

August 20, 2016

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Mumbai – 400 051

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Sub.: Completion of Dispatch of Postal Ballot Notice along with Postal Ballot Form and Business Reply Envelope

Dear Sirs,

This is to inform you that pursuant to Section 110 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013, (the "Act"), read with rules made thereunder, the Company has completed the dispatch of Postal Ballot Notice dated August 12, 2016 (both physically and electronically), on Saturday, the 20th day of August 2016 to all the Members whose names appear in the Register of Members / Records of Depositories as on Friday, the 12th day of August, 2016, the cut-off date for the said purpose.

In compliance with applicable regulation including Regulation 30(6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed a copy of the Postal Ballot Notice along with Postal Ballot Form for your information and records.

Thanking you.

Yours truly,
For Dish TV India Limited



Ranjit Singh
Company Secretary & Compliance Officer
Membership No. –A15442



Encl: As above



DISH TV INDIA LIMITED

Registered Office: Essel House, B-10, Lawrence Road Industrial Area, Delhi – 110 035

Corporate Office: FC-19, Sector 16A, Noida – 201 301 (U.P)

Tel: 0120- 2467005/2467000, Fax: 0120-4357078

CIN: L51909DL1988PLC101836, E-Mail: investor@dishtv.in, Website: www.dishtv.in

POSTAL BALLOT NOTICE

Dear Members,

Notice is hereby given pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 (the “**Act**”), read with the Companies (Management and Administration) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable laws and regulations, to transact the Special Business set out below by the Members of Dish TV India Limited, by passing the Resolutions through Postal Ballot.

Your consideration and approval is sought for the Resolutions annexed herewith. The Explanatory Statement under Section 102 of the Companies Act, 2013 read with rules made thereto, setting out the material facts and the reasons for the Resolutions, is also appended herewith. Mr. Jayant Gupta, Practicing Company Secretary (PCS No.:9738), has been appointed by the Board of Directors of your Company as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

You are requested to carefully read the instructions printed on this Postal Ballot Notice and the Postal Ballot Form and return the completed Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope (if posted in India), so as to reach the Scrutinizer, at the Corporate Office of the Company at FC - 19, Sector 16A, Noida – 201 301, Uttar Pradesh, **on or before 6:30 P.M. on Monday, the 19th day of September, 2016**, which is the last date for receipt of completed Postal Ballot Form(s). Postal Ballot Form(s) received after this date and time will be considered as invalid.

The Scrutinizer will submit his report to the Chairman and Managing Director of the Company upon completion of scrutiny of the Physical Postal Ballot Forms and E-Voting data provided by National Securities Depository Limited (**NSDL**), in a fair and transparent manner and the result of the Postal Ballot will be announced on **Thursday, the 22nd day of September, 2016 at 5:00 P.M.** at the Registered Office of the Company. After declaration, the result of the Postal Ballot will be intimated to the Stock Exchanges where the shares of the Company are listed and placed along with the Scrutinizer's report on the Company's website viz. www.dishtv.in and NSDL website and will also be displayed at the Registered Office and Corporate Office of the Company. The result of the Postal Ballot shall also be communicated through Newspaper Advertisement.

In accordance with Secretarial Standard on General Meetings (SS-2), issued by the Institute of Company Secretaries of India, if approved with requisite majority, the Resolutions shall be deemed to have been passed on the last date specified by the Company for receipt of duly completed Postal Ballot forms or E-Voting i.e. **Monday, the 19th day of September 2016**.

E-Voting Option

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of Section 108 of the Companies Act, 2013 read with the Rules made thereto, the Company is pleased to offer E-Voting facility to its Members through E-Voting Platform of National Securities Depository Limited (**NSDL**), as an alternate, which would enable them to cast votes electronically, instead of sending Physical Postal Ballot Form(s). Please note that E-Voting is optional and the Members who do not opt for the E-Voting facility can cast their vote in writing in the duly filled in physical Postal Ballot Form. Please carefully read and follow the instructions on E-Voting process printed in this Notice.

