

June 24, 2022

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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Kind Atten : Manager – Corporate Relationship

Subject : Compliance of Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Proceedings of Extra Ordinary General Meeting of the Company held today viz.
June 24, 2022 & Voting Results thereof

Ref. : Scrip Code - Equity Shares - BSE 532839 & NSE - DISHTV

Dear Sir,

This is to inform you that the Extra Ordinary General Meeting ("EGM") of the Company was held today i.e. Friday, June 24, 2022 at 11:30 A.M. (IST) through Video Conferencing / Other Audio Visual Means, in accordance with the circular(s) issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India ("SEBI"). In this regard, the businesses mentioned in the Notice convening the EGM dated May 25, 2022 were transacted at the EGM.

In terms of Articles of Association of the Company, Mr. Jawahar Lal Goel, Chairman & Managing Director of the Company was the Chairman for the EGM of the Company. Requisite quorum being present, the Chairman called the meeting to order.

In this regard, the following is enclosed:

1. Summary of EGM proceedings pursuant to Part A of Schedule III under Regulation 30 of the Listing Regulations as Annexure 1;
2. Voting results of the EGM pursuant to Regulation 44 of the Listing Regulations as Annexure 2; and
3. Consolidated Report of the Scrutinizer dated June 24, 2022, on remote e-voting and electronic voting at the EGM as Annexure 3.

The above results will also be available on the website of the Company (i.e. www.dishd2h.com) and on the website of National Securities Depository Limited (i.e. www.evoting.nsdl.com).

This is for your information and record.

Thanking you.

For Dish TV India Limited


Ranjit Singh
Company Secretary & Compliance Officer
Membership No. A15442

Encl. as above



Details of the Participation and Agenda items transacted at the Extra Ordinary General Meeting of the Company held on June 24, 2022 are as follows:

Description	Particulars
Date of Extraordinary General Meeting	June 24, 2022
Total number of Shareholders on record date (i.e the cut-off date for determining the Shareholders entitled to Remote E-Voting / E-Voting during EGM – June 24, 2022)	2,65,880
Total Number of Shareholders present in the meeting through Video Conferencing	
a) Promoters & Promoter Group	13
b) Public	103

Resolution No. 1	<u>Special Resolution:</u> Re-Appointment of Mr. Jawahar Lal Goel (DIN - 00076462) as the Managing Director of the Company for the period from April 1, 2022 to March 31, 2025
Type of Business	Special Business
Mode of Voting	Remote E-voting and E-Voting

Resolution No. 2	<u>Special Resolution:</u> Re-Appointment of Mr. Anil Kumar Dua (DIN-03640948) as the Whole Time Director of the Company for the period from March 26, 2022 to March 25, 2025
Type of Business	Special Business
Mode of Voting	Remote E-voting and E-Voting


Resolution No. 3	<u>Special Resolution:</u> Appointment of Mr. Rajagopal Chakravarthi Venkatesh (DIN: 00259537) as a Non - Executive Independent Director of the Company
Type of Business	Special Business
Mode of Voting	Remote E-voting and E-Voting

Mr. Jayant Gupta, Partner of M/s Jayant Gupta & Associates, who was appointed as the Scrutinizer submitted his combined report on Remote E-Voting and E-voting during the Extra Ordinary General Meeting dated June 24, 2022. Basis the combined report of the Scrutinizer dated June 24, 2022, the resolutions forming part of the EGM notice have not been approved with requisite majority. Copy of the Scrutinizer's report along with requisite particulars of Remote E-Voting and E-voting conducted during the Extra Ordinary General Meeting Results as per Regulation 44(3) of the Listing Regulations is enclosed herewith for your information and record.

Thanking you.

Yours Sincerely,

For Dish TV India Limited


Ranjit Singh
Company Secretary & Compliance Officer
 Membership No. A15442



Annexure 1

SUMMARY OF PROCEEDINGS OF THE EXTRA ORDINARY GENERAL MEETING OF THE COMPANY

The Extra Ordinary General Meeting ("EGM") of the Company was held today viz. Friday, June 24, 2022 at 11:30 A.M. (IST) through Video Conferencing / Other Audio Visual Means, in accordance with the circular(s) issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India ("SEBI").

