

September 19, 2019

<b>National Stock Exchange of India Limited</b> Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai - 400 051.	<b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400 001.
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**Re.: Proceedings of 31<sup>st</sup> Annual General Meeting of the Company held today viz. September 19, 2019 & Voting Results as per Regulation 44 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015**

Dear Sir,

This is to inform you that the 31<sup>st</sup> Annual General Meeting of the Equity Members of Dish TV India Limited was held today viz. Thursday, 19<sup>th</sup> day of September, 2019, at 11:00 A.M. at 'The Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai – 400 018'.

In terms of Article 67 of the Articles of Association of the Company, Mr. Jawahar Lal Goel, Chairman & Managing Director of the Company was the Chairman for the 31<sup>st</sup> Annual General Meeting of the Company. Requisite quorum being present, the meeting was called to order.

All the requisite Statutory Registers, Proxy Register and other inspection documents were available during the Annual General Meeting for inspection by the Members.

In accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules 2014, the Company had extended the E-voting facility to the Members of the Company in respect of all the businesses to be transacted at the Annual General Meeting, through the electronic voting platform of National Securities Depository Limited ('NSDL'). It was further informed that the E-voting commenced from September 15, 2019 at 9:00 A.M. (IST) and ended on September 18, 2019 at 5:00 P.M. (IST).

Additionally to facilitate voting by the Shareholders who had not voted using remote e-voting facility, pursuant to the provisions of Section 109 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, Poll was conducted through Tablet Voting at the 31<sup>st</sup> Annual General Meeting of the Company for all the resolutions enumerated in the Notice calling the 31<sup>st</sup> Annual General Meeting of the Company. National Securities Depository Limited ("NSDL"), was the service provider of the facility of voting to the shareholders through tabs.

Mr. Jayant Gupta, Practicing Company Secretary was appointed as the Scrutinizer by the Board of Directors of the Company for scrutinizing the E-voting process and polling in a fair and transparent manner. He has submitted his combined report on E-Voting and Poll (Tablet Voting) dated September 19, 2019 to the Chairman of the Annual General Meeting.



Basis the combined report of the Scrutinizer dated September 19, 2019, on E-Voting and Poll (Tablet Voting), the Chairman of the 31<sup>st</sup> Annual General Meeting has duly declared the Result of E-Voting and Polling by Tablet today (i.e September 19, 2019). All the resolutions have been passed with requisite majority. Copy of the combined report of the Scrutinizer dated September 19, 2019, is also being uploaded on the Company's website viz. [www.dishd2h.com](http://www.dishd2h.com).

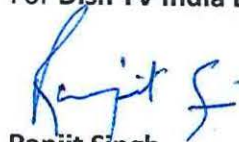
Copy of the Scrutinizer's report along with requisite particulars of E-voting and Polling by Tablet Voting Results as per Regulation 44(3) of the Listing Regulations is enclosed herewith for your information and record.

This is for your information and record.

Thanking you.

Yours Sincerely,

For Dish TV India Limited



Ranjit Singh

Company Secretary

Membership No.-A15442



Encl. as above

**Details of Voting Results at 31<sup>st</sup> Annual General Meeting of the Members of Dish TV India Limited held on September 19, 2019**

Description	Particulars
Date of Annual General Meeting	September 19, 2019
Total number of Shareholders on record date (i.e the cut-off date for determining the Shareholders entitled to E-Voting / poll / Tab Voting – September 12, 2019)	16,2644
<b>Total Number of Shareholders present in the meeting either in person or through proxy</b>	
a) Promoters & Promoter Group	17
b) Public	81
<b>Total Number of Shareholders present in the meeting through Video Conferencing</b>	
a) Promoters & Promoter Group	Not Provided
b) Public	Not Provided

*\*Video Conferencing facility was not provided since the same is not mandatory as notified by the Ministry of Corporate Affairs.*