SPECIAL BUSINESS:

ITEM NO. 1: Reduction of Capital (Securities Premium Account)

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 52 of the Companies Act, 2013 read with Section 78, Section 100 to Section 104 and other applicable provisions, if any, of the Companies Act, 1956, read with Article 52 of the Articles of Association of the Company, relevant provisions of the Companies (Court) Rules, 1959 and subject to the confirmation of the Hon'ble High Court of Judicature of applicable jurisdiction or the National Company Law Tribunal, as may be applicable, and any other appropriate authorities, consent of the members of the Company be and is hereby accorded for utilizing the entire amount of Rs. 15,43,39,65,550 (Rupees One Thousand Five Hundred Forty Three Crores Thirty Nine Lakhs Sixty Five Thousand Five Hundred and Fifty Only) standing to the credit of Securities Premium Account of the Company as on March 31, 2016, for writing off deficit in the statement of Profit and Loss Account of the Company with effect from April 1, 2016.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company (hereinafter called the 'Board', which term shall be deemed to include any person (s) authorized and / or Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) or any officer so authorized by the Board, be and are hereby authorized on behalf of the Company to perform all such acts, deeds, matters and things as it may, in its absolute discretion, deem fit, necessary, proper or desirable, including but not limited to preparing, finalizing, signing, submitting, filing, any undertaking, application, representation, petition, letter, form, deed, and any other documents in respect thereof, and / or to engage any advisor, consultant, agent or intermediary, as may be deemed necessary and / or to seek the requisite approvals, as may be applicable, from the appropriate authorities including but not limited to Hon'ble High Court of Judicature of applicable jurisdiction or the National Company Law Tribunal and / or to represent the Company before the said authorities and /or to settle any question, difficulty, doubt that may arise, if any, with regard to this dealing and / or to make necessary adjustment(s) to the accounts and / or reconsider the matter due to change in circumstances as it may in its absolute discretion deem fit, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

ITEM NO. 2: Shifting of Registered Office of the Company from the National Capital Territory of Delhi to the State of Maharashtra, Mumbai

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 12, 13 and 110 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Incorporation) Rules, 2014, and subject to the approval of the Regional Director or Central Government and such other approvals, permissions, consents, sanctions of any regulatory or statutory authorities as may be required in this regard, the consent of the Members of the Company be and is hereby accorded to shift the Registered Office of the Company from the National Capital Territory of Delhi (i.e. from the jurisdiction of the Registrar of Companies, NCT of Delhi and Haryana) to the state of Maharashtra (i.e. to the jurisdiction of Registrar of Companies, Mumbai, Maharashtra).

RESOLVED FURTHER THAT pursuant to Section 13 of Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with rules thereto and subject to confirmation and approval from the Regional Director or the Central Government, the existing Clause II of the Memorandum of Association of the Company be and is hereby substituted and replaced as hereunder:

'II. The Registered Office of the Company will be situated in the State of Maharashtra i.e. within the jurisdiction of the Registrar of Companies, Maharashtra at Mumbai.'

RESOLVED FURTHER THAT after obtaining necessary and requisite permission / approval of change of Registered Office of the Company from the Regional Director or Central Government or such other authority as may be required, the Registered Office of the Company be shifted from, 'Essel House, B-10, Lawrence Road Industrial Area, Delhi – 110 035' to '18th Floor, A Wing, Marathon Futurex, N M Joshi Marg, Lower Parel, Mumbai – 400 013, Maharashtra'.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter called the "Board", which term shall be deemed to include any person (s) authorized and / or Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) or any officer so authorised by the Board be and are hereby authorised to file applications / petitions, issue notices, advertisements, appoint counsels, appoint practicing Company Secretary, appoint consultants, obtain order for shifting of the Registered Office, agree to make and accept such conditions, modifications and alterations stipulated by any one of the authorities, statutory or otherwise, while according approval / consent, as may be considered necessary and take such steps and to do such acts, deeds and things as may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution."