Mr. Ranjit Singh, Company Secretary & Compliance Officer welcomed the members and other attendees at the EGM. All Directors except Mr. Rajagopal Chakravarthi Venkatesh were present for the meeting through Audio Video Conferencing mode. The Secretarial Auditor was also present through Audio Video Conferencing mode.

The Company Secretary informed the Members that the Company has taken all requisite steps to enable Members to participate through Video Conference and vote at the EGM.

The Company Secretary informed the Members that the Company had provided the facility to cast the votes electronically, on all resolutions set forth in the Notice convening the meeting. 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 EGM, through the electronic voting platform of National Securities Depository Limited ('NSDL'). It was further informed that the Remote E-voting commenced from June 20, 2022 at 9:00 A.M. (IST) and ended on June 23, 2022 at 5:00 P.M. (IST).

Members who had not cast their votes electronically and who were participating in the meeting would be able to cast their votes during the meeting and 15 minutes after the conclusion of meeting through the e-voting system provided by NSDL. The Company Secretary informed the requisite documents referred to in the Notice of the EGM were available for inspection electronically on the website of the Company and also through the link of NSDL.

Thereafter, the Company Secretary introduced the following Directors who attended the EGM of the Company.

Name	Designation
Mr. Jawahar Lal Goel	Chairman and Managing Director
Mr. Bhagwan Das Narang	Independent Director
Mr. Shankar Aggarwal	Independent Director and the Chairman of Corporate Social Responsibility Committee & Risk Management Committee
Dr. (Mrs.) Rashmi Aggarwal	Independent Director and Chairperson of Nomination and Remuneration Committee
Mr. Anil Dua	Group Chief Executive Officer and Whole Time Director

Mr. Jawahar Lal Goel, Chairman of the Board, took the chair and upon requisite quorum being present, called the meeting to order and welcomed the Shareholders of the Company. Mr. Goel being interested in Item No. 1 of the agenda item of Notice of EGM, requested Mr. B D Narang, Independent Director, to chair the meeting.



Mr. Ranjit Singh, Company Secretary read the proposed resolutions and the balance Notice of the EGM was taken as read with the permission of the members of the Company, as the same was earlier circulated to the Members.

Thereafter, Mr. Ranjit Singh, Company Secretary, opened the Question & Answer (Q&A) forum for the registered speakers to seek clarification or offer any comments related to the resolutions. Total 20 speaker shareholders raised queries for which necessary clarifications and responses were provided by the Mr. Anil Kumar Dua, Group Chief Executive Officer and Whole Time Director.

Mr. Jayant Gupta, Partner of M/s Jayant Gupta & Associates was appointed as the scrutinizer to scrutinize the vote cast through the remote e-voting platform and electronic voting at the EGM. The consolidated results of remote e-voting and voting at the EGM would be announced after the EGM and the Results along with the Scrutinizer's report would be uploaded on website of the Company and on the website of NSDL and the same shall also be intimated to the Stock Exchanges. The Company had provided remote e-voting facility offered by NSDL for Equity Shareholders as on cut-off date of June 17, 2022 to cast their votes electronically on all Agenda items proposed in the Notice of this EGM and also extended the said E-Voting facility at the EGM.

Mr. B D Narang, thereafter, thanked all the Members for their participation at the EGM and for their constructive suggestions and observations.

On completion of the e-voting process, the meeting concluded at 13:40 Hrs. 116 numbers of shareholders were present in the EGM through Video Conferencing.



Dish TV India Limited								
Resolution Required : (Special)			1 - RE-APPOINTMENT OF MR. JAWAHAR LAL GOEL (DIN - 00076462) AS THE MANAGING DIRECTOR OF THE COMPANY FOR THE PERIOD FROM APRIL 1, 2022 TO MARCH 31, 2025.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	74384983	74384983	100.0000	74384983	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		74384983	100.0000	74384983	0	100.0000	0.0000
Public Institutions	E-Voting	691975745	604902980	87.4168	12437378	592465602	2.0561	97.9439
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		604902980	87.4168	12437378	592465602	2.0561	97.9439
Public Non Institutions	E-Voting	1074895326	606158881	56.3924	183818249	422340632	30.3251	69.6749
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		606158881	56.3924	183818249	422340632	30.3251	69.6749
Total		1841256054	1285446844	69.8136	270640610	1014806234	21.0542	78.9458