**Details of the Agenda items transacted at the Annual General Meeting of the Company held on September 19, 2019:**

<b>Resolution No. 1</b>	<u>Ordinary Resolution</u> : Adoption of the Audited Standalone and Consolidated Financial Statements and Report of the Board of Directors and Auditors thereon.
<b>Type of Business</b>	Ordinary Business
<b>Mode of Voting</b>	E-voting, Poll and Tab Voting

<b>Resolution No. 2</b>	<u>Ordinary Resolution</u> : Re-appointment of Mr. Ashok Mathai Kurien (DIN-00034035), Director liable to retire by rotation.
<b>Type of Business</b>	Ordinary Business
<b>Mode of Voting</b>	E-voting, Poll and Tab Voting

<b>Resolution No. 3</b>	<u>Ordinary Resolution</u> : To confirm the Interim Dividend paid on Equity Shares for the Financial Year 2018-19.
<b>Type of Business</b>	Ordinary Business
<b>Mode of Voting</b>	E-voting, Poll and Tab Voting



<b>Resolution No. 4</b>	<u>Ordinary Resolution:</u> Ratification of remuneration of Cost Auditors for the financial year 2019-20.
<b>Type of Business</b>	Special Business
<b>Mode of Voting</b>	E-voting, Poll and Tab Voting

<b>Resolution No. 5</b>	<u>Ordinary Resolution:</u> Appointment of Mr. Shankar Aggarwal (DIN - 02116442) as an Independent Director of the Company.
<b>Type of Business</b>	Special Business
<b>Mode of Voting</b>	E-voting, Poll and Tab Voting

<b>Resolution No. 6</b>	<u>Ordinary Resolution:</u> Appointment of Mr. Anil Kumar Dua (DIN - 03640948) as a Director of the Company.
<b>Type of Business</b>	Special Business
<b>Mode of Voting</b>	E-voting, Poll and Tab Voting

<b>Resolution No. 7</b>	<u>Special Resolution:</u> Appointment of Mr. Anil Kumar Dua (DIN - 03640948) as a Whole-Time Director of the Company.
<b>Type of Business</b>	Special Business
<b>Mode of Voting</b>	E-voting, Poll and Tab Voting

<b>Resolution No. 8</b>	<u>Special Resolution:</u> Continuation of directorship of Mr. Bhagwan Das Narang (DIN - 00826573) as a Non Executive Independent Director of the Company.
<b>Type of Business</b>	Special Business
<b>Mode of Voting</b>	E-voting, Poll and Tab Voting

Details of Voting for each resolutions mentioned above is as per the annexed report of M/s. Link Intime India Private Limited, the Registrar & Share transfer Agent of the Company.

Thanking you.

Yours Sincerely,

For Dish TV India Limited



**Ranjit Singh**  
Company Secretary

Membership No.-A15442



## Dish TV India Limited

Resolution Required : (Ordinary)			1 - Adoption of the Audited Standalone and Consolidated Financial Statements and Report of the Board of Directors and Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	1022407908	1022407908	100.0000	1022407908	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
	<b>Total</b>		<b>1022407908</b>	<b>100.0000</b>	<b>1022407908</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	318908837	112984012	35.4283	112984012	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
	<b>Total</b>		<b>112984012</b>	<b>35.4283</b>	<b>112984012</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	499937208	172105105	34.4253	172096749	8356	99.9951	0.0049
	Poll		1112937	0.2226	1112856	81	99.9927	0.0073
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>173218042</b>	<b>34.6480</b>	<b>173209605</b>	<b>8437</b>	<b>99.9951</b>	<b>0.0049</b>
<b>Total</b>		<b>1841253953</b>	<b>1308609962</b>	<b>71.0717</b>	<b>1308601525</b>	<b>8437</b>	<b>99.9994</b>	<b>0.0006</b>



## Dish TV India Limited

Resolution Required : (Ordinary)

