

**CORPORATE GOVERNANCE REPORT**

1. Name of Listed Entity – **Dish TV India Limited**

2. Quarter ending –**September 30, 2020**

I. Composition of Board of Directors													
Title (Mr. / Ms.)	Name of the Director	PAN <sup>s</sup> & DIN		Category (Chairperson /Executive / Non- Executive / independent / Nominee) <sup>&amp;</sup>	Date of Appointmen t in the current term	Date of Re- appoi ntme nt	Date of Cessatio n	Tenure*	Date of Birth	No. of Director ship in listed entities includin g this listed entity [Refer Regulati on 17A(1)]	No of Independ ent Directorsh ip in listed entities including this listed entity [Refer Regulation 17A(1) of Listing Regulation s]	Number of membersh ips in Audit / Stakehold er Committe e(s) including this listed entity (Refer Regulation 26(1) of Listing Regulation s)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity ** (Refer Regulation 26(1) of Listing Regulations )
		PAN	DIN										
Mr.	Jawahar Lal Goel	AAHPL1244J	0007646 2	Chairperson - Managing Director	01/04/2020 <sup>#</sup>		NA		17-12- 1954	1	0	2	0
Mr.	Ashok Mathai Kuriyen	AADPK4942J	0003403 5	Non- Executive Director	19/09/2019		NA		21-01- 1950	2	0	4	2
Mr.	Bhagwan Das Narang	AAEPN3092R	0082657 3	Independent Director	28/09/2017		NA	72 Months	12-04- 1945	2	2	5	3
Mrs. (Dr.)	Rashmi Aggarwal	ABPPS8037H	0718193 8	Independent Director	28/09/2018		NA	64 Months	16-10- 1974	3	3	7	2

Mr.	Shankar Aggarwal	ADVPA6970 F	0211644 2	Independent Director	25/10/2018		NA	23 Months	22-09-1956	2	2	5	2
Mr.	Anil Kumar Dua	ADWPD722 ON	0364094 8	Executive Director-CEO	26/03/2019		NA		08-12-1965	1	0	0	0

#The Board of Directors of the Company at their Meeting held on February 12, 2020, approved the re-appointment of Mr. Goel as the Managing Director of the Company, on the same terms as applicable hitherto, for the period from April 1, 2020, to March 31, 2022 (both days inclusive). The said re-appointment was approved by shareholders of the Company on 32nd (Thirty Second) Annual General Meeting (AGM) of the members of Dish TV India Limited held on Tuesday, September 29, 2020.

			<b>** Number of Chairperson positions held in Audit/ Stakeholder Committee of only listed entities is considered</b>
			Whether Regular chairperson appointed -Yes
			Whether Chairperson is related to managing director or CEO -Yes
			<p>§ - PAN number of any director would not be displayed on the website of Stock Exchange  &amp; - Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen  * - to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.</p>

## II. Composition of Committees (As on September 30, 2020)

As per Market Capitalization report dated March 31, 2020 Dish TV India Limited fall at No. 597, therefore the requirement of Constituting Risk Management Committee is not applicable for the Company for the financial year 2020-21.

<b>Name of Committee</b>	<b>Whether Regular chairperson appointed</b>	<b>Name of Committee members</b>	<b>Category (Chairperson / Executive / Non-Executive / Independent / Nominee)§</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
Audit Committee	Yes	Mr. Bhagwan Das Narang Mr. Ashok Mathai Kurien Dr. Rashmi Aggarwal Mr. Shankar Aggarwal	Chairperson (Independent) Non-Executive Independent Independent	06-01-2007 29-05-2018 17-08-2017 01-07-2019	

Nomination & Remuneration Committee	Yes	Mr. Bhagwan Das Narang Mr. Ashok Mathai Kurien Dr. Rashmi Aggarwal Mr. Shankar Aggarwal	Chairperson (Independent) Non-Executive Independent Independent	27-05-2014 27-05-2014 29-05-2018 01-07-2019	
Risk Management Committee	Yes	Mr. Bhagwan Das Narang Mr. Jawahar Lal Goel Mr. Shankar Aggarwal Dr. Rashmi Aggarwal Mr. Veerender Gupta* Mr. Rajeev Kumar Dalmia <sup>§</sup>	Chairperson (Independent) Executive Independent Independent Member Member	05-02-2019 05-02-2019 05-02-2019 05-02-2019 05-02-2019 05-02-2019	
Stakeholders Relationship Committee	Yes	Mr. Ashok Mathai Kurien Mr. Jawahar Lal Goel Mr. Shankar Aggarwal	Chairperson (Non-Executive) Executive Independent	06-01-2007 06-01-2007 05-02-2019	
Corporate Social Responsibility Committee	Yes	Mr. Bhagwan Das Narang Mr. Jawahar Lal Goel Mr. Ashok Mathai Kurien Dr. Rashmi Aggarwal Mr. Shankar Aggarwal	Chairperson (Independent) Executive Non-Executive Independent Independent	27-05-2014 27-05-2014 28-10-2016 28-10-2016 01-07-2019	
			<sup>&amp;</sup> Category of directors means Executive/Non-Executive/Independent/Nominee if a Director fits into more than one category write all categories separating them with hyphen.		
			<sup>*</sup> Mr. Veerender Gupta is not the Board Member. He is the Member of Senior Management Team of the Company.		
			<sup>§</sup> Mr. Rajeev Kumar Dalmia is associated with the Company in the capacity of Chief Financial Officer and He is not the member of the Boar.		