Dish TV India Limited								
Resolution Required : (Special)			2 - RE-APPOINTMENT OF MR. ANIL KUMAR DUA (DIN-03640948) AS THE WHOLE TIME DIRECTOR OF THE COMPANY FOR THE PERIOD FROM MARCH 26, 2022 TO MARCH 25, 2025.					
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	74384983	74384983	100.0000	74384983	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		74384983	100.0000	74384983	0	100.0000	0.0000
Public Institutions	E-Voting	691975745	604902980	87.4168	498897119	106005861	82.4756	17.5244
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		604902980	87.4168	498897119	106005861	82.4756	17.5244
Public Non Institutions	E-Voting	1074895326	606158576	56.3923	376572093	229586483	62.1244	37.8756
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		606158576	56.3923	376572093	229586483	62.1244	37.8756
Total		1841256054	1285446539	69.8136	949854195	335592344	73.8929	26.1071



Dish TV India Limited

Resolution Required : (Special)

3 - APPOINTMENT OF MR. RAJAGOPAL CHAKRAVARTHI VENKATEISH (DIN: 00259537) AS A 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	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	74384983	74384983	100.0000	74384983	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		74384983	100.0000	74384983	0	100.0000	0.0000
Public Institutions	E-Voting	691975745	604902980	87.4168	28964282	575938698	4.7883	95.2117
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		604902980	87.4168	28964282	575938698	4.7883	95.2117
Public Non Institutions	E-Voting	1074895326	606159537	56.3924	240447405	365712132	39.6673	60.3327
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		606159537	56.3924	240447405	365712132	39.6673	60.3327
Total		1841256054	1285447500	69.8136	343796670	941650830	26.7453	73.2547



JAYANT GUPTA & ASSOCIATES

COMPANY SECRETARIES

SCRUTINIZER'S REPORT FOR E-VOTING OF DISH TV INDIA LIMITED

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,
Extra Ordinary General Meeting of the Equity Shareholders of
Dish TV India Limited
{CIN: L51909MH1988PLC287553}

Sub: Consolidated Result of Voting conducted through Remote Electronic Voting and Electronic Voting for the Extra Ordinary General Meeting (EGM) of Dish TV India Limited held on Friday, June 24, 2022 at 11.30 A.M. through Video Conferencing/Other Audio Visual Means

Dear Sir,

I, Jayant Gupta, Practicing Company Secretary having office at FA-156, Lajpat Nagar, Sahibabad, Ghaziabad – 201005, Uttar Pradesh, was appointed as a Scrutinizer by the Board of Directors of Dish TV India Limited (the Company), *vide* Resolution passed on **May 19, 2022** for the purpose of scrutinizing the Remote E-Voting that commenced on **Monday, June 20, 2022 at 9:00 A.M. (IST) and ended on Thursday, June 23, 2022 at 5:00 P.M. (IST)** and E-voting at the Extra Ordinary General Meeting ('EGM') of Dish TV India Limited held on **June 24, 2022** through video conferencing ('VC') /other audio visual means ('OAVM'), as per the Notice dated **May 25, 2022** calling the Extra Ordinary 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 by the shareholders on the Resolutions proposed in the Notice of the Extra Ordinary General Meeting of the Company is the responsibility of management. My responsibility as a scrutinizer is to ensure that the voting process, through remote e-voting and electronic voting, at the virtual 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 remote electronic voting system and electronic voting system of National Securities Depository Limited ('NSDL'), the authorised agency engaged by the Company.

Since this EGM was held through VC or OVAM in accordance with the MCA circulars, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxies by the members was dispensed with. The deemed venue of the EGM is the registered office of the Company.