2 - Re-appointment of Mr. Ashok Mathai Kurien (DIN-00034035), Director liable to retire by rotation.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled	No. of Votes	No. of Votes	% of Votes in	% of Votes against
			polled	on outstanding shares	- in favour	-Against	favour on votes polled	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	1022407908	1022407908	100.0000	1022407908	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
	<b>Total</b>		<b>1022407908</b>	<b>100.0000</b>	<b>1022407908</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	318908837	112657194	35.3258	89265231	23391963	79.2362	20.7638
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>112657194</b>	<b>35.3258</b>	<b>89265231</b>	<b>23391963</b>	<b>79.2362</b>	<b>20.7638</b>
Public Non Institutions	E-Voting	499937208	172104925	34.4253	140464262	31640663	81.6155	18.3845
	Poll		1112937	0.2226	1112917	20	99.9982	0.0018
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>173217862</b>	<b>34.6479</b>	<b>141577179</b>	<b>31640683</b>	<b>81.7336</b>	<b>18.2664</b>
<b>Total</b>		<b>1841253953</b>	<b>1308282964</b>	<b>71.0539</b>	<b>1253250318</b>	<b>55032646</b>	<b>95.7935</b>	<b>4.2065</b>



## Dish TV India Limited

Resolution Required : (Ordinary)		3 - To confirm the Interim Dividend paid on Equity Shares for the Financial Year 2018-19.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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
Promoter and Promoter Group	E-Voting	1022407908	1022407908	100.0000	1022407908	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
	<b>Total</b>		<b>1022407908</b>	<b>100.0000</b>	<b>1022407908</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	318908837	112984012	35.4283	112984012	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
	<b>Total</b>		<b>112984012</b>	<b>35.4283</b>	<b>112984012</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	499937208	172104305	34.4252	172102343	1962	99.9989	0.0011
	Poll		1112937	0.2226	1112937	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>173217242</b>	<b>34.6478</b>	<b>173215280</b>	<b>1962</b>	<b>99.9989</b>	<b>0.0011</b>
<b>Total</b>		<b>1841253953</b>	<b>1308609162</b>	<b>71.0716</b>	<b>1308607200</b>	<b>1962</b>	<b>99.9999</b>	<b>0.0001</b>



## Dish TV India Limited

Resolution Required : (Ordinary)		4 - Ratification of remuneration of Cost Auditors for the financial year 2019-20.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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
Promoter and Promoter Group	E-Voting	1022407908	1022407908	100.0000	1022407908	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
	<b>Total</b>		<b>1022407908</b>	<b>100.0000</b>	<b>1022407908</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	318908837	112984012	35.4283	112984012	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
	<b>Total</b>		<b>112984012</b>	<b>35.4283</b>	<b>112984012</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	499937208	172103147	34.4250	171992523	110624	99.9357	0.0643
	Poll		1112937	0.2226	1112856	81	99.9927	0.0073
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>173216084</b>	<b>34.6476</b>	<b>173105379</b>	<b>110705</b>	<b>99.9361</b>	<b>0.0639</b>
<b>Total</b>		<b>1841253953</b>	<b>1308608004</b>	<b>71.0716</b>	<b>1308497299</b>	<b>110705</b>	<b>99.9915</b>	<b>0.0085</b>





## Dish TV India Limited

Resolution Required : (Ordinary)

5 - Appointment of Mr. Shankar Aggarwal (DIN - 02116442) as an Independent Director of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

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
Promoter and Promoter Group	E-Voting	1022407908	1022407908	100.0000	1022407908	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
	<b>Total</b>		<b>1022407908</b>	<b>100.0000</b>	<b>1022407908</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	318908837	112984012	35.4283	112984012	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
	<b>Total</b>		<b>112984012</b>	<b>35.4283</b>	<b>112984012</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	499937208	172104195	34.4252	171805163	299032	99.8262	0.1738
	Poll		1112937	0.2226	1112917	20	99.9982	0.0018
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>173217132</b>	<b>34.6478</b>	<b>172918080</b>	<b>299052</b>	<b>99.8274</b>	<b>0.1726</b>
<b>Total</b>		<b>1841253953</b>	<b>1308609052</b>	<b>71.0716</b>	<b>1308310000</b>	<b>299052</b>	<b>99.9771</b>	<b>0.0229</b>