III. Meeting of Board of Directors						
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the Relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum Gap Between any two Consecutive (in number of days)	
NIL	July 23, 2020 <sup>^</sup>	Yes	6	3	-	

NIL	September 02, 2020 <sup>§</sup>	Yes	6	3	40 Days
<p>^ The meeting to approve the financial result for financial year and quarter ended March, 2020 was held on 23-07-2020. The Company availed the exemption of Ministry of Corporate Affairs and SEBI for extension of timeline to convene the Board meeting.</p> <p>§ The meeting to approve the financial result for quarter ended June, 2020 was held on 02-09-2020. The Company availed the exemption of Ministry of Corporate Affairs and SEBI for extension of timeline to convene the Board meeting.</p>					
<b>IV. Meeting of Committees</b>					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
<b>Audit Committee:</b>					
<ul style="list-style-type: none"> <li>July 23, 2020 #</li> <li>September 02, 2020<sup>&amp;</sup></li> </ul>	<p>Yes</p> <p>Yes</p>	4	3	NIL	40 Days
<p>#The meeting to approve the financial result for financial year and quarter ended March, 2020 was held on 23-07-2020. The Company availed the exemption of Ministry of Corporate Affairs and SEBI for extension of timeline to convene the committee meeting.</p> <p>&amp;The meeting to approve the financial result for quarter ended June, 2020 was held on 02-09-2020. The Company availed the exemption of Ministry of Corporate Affairs and SEBI for extension of timeline to convene the committee meeting.</p>					
<b>Nomination &amp; Remuneration Committee:</b>					
<ul style="list-style-type: none"> <li>September 02, 2020</li> </ul>	Yes	4	3	<ul style="list-style-type: none"> <li>June 29, 2020</li> </ul>	
<b>Risk Management Committee:</b>					
NIL	N.A	N.A	N.A	<ul style="list-style-type: none"> <li>June 29, 2020<sup>§</sup></li> </ul>	N.A
<p>§In terms of the relaxation provided by the Securities and Exchange Board of India vide Notification dated March 26, 2020, the Company convened its risk management committee meeting on June 29, 2020 for the Financial year 2019- 20 to fulfil the requirement of Regulation 21(3A) of SEBI Listing Regulations, 2015.</p>					
<b>Stakeholders Relationship Committee:</b>					
NIL	N.A	N.A	N.A	NIL	N.A
<b>CSR Committee:</b>					

NIL	N.A	N.A	N.A	NIL	N.A
<p><i>*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional</i></p> <p><i>**to be filled in only for the current quarter meetings</i></p>					
<b>V. Related Party Transactions</b>					
<b>Subject</b>			<b>Compliance status (Yes/No/NA) refer note below</b>		
Whether prior approval of audit committee obtained			Yes		
Whether shareholder approval obtained for material RPT			N.A		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee			Yes		
<b>Note:</b>					
<ol style="list-style-type: none"> <li>In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</li> <li>If status is "No" details of non-compliance may be given here.</li> </ol>					
<b>VI. Affirmations</b>					
<ol style="list-style-type: none"> <li>The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <ol style="list-style-type: none"> <li>Audit Committee</li> <li>Nomination &amp; remuneration committee</li> <li>Stakeholders relationship committee</li> <li>Risk management committee</li> </ol> </li> <li>The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>The report submitted for the quarter ended September 30, 2020 shall be placed before Board of Directors at the ensuing meeting of the Board.</li> </ol>					
<b>VII. Affirmations</b>					
<ol style="list-style-type: none"> <li>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>Presence of Chairperson of Audit Committee at the Annual General Meeting as per SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>Presence of Chairperson of the nomination and remuneration committee at the annual general meeting as per SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> </ol>					

4. Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting as per SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. "Corporate Governance Report" disclosed in Annual Report as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

For **Dish TV India Limited**

**Sd-**

**Ranjit Singh**

**Company Secretary & Compliance Officer**

**Membership No.: A15442**

**Place: Noida**

**Date: October 14, 2020**

**Note:**

*Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.*