I hereby report as under:



1. The Company has through National Securities Depository Limited ('NSDL'), the authorised agency engaged by the Company, dispatched the Notice calling the EGM of the Company, along with e-voting instructions to **239911** Shareholders, whose email addresses were registered with the Company/ Depository Participants / Depositories, by E-mail only on **May 26, 2022** as per the records of the shareholders of the Company as on **May 17, 2022**, pursuant to MCA Circular No. 3/2022 dated May 5, 2022 read with Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and 20/2020 dated May 05, 2020.
2. In terms of the requirements of Circular No. 20/2020 dated May 5, 2020, issued by the Ministry of Corporate Affairs, the Company has duly given a Public Notice by way of an advertisement in two newspapers viz. "**Business Standard**" and "**Navshakti**" on **May 24, 2022**, specifying that the Extra Ordinary General Meeting will be held through VC or OAVM facility and also specifying other requirements as enumerated in the aforementioned circular.
3. 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 May 27, 2022** regarding Notice calling the EGM of the Company and information pertaining to the E-voting.
4. 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) Regulations, 2015 ('Listing Regulations'), the Company had provided the facility of voting to **265880** shareholders, holding fully paid up equity shares of the Company, to cast votes electronically upto June 23, 2022 through remote e-voting on NSDL platform and by means of E-voting at the EGM through NSDL platform. 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. June 17, 2022**.
5. The Company provided the facility of electronic remote e-voting to the eligible shareholders of the Company from **Monday, June 20, 2022 {9:00 A.M. (IST)} upto Thursday, June 23, 2022 {5:00 P.M. (IST)}** through the platform of National Securities Depository Limited ("NSDL"), by accessing through <https://www.evoting.nsdl.com>. NSDL has been engaged by the Company as the service provider for providing facility of e-voting to the shareholders of the Company.
6. At the EGM of the Company held on June 24, 2022, e-voting was announced on all the resolutions, to facilitate the members present in the meeting, through VC/OAVM mode who could not record their votes through remote e-voting process earlier. Members were informed that the NSDL e-voting platform has been re-opened during the EGM and shall be kept open fifteen minutes after the conclusion of the EGM for E-Voting by members. NSDL was the service provider of the facility of voting to the shareholders through E-Voting. The Board of Directors of the Company had appointed me as Scrutinizer for the same as well.
7. Pursuant to Rule 20(4)(xii) of the Companies (Management & Administration) Rules, 2014, the E-Voting on NSDL Website was unblocked on June 24, 2022 at 13:41P.M. in the presence of two independent witnesses viz. CS Punit Jain (ACS 57628) and CS Monika Ahuja (ACS 56411), who are associated with me and not in employment of the Company.
8. Based on the reports generated from the Remote E-Voting system provided by NSDL and E-voting conducted during the EGM through NSDL platform, I submit the consolidated results of Remote E-Voting and E-voting conducted during the EGM as under:



a) As Special Resolution- Item No.1

Re-appointment of Mr. Jawahar Lal Goel (DIN-00076462) as the Managing Director of the Company for the period from April 1, 2022 to March 31, 2025

MODE	VALID BALLOTS	VALID VOTES	FAVOUR			AGAINST		
			BALLOTS	VOTES	VOTING %	BALLOTS	VOTES	VOTING %
E-Voting	779	1285446844	444	270640610	21.0542	335	1014806234	78.9458

b) As Special Resolution – ItemNo.2

Re-appointment of Mr. Anil Kumar Dua (DIN-03640948) as the WholeTime Director of the Company for the period from March 26, 2022 to March 25, 2025

MODE	VALID BALLOTS	VALID VOTES	FAVOUR			AGAINST		
			BALLOTS	VOTES	VOTING %	BALLOTS	VOTES	VOTING %
E-Voting	776	1285446539	471	949854195	73.8929	305	335592344	26.1071

c) As Special Resolution – ItemNo.3

Appointment of Mr. Rajagopal Chakravarthi Venkateish (DIN-00259537) as a Non-Executive Independent Director of the Company

MODE	VALID BALLOTS	VALID VOTES	FAVOUR			AGAINST		
			BALLOTS	VOTES	VOTING %	BALLOTS	VOTES	VOTING %
E-Voting	777	1285447500	483	343796670	26.7453	294	941650830	73.2547

Based on the above, the Resolution Nos. 1 to 3 have failed to receive requisite number of votes in favour by the shareholders under remote e-voting and e-voting at EGM. The results of the voting by members through remote e-voting and e-voting at EGM at the Extra-Ordinary General Meeting in the respect of above mentioned resolutions may accordingly be declared by the Company.

I hereby confirm that I am maintaining the Registers in respect of the votes cast through Remote E-Voting and E-voting at EGM. 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

CP No. : 9738 PR No. : 759/2020

UDIN : F007288D000527423

Place: New Delhi

Date: June 24,2022