## Dish TV India Limited

Resolution Required : (Ordinary)

6 - Appointment of Mr. Anil Kumar Dua (DIN - 03640948) as a Director of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled	No. of Votes	No. of Votes	% of Votes in	% of Votes against
			polled	on outstanding shares	- in favour	-Against	favour on votes polled	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	1022407908	1022407908	100.0000	1022407908	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
	<b>Total</b>		<b>1022407908</b>	<b>100.0000</b>	<b>1022407908</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	318908837	112984012	35.4283	112349181	634831	99.4381	0.5619
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>112984012</b>	<b>35.4283</b>	<b>112349181</b>	<b>634831</b>	<b>99.4381</b>	<b>0.5619</b>
Public Non Institutions	E-Voting	499937208	172101165	34.4246	164164306	7936859	95.3883	4.6117
	Poll		1112937	0.2226	1112917	20	99.9982	0.0018
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>173214102</b>	<b>34.6472</b>	<b>165277223</b>	<b>7936879</b>	<b>95.4179</b>	<b>4.5821</b>
<b>Total</b>		<b>1841253953</b>	<b>1308606022</b>	<b>71.0715</b>	<b>1300034312</b>	<b>8571710</b>	<b>99.3450</b>	<b>0.6550</b>



## Dish TV India Limited

Resolution Required : (Special)		7 - Appointment of Mr. Anil Kumar Dua (DIN - 03640948) as a Whole-Time Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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	1022407908	1022407908	100.0000	1022407908	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
	<b>Total</b>		<b>1022407908</b>	<b>100.0000</b>	<b>1022407908</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	318908837	112984012	35.4283	112984012	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
	<b>Total</b>		<b>112984012</b>	<b>35.4283</b>	<b>112984012</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	499937208	172104124	34.4251	171804788	299336	99.8261	0.1739
	Poll		1112937	0.2226	1112917	20	99.9982	0.0018
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>173217061</b>	<b>34.6478</b>	<b>172917705</b>	<b>299356</b>	<b>99.8272</b>	<b>0.1728</b>
<b>Total</b>		<b>1841253953</b>	<b>1308608981</b>	<b>71.0716</b>	<b>1308309625</b>	<b>299356</b>	<b>99.9771</b>	<b>0.0229</b>



## Dish TV India Limited

Resolution Required : (Special)		8 - Continuation of directorship of Mr. Bhagwan Das Narang (DIN - 00826573) as an Non Executive Independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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
Promoter and Promoter Group	E-Voting	1022407908	1022407908	100.0000	1022407908	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
	<b>Total</b>		<b>1022407908</b>	<b>100.0000</b>	<b>1022407908</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	318908837	112984012	35.4283	111589416	1394596	98.7657	1.2343
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>112984012</b>	<b>35.4283</b>	<b>111589416</b>	<b>1394596</b>	<b>98.7657</b>	<b>1.2343</b>
Public Non Institutions	E-Voting	499937208	172104205	34.4252	140542043	31562162	81.6610	18.3390
	Poll		1112937	0.2226	1112917	20	99.9982	0.0018
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>173217142</b>	<b>34.6478</b>	<b>141654960</b>	<b>31562182</b>	<b>81.7788</b>	<b>18.2212</b>
<b>Total</b>		<b>1841253953</b>	<b>1308609062</b>	<b>71.0716</b>	<b>1275652284</b>	<b>32956778</b>	<b>97.4815</b>	<b>2.5185</b>



# JAYANT GUPTA & ASSOCIATES

COMPANY SECRETARIES

## SCRUTINIZER'S REPORT FOR E-VOTING & POLL (TAB VOTING) OF DISH TV INDIA LIMITED

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,  
(31<sup>st</sup> Annual General Meeting of the Equity Shareholders of  
Dish TV India Limited) {CIN:L51909MH1988PLC287553}

Sub: Consolidated Result of Voting conducted through Electronic Voting and Polling by Tablet conducted at the 31<sup>st</sup> AGM of Dish TV India Limited held on Thursday, September 19, 2019 at 11.00 A.M. at The Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400018.