By Order of the Board
For **DISH TV INDIA LIMITED**

Sd/-
RANJIT SINGH
Company Secretary
Membership No. A15442

Place: Noida
Date: August 12, 2016

Notes:

- 1) Explanatory Statement in terms of Section 102 of the Companies Act, 2013, setting out the material facts are appended herein below.
- 2) The Postal Ballot Notice will be dispatched / sent to all the Members whose names appear in the Register of Members / Records of Depositories as on **Friday, the 12th day of August, 2016** viz. the cut-off date and a person who is not a member as on that date should treat this Notice for information purposes only. Notice of Postal Ballot is also being sent to all the Directors and Auditors of the Company.
- 3) Members who have registered their E-mail IDs with their Depository Participants are being sent Notice of Postal Ballot by E-mail and Members who have not registered their E-mail IDs will receive Notice of Postal Ballot along with the Postal Ballot Form in physical form.
- 4) Members who have received Postal Ballot Notice by E-mail and who wish to vote through Physical Postal Ballot Form can download Postal Ballot Form from the Company's website www.dishtv.in or seek duplicate Postal Ballot Form from the Company.

- 5) Voting period will commence on and from **August 21, 2016 at 9:00 A.M.** and ends on **September 19, 2016 at 6:30 P.M.**
- 6) Members are also requested to read carefully the instructions printed on the Postal Ballot Form before exercising their physical vote and return the Postal Ballot Form duly completed with the assent (for) and dissent (against), in the attached self-addressed postage pre-paid Business Reply Envelope, so as to reach the Scrutinizer at the Corporate Office of the Company at FC – 19, Sector 16A, Noida – 201 301, Uttar Pradesh, **on or before 6:30 P.M. on Monday, the 19th day of September, 2016.** Please note that any Postal Ballot Form(s) received after the said date and time will be treated as if reply from the Member has not been received. No other form or photocopy thereof is permitted. Members who do not receive the Postal Ballot Form may download the Postal Ballot Form from the Company's website www.dishtv.in or seek duplicate Postal Ballot Form from the Company.
- 7) All relevant documents referred to in the accompanying Explanatory Statement are open for inspection at the Registered Office of the Company on all working days (Monday to Friday) between 2.00 P.M. to 4.00 P.M. up to **Monday, the 19th day of September, 2016** (i.e. last date for receiving Postal Ballot Forms by Scrutinizer).
- 8) Members are requested to notify change in address, if any, in case of shares held in Electronic form to the concerned Depository Participant quoting their Client ID and in case of Physical shares to the Registrar and Transfer Agent of the Company quoting their Folio number.

INSTRUCTIONS FOR VOTING

Kindly note that each Member can opt for only one mode for voting i.e. either by Physical Ballot or by E-Voting. If you opt for E-Voting, then please do not vote by Physical Ballot and vice versa. In case Member(s) cast their vote via both modes i.e. Physical Ballot as well as E-Voting, then voting done through E-Voting shall prevail and Physical Voting of that Member shall be treated as invalid notwithstanding whichever option is exercised first.

PHYSICAL VOTING

Members are requested to refer to the instructions printed behind the Postal Ballot Form for exercising their vote in physical form.

E-VOTING

In compliance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, the Company is pleased to offer E-Voting facility as an alternate, for its Members, to enable them to cast their votes electronically instead of dispatching Postal Ballot Form. The Company has engaged National Securities Depository Limited ("**NSDL**"), to provide E-Voting facility to its Members. E-Voting is optional.

The E-Voting period begins on **August 21, 2016 at 9:00 A.M.** and ends on **September 19, 2016 at 6:30 P.M.** The E-Voting module shall be disabled by NSDL for voting after 6:30 P.M. on September 19, 2016. During this period, the Members of the Company, holding shares in Physical form or in Demat form, as on the cut-off date viz. August 12, 2016, may cast their vote electronically. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

The instructions and process for voting electronically by the Members are as under:

A. In case of Members receiving E-mail from NSDL:

- i. Open E-mail and open PDF file attached in the mail with your Client ID or Folio No. as password. The PDF file contains your user ID and Password for E-Voting on the resolution mentioned in the Postal Ballot Notice. Please note that the password is an initial password, which the Member may change.
- ii. If you are registered with NSDL for E-Voting then you can use your existing User ID and Password for casting your vote.
- iii. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- iv. Click on Shareholder – "Login".
- v. Put user ID and Password as noted in step (i) above. Click Login.
- vi. Password change menu appears. Change the password with new password of your choice with minimum 8 digits / characters or combination thereof.
- vii. Please note your new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- viii. The Home page of "e-Voting" opens. Click on "e-Voting - Active Voting Cycles".
- ix. Select "EVEN" (E-Voting Event Number) of Dish TV India Limited and click on "SUBMIT".
- x. Now you are ready for E-Voting as Cast Vote page opens.
- xi. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- xii. Upon confirmation, the message "Vote cast successfully" will be displayed. Kindly note that vote once cast cannot be modified.
- xiii. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter etc. together with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer through e-mail at pcs.jga@gmail.com and the Company at investor@dishtv.in with a copy marked to evoting@nsdl.co.in

B. In case of Members' receiving Postal Ballot Notice by Post:

- i. Initial password is provided at the bottom of Postal Ballot Form.

