing and the Physical Voting as invalid. The members who voted both physically and electronically or for both 'for' and 'against' the resolution, were invalidated.
3. The Postal Ballot Voting and E-Voting commenced on Wednesday, **October 25, 2017** at 9:00 A.M. (IST) and ended on Thursday, **November 23, 2017** at 5:00 P.M. (IST).
4. The Members were required to complete the Postal Ballot Form and the Physical Postal Ballot forms were to be sent to the Scrutinizer at the Corporate Office of the Company at FC-19, Sector 16A, Noida- 201301, U.P., on or before 5:00 P.M. (IST) on November 23, 2017. The Members desirous to vote at the aforementioned resolution electronically, were required to cast their votes on the NSDL Platform on or before 5:00 P.M. (IST) on November 23, 2017.



5. Particulars of all the Postal Ballot Forms (physical and electronic) received from the Members of the Company have been entered in a Register separately maintained for the purpose.
6. The report on the E- Voting carried out by the Members was downloaded by me from the NSDL website on November 23, 2017 through my unique Scrutinizer's login, built in the NSDL platform for scrutiny of votes casted electronically in the presence of two independent witnesses not in the employment of the Company.
7. The sealed physical Postal Ballot Forms received by me were kept under my safe custody before commencing scrutiny of such postal ballot forms. These were opened and scrutinized by me.
8. All postal ballot forms (both for e-voting and physical voting) received on or before 5:00 P.M. (IST) on November 23, 2017 viz. the last date and time fixed by the Company for receipt of the Postal Ballot Forms, were considered for scrutiny and any Postal Ballot Form(s) received thereafter have not been taken into account.
9. Postal Ballot Forms with the defects as mentioned in the instructions of the Postal Ballot Form were treated as invalid and were not considered.
10. The number of votes stated in the following table also represents the paid up share capital against these votes, as the share capital of the Company is divided into Equity shares of Re. 1/- each fully paid up. Shareholders of partly paid shares were not eligible to participate in the Postal Ballot Mechanism, on account of un-paid calls and were only eligible to receive copy of the notice for information purpose.

Relevant dates under the Postal Ballot Mechanism were as under-

1.	The date of determination of entitlement to receive Postal Ballot Forms ('Cut-Off Date')	October 13, 2017
2.	Date of completion of dispatch of Postal Ballot Notice (Physical and Electronic) and other enclosures together with Postal Ballot Form(s) and Business Reply Envelope.	October 24, 2017
3.	Date of Public Announcement with respect to completion of dispatch of Postal Ballot Forms in two newspapers: • Business Standard - English daily (Nation-wide Circulation) • Navshakti - Marathi daily (Mumbai Edition)	October 25, 2017 October 25, 2017
4.	Date and time by which Postal Ballot Forms were to be received from members	November 23, 2017 Upto 5:00 P.M. (IST)



I report that I visited the Corporate office of the Company located at FC - 19, Sector 16 A, Film City, Noida, Uttar Pradesh -201 301 from time to time and obtained the custody of the sealed /envelopes containing Postal Ballot Forms.

The total number of sealed envelopes received on or before 5:00 P.M. (IST) on November 23, 2017 were 93 (nos.) containing 93 Postal Ballot Forms. I did not find any defaced or mutilated Postal Ballot Form.

Further, the Company has received 1588 sealed envelopes containing Postal Ballot Forms along with Postal Ballot notices and Business Reply Envelopes, which were posted to the registered shareholders of the Company but returned undelivered. These envelopes were not opened and were separately kept in the safe custody of the Company Secretary of the Company.

A brief summary of the scrutiny process is as under:

1	Total number of Postal Ballot Forms issued and dispatched (Both Physical & Electronic)	149,411
2	Number of Physical Postal Ballot Forms received	93
	Less : Found invalid	3
	Net Valid Physical Postal Ballot Forms	90
3	Number of Voters/ Folios voted Electronically	621
4	Total Folios / Voters	711

The Particulars of voting on the resolution is as follows:

RESOLUTION NO. 1:

Particulars	Physical Votes	E-Votes	Aggregate Votes	% of Votes received
Assents for the Resolution	140365	827366918	827507283	99.9982%
Dissents to the Resolution	604	14472	15076	0.0018%
Total Valid Postal ballots/ Votes	140969	827381390	827522359	100.0000%

Summary of reasons for rejection of the Postal Ballots (Physical):

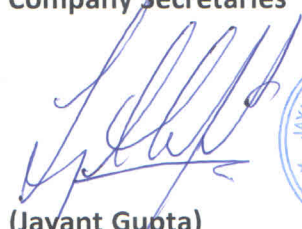
Remarks	No. of Ballot Forms	No. of Votes
Signature Mis-Match	5	239
Invalid Ballot Forms	3	211
Total	8	450



The Postal Ballot Forms and all other related records are kept in my custody and shall be handed over to Mr. Ranjit Singh, Company Secretary, who is authorized by the Board to supervise the Postal Ballot process.

Since the number(s) of vote(s) cast in favour of the ordinary resolution are more than the number of votes cast against the resolution, I hereby report that the above said ordinary resolution have been duly passed with requisite majority. You may accordingly declare the result of the voting by Postal Ballot.

Jayant Gupta & Associates
Company Secretaries



(Jayant Gupta)

Scrutinizer

CP No.: 9738

Date: November 25, 2017



Mr. Rajeev K Dalmia
Chief Financial Officer
Dish TV India Limited

Dish TV India Limited

Resolution Required : (Ordinary)			1 - Ordinary Resolution for Re-classification from 'Promoter Group' Category to 'Public' Category, as per postal Ballot Notice of the Company dated October 11, 2017 read with Explanatory statement thereto					
Whether promoter/ promoter group are interested in the agenda/resolution?			This is not a Related Party Transaction under section 188 of Companies Act, 2013 or Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, outgoing Promoters out of the Promoter Group may be considered to be interested.					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	686878160	578479307	84.2186	578479307	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		578479307	84.2186	578479307	0	100.0000	0.0000
Public Institutions	E-Voting	277407168	243266005	87.6928	243266005	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		243266005	87.6928	243266005	0	100.0000	0.0000
Public Non Institutions	E-Voting	101694570	5636078	5.5422	5621606	14472	99.7432	0.2568
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		140969	0.1386	140365	604	99.5715	0.4285
	Total		5777047	5.6808	5761971	15076	99.7390	0.2610
Total		1065979898	827522359	77.6302	827507283	15076	99.9982	0.0018