Dear Sir,

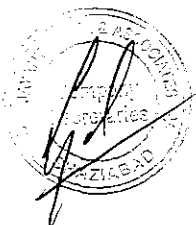
I, Jayant Gupta, Practicing Company Secretary having office at FA-156, Lajpat Nagar, Sahibabad, Ghaziabad – 201 005 Uttar Pradesh, was appointed as a Scrutinizer by the Board of Directors of Dish TV India Limited (the Company) at the Board Meeting held on July 30, 2019, for the purpose of scrutinizing the E-Voting that commenced on Sunday, September 15, 2019 at 9:00 A.M. (IST) and ended on Wednesday, September 18, 2019 at 5:00 P.M. (IST) and the Poll done through Tablets at the venue for 31<sup>st</sup> Annual General Meeting ('AGM') of Dish TV India Limited held on September 19, 2019 at 11.00 a.m. at 'The Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai – 400 018', as per the Notice dated July 30, 2019 calling the 31<sup>st</sup> Annual General Meeting of the Company.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means, followed by polling on the date of AGM through Tablets, by the shareholders on the Resolutions proposed in the Notice of the 31<sup>st</sup> Annual General Meeting of the Company is the responsibility of management. My responsibility as a scrutinizer is to ensure that the voting process, through electronic means and by poll, at the meeting, are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast "in favour or against", if any, to the Chairman on the Resolutions, based on the reports generated from the electronic voting system and also at the time of polling through Tablets at the AGM.

I hereby report as under:

1. The Company had dispatched the Annual Report of the Company for the Financial Year 2018-2019 through E-mail and Physical Mode, *inter-alia* containing the Notice of the 31<sup>st</sup> Annual General Meeting, Attendance Slip and Proxy Form to 162,610 Shareholders (as on August 16, 2019) as per the records of the Company.
2. As prescribed in clause (v) of sub rule 4 of the rule 20 of the Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, published in nation-wide edition of English Newspaper viz. 'Business Standard' and in Mumbai Edition of Marathi Newspaper viz. 'Navshakti' on August 27, 2019.
3. As per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015 ('Listing Regulations'), the Company had provided the facility of voting to 1,62,644 shareholders, holding fully paid up equity shares, to cast votes electronically upto September 18, 2019 and by means of Poll (Tab Voting) at the 31<sup>st</sup> AGM venue through NSDL interface. The entitlement to voting by equity Shareholders was determined on the basis of fully paid up equity shareholding as on cut-off date *i.e.* September 12, 2019.
4. The Company gave the facility of electronic voting to the eligible shareholders of the Company from Sunday, September 15, 2019 (9:00 A.M. IST) upto Wednesday, September 18, 2019 (5:00 P.M. IST)

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through the website of National Securities Depository Limited (“NSDL”), <https://www.evoting.nsdl.com>, the service provider of facility of e-voting to the shareholders.

5. At the 31<sup>st</sup> AGM of the Company held on September 19, 2019, the Chairman of the AGM announced the Poll (through Tab Voting) to facilitate the members present in the meeting, who could not participate in the E-Voting to record their votes through the Poll process. National Securities Depository Limited (“NSDL”), was the service provider of the facility of voting to the shareholders through Tabs. The Board of Directors of the Company had appointed me as Scrutinizer for the same as well.
6. Pursuant to Rule 20(xi) of Companies (Management & Administration) Rules, 2014, the E-Voting on NSDL Website was unblocked on September 19, 2019 at 12:47 P.M., in the presence of two independent witnesses not in employment of the Company.
7. I hereby report that 247 Equity Shareholders holding in aggregate 1,307,497,025 Equity shares availed E-voting facility to cast votes on the Resolutions proposed in the Notice calling the 31<sup>st</sup> Annual General Meeting of the Company.
8. Based on the reports generated from the E-Voting system provided by NSDL and Polling through Tablets, I submit the consolidated results of E-Voting and Poll as under:

