

February 10, 2022

<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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**Kind Attn: Manager Corporate Relationship Department**

**Subject: SEBI Advisory dated 9 February 2022 and Reply by the Company**

Dear Madam / Sir,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") we wish to bring the following to your kind notice that:

1. As disclosed through our earlier communications/disclosures dated 24.12.2021 and 30.12.2021 made to the Stock Exchanges, World Crest Advisors LLP had filed a Commercial Suit (L) No. 29569 of 2021 before the Hon'ble High Court of Bombay challenging the ownership of shares of the Company held by Yes Bank Limited. The Company was arrayed as one of the Parties/ Defendants in the matter. On an application filed by World Crest Advisors LLP, by way of an Order dated 23.12.2021, the Hon'ble High Court of Bombay was pleased to direct that the voting results / outcome of the Annual General Meeting ("AGM") proposed to be held on 30.12.2021 will abide by the decision in the interim application filed by World Crest Advisors LLP. Given the directions contained in the said Order, and the procedural legal uncertainties resulting therefrom, the Company had filed Interim Application No. 121 of 2022 before the Hon'ble Court for leave to file the voting results / outcome of the AGM which has been obtained in a sealed cover. Yes Bank Ltd had also filed an Interim Application No. 376 of 2022 for a direction from the Court for declaration of the results.
2. The Company has on February 9, 2022 received an advisory letter bearing No. SEBI/HO/CFD/CMD1/PW/P/2022/5395/1 in relation to compliance with SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. A copy of the said Advisory Letter is enclosed.



3. The Company has responded to SEBI and brought to its attention that the issue of declaration of results of the AGM conducted on 30.12.2021 to be declared by Dish TV India Limited is *sub-judice* before the Hon'ble High Court of Bombay in the aforementioned two applications. The Hon'ble Court has admitted / issued notice on the two applications filed in the said matter, pleadings have been completed by all parties, and the matter has been listed for arguments. Thus, very issue of declaration of results of the AGM conducted on 30.12.2021 is in fact *sub-judice* before the Hon'ble High Court, which has taken cognizance of the matter, and will be hearing the arguments of the parties shortly, and issue its decision.

You are requested to kindly take the above on record.

Thanking you,

Yours faithfully,

For **Dish TV India Limited**



**Ranjit Singh**

**Company Secretary and Compliance Officer**

Membership No. A15442

Enclosed: As Above



**Amy Durga Menon**  
Deputy General Manager  
Compliance and Monitoring Division-1  
Corporation Finance Department

भारतीय प्रतिभूति  
और विनिमय बोर्ड  
Securities and Exchange  
Board of India

SEBI/HO/CFD/CMD1/OW/P/2022/5395/1

February 09, 2022

To

<b>Dish TV India Limited</b> 18 <sup>th</sup> Floor, A Wing, Marathon Futorex, N M Joshi Marg, Lower Parel, Mumbai - 400013	The Chief General Manager, Listing Compliance <b>BSE Ltd.</b> Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400001	The Chief General Manager, Listing Compliance <b>National Stock Exchange of India Ltd.,</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051
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Dear Sir / Madam,

**Sub: Advisory in relation to compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”)**

1. This has reference to SEBI’s letters dated January 17, 2022 (“**Advisory**” & “**Explanation letter**”) and Dish TV India Limited’s (“**Company**”) reply dated January 18, 2022 to the Advisory & Explanation letters.
2. The Company has contended that the issue of declaration of results of the AGM held on December 30, 2021 is “*sub-judice*” due to Interim Applications filed by the Company and Yes Bank Ltd. (“**Bank**”) pending before the High Court of Bombay in the Commercial Suit filed by World Crest Advisors LLP, a promoter group entity.
3. In this context, it is pertinent to mention the obligations of a listed entity as specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI LODR**”). Regulation 4(1)(g) & (h) of the SEBI LODR require every listed entity to abide by all the provisions of the applicable laws, make specified disclosures and follow their obligations in letter and spirit in the interest of all stakeholders. Further, Regulation 44(3) requires the listed entity to submit the voting results within two working days of conclusion of the general meeting.
4. In spite of there being no prohibitory / restraint order from the Court, the Company has failed to disclose the voting results of the AGM held on December 30, 2021, thereby failing to comply with the provisions of regulation 44(3) of the SEBI LODR.

सेबी भवन, प्लॉट सं. सी 4-ए, "जी" ब्लॉक, बान्द्रा-कुर्ला कॉम्प्लेक्स, बान्द्रा (पूर्व), मुंबई - 400 051.

दूरभाष : 2644 9950 / 4045 9950 (आई.वी.आर.एस.), 2644 9000 / 4045 9000 फैक्स : 2644 9019 से 2644 9022 वेब : [www.sebi.gov.in](http://www.sebi.gov.in)

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**Securities and Exchange  
Board of India**

5. As this action by the Company ultimately affects the shareholders and the investors due to lack of information in the public domain, the Company is once again called upon to disclose the voting results of the AGM held on December 30, 2021, immediately as the disclosure has already been delayed by 37 days.
6. The non-compliance with Regulation 44(3) of the SEBI LODR by the Company has been viewed seriously by SEBI and it is informed that the continuing non-compliance shall result in initiation of appropriate enforcement action against the Company.
7. The Company is advised to disclose this letter to the Stock Exchanges. The Stock Exchanges are advised to take note of the contents of this letter and disseminate it to the investors.

Yours faithfully,

**Amy Durga Menon**