**a) As an Ordinary Resolution- Item No.1**

**Adoption of the Audited Standalone and Consolidated Financial Statements and Report of the Board of Directors and Auditors thereon**

MODE	BALLOTS RECEIVED	VOTES CASTED	INVALID		FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES	BALLOTS	VOTES
1	2	3	4	5	6	7	8	9
Remote E-Voting	247	1,307,497,025	0	0	239	1,307,488,669	8	8,356
Poll (Tablet Voting)	48	1,112,937			46	1,112,856	2	81
<b>TOTAL</b>	<b>295</b>	<b>1,308,609,962</b>	<b>0</b>	<b>0</b>	<b>285</b>	<b>1,308,601,525</b>	<b>10</b>	<b>8,437</b>

Total Valid shares (3-5) = 1,308,609,962  
 Votes in Favour (% of Total Valid shares) = 99.9994%  
 Votes in Against (% of Total Valid shares) = 0.0006%

**b) As an Ordinary Resolution – Item No. 2**

**Re-appointment of Mr. Ashok Mathai Kurien (DIN-00034035), Director liable to retire by rotation**

MODE	BALLOTS RECEIVED	VOTES CASTED	INVALID		FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES	BALLOTS	VOTES
1	2	3	4	5	6	7	8	9
Remote E-Voting	245	1,307,170,027	0	0	198	1,252,137,401	47	55,032,626
Poll (Tablet Voting)	48	1,112,937			47	1,112,917	1	20
<b>TOTAL</b>	<b>293</b>	<b>1,308,282,964</b>	<b>0</b>	<b>0</b>	<b>245</b>	<b>1,253,250,318</b>	<b>48</b>	<b>55,032,646</b>

Total Valid shares (3-5) = 1,308,282,964  
 Votes in Favour (% of Total Valid shares) = 95.7935%  
 Votes in Against (% of Total Valid shares) = 4.2065%



c) As an Ordinary Resolution – Item No. 3

To confirm the Interim Dividend paid on Equity Shares for the Financial Year 2018-19

MODE	BALLOTS RECEIVED	VOTES CASTED	INVALID		FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES	BALLOTS	VOTES
1	2	3	4	5	6	7	8	9
Remote E-Voting	247	1,307,496,225	0	0	242	1,307,494,263	5	1,962
Poll (Tablet Voting)	48	1,112,937			48	1,112,937	0	0
<b>TOTAL</b>	<b>295</b>	<b>1,308,609,162</b>	<b>0</b>	<b>0</b>	<b>290</b>	<b>1,308,607,200</b>	<b>5</b>	<b>1,962</b>

Total Valid shares (3-5) = 1,308,609,162  
 Votes in Favour (% of Total Valid shares) = 99.9999%  
 Votes in Against (% of Total Valid shares) = 0.0001%

d) As an Ordinary Resolution – Item No. 4

Ratification of remuneration of Cost Auditors for the financial year 2019-20

MODE	BALLOTS RECEIVED	VOTES CASTED	INVALID		FAVOUR		AGAINST	
			BALLOTS	VOTES	BALLOTS	VOTES	BALLOTS	VOTES
1	2	3	4	5	6	7	8	9
Remote E-Voting	245	1,307,495,067	0	0	232	1,307,384,443	13	110,624
Poll (Tablet Voting)	48	1,112,937			46	1,112,856	2	81
<b>TOTAL</b>	<b>293</b>	<b>1,308,608,004</b>	<b>0</b>	<b>0</b>	<b>278</b>	<b>1,308,497,299</b>	<b>15</b>	<b>110,705</b>

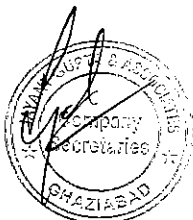
Total Valid shares (3-5) = 1,308,608,004  
 Votes in Favour (% of Total Valid shares) = 99.9915%  
 Votes in Against (% of Total Valid shares) = 0.0085%

e) As an Ordinary Resolution – Item No. 5

Appointment of Mr. Shankar Aggarwal (DIN - 02116442) 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
Remote E-Voting	245	1,307,496,115	0	0	229	1,307,197,083	16	299,032
Poll (Tablet Voting)	48	1,112,937			47	1,112,917	1	20
<b>TOTAL</b>	<b>293</b>	<b>1,308,609,052</b>	<b>0</b>	<b>0</b>	<b>276</b>	<b>1,308,310,000</b>	<b>17</b>	<b>299,052</b>

Total Valid shares (3-5) = 1,308,609,052  
 Votes in Favour (% of Total Valid shares) = 99.9771%  
 Votes in Against (% of Total Valid shares) = 0.0229%



**f) As an Ordinary Resolution – Item No. 6**

**Appointment of Mr. Anil Kumar Dua (DIN - 03640948) as a 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
Remote E-Voting	243	1,307,493,085	0	0	225	1,298,921,395	18	8,571,690
Poll (Tablet Voting)	48	1,112,937			47	1,112,917	1	20
<b>TOTAL</b>	<b>291</b>	<b>1,308,606,022</b>	<b>0</b>	<b>0</b>	<b>272</b>	<b>1,300,034,312</b>	<b>19</b>	<b>8,571,710</b>

Total Valid shares (3-5) = 1,308,606,022  
 Votes in Favour (% of Total Valid shares) = 99.3450%  
 Votes in Against (% of Total Valid shares) = 0.6550%

**g) As a Special Resolution – Item No. 7**

**Appointment of Mr. Anil Kumar Dua (DIN - 03640948) as a Whole-Time 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
Remote E-Voting	244	1,307,496,044	0	0	227	1,307,196,708	17	299,336
Poll (Tablet Voting)	48	1,112,937			47	1,112,917	1	20
<b>TOTAL</b>	<b>292</b>	<b>1,308,608,981</b>	<b>0</b>	<b>0</b>	<b>274</b>	<b>1,308,309,625</b>	<b>18</b>	<b>299,356</b>

Total Valid shares (3-5) = 1,308,608,981  
 Votes in Favour (% of Total Valid shares) = 99.9771%  
 Votes in Against (% of Total Valid shares) = 0.0229%

**h) As a Special Resolution – Item No. 8**

**Continuation of directorship of Mr. Bhagwan Das Narang (DIN - 00826573) as a Non Executive 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
Remote E-Voting	246	1,307,496,125	0	0	220	1,274,539,367	26	32,956,758
Poll (Tablet Voting)	48	1,112,937			47	1,112,917	1	20
<b>TOTAL</b>	<b>294</b>	<b>1,308,609,062</b>	<b>0</b>	<b>0</b>	<b>267</b>	<b>1,275,652,284</b>	<b>27</b>	<b>32,956,778</b>

Total Valid shares (3-5) = 1,308,609,062  
 Votes in Favour (% of Total Valid shares) = 97.4815%  
 Votes in Against (% of Total Valid shares) = 2.5185%

Based on the above, all the above Resolutions stand passed under E-Voting and Poll (Tab Voting), with the requisite majority.



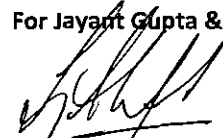


I hereby confirm that I am maintaining the Registers in respect of the votes cast through E-Voting and Poll (Tab Voting). I shall be arranging to hand over these records to Mr. Ranjit Singh, Company Secretary & Compliance Officer of the Company for safe keeping.

Thanking you,

Yours faithfully,

For Jayant Gupta & Associates

  
Jayant Gupta  
Proprietor  
Membership No.: F7288  
PCS No. : 9738



Place: Mumbai

Date: September 19, 2019