EVEN (E-voting Event Number)	USER ID	Password

- ii. If you are registered with NSDL for E-voting then you can use your existing User ID and Password for casting your vote. If you forget your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsd.com or contact NSDL at the toll free no.: 1800-222-990.
- iii. Please follow all steps from Sl. No. (iii) to Sl. No. (xiii) as mentioned in (A) above, to cast vote except Sl. No. (v)
- C. Member cannot exercise his / her vote by proxy on Postal Ballot.
- D. The Scrutinizer's decision on the validity or otherwise of Postal Ballot / E-Voting will be final.
- E. Members may also note that the Postal Ballot Notice will also be available on the Company's Website viz. www.dishtv.in for downloading.
- F. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ["FAQs"] and e-voting manual for shareholder available at downloads section of <https://www.evoting.nsd.com/> or contact NSDL at the toll free No. 1800-222-990. For any further clarifications, you may also contact the following officials:

Contact Details	
Company	Dish TV India Limited Corp Office: FC – 19, Sector 16A, Noida – 201 301, Uttar Pradesh E-mail: investor@dishtv.in , Tel. No. : 0120- 2467005/2467000
Registrar & Transfer Agent	Link Intime India Private Limited Unit:Dish TV India Limited, C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai-400078. Tel. No. 022-25946970, Fax- 022-25946969, E-mail: rnt.helpdesk@linkintime.co.in
Scrutinizer	Mr. Jayant Gupta, Practicing Company Secretary, E-mail: pcs.jga@gmail.com
E-voting Agency / Contact details of the person responsible to address the grievances connected with the electronic voting	National Securities Depository Limited Mr. Amit Vishal-022-24994360 / Mr Rajiv Ranjan-022-24994738 4th Floor, A-Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013 E-mail: evoting@nsdl.co.in , Toll Free No. : 1800-222-990

- G. Members can also update their mobile number and E-mail Id in the user profile details of the folio, which may be used for sending future communications.
- H. The voting rights of the shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date viz. August 12, 2016.
- I. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail the facility of E-Voting or voting by Postal Ballot.
- J. The Company has appointed Mr. Jayant Gupta, Practicing Company Secretary as Scrutiniser for providing facility to the Members of the Company to scrutinize the voting and E-Voting process in a fair and transparent manner.
- K. The Scrutinizer shall unblock the votes in presence of two witness, who are not in employment of the Company and after scrutinizing such votes received shall make a Scrutinizers' report of the votes cast in favour or against or invalid votes in connection with the resolution(s) mentioned in the Postal Ballot Notice and submit the same forthwith to the Chairman and Managing Director of the Company.
- L. The result of the Postal Ballot will be declared / announced on **Thursday, the 22nd day of September, 2016 at 5:00 P.M.** at the Registered Office of the Company. The results along with the Scrutinisers Report shall be placed on the website of the Company viz. www.dishtv.in and on the notice board of the Company at its Registered Office and Corporate Office after the declaration of result. The results shall also be communicated to the Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited and also displayed on website of NSDL viz. www.nsd.com.

EXPLANATORY STATEMENT AND REASONS FOR THE PROPOSED RESOLUTIONS ACCOMPANYING THE POSTAL BALLOT NOTICE DATED AUGUST 12, 2016 PURSUANT TO SECTION 102 READ WITH SECTION 110 OF THE COMPANIES ACT, 2013 AND RULES MADE THERETO

ITEM NO. 1

The Company has accumulated losses amounting to Rs. 15,58,69,63,051 (Rupees One Thousand Five Hundred Fifty Eight Crores Sixty Nine Lakhs Sixty Three Thousand and Fifty One Only) represented as deficit in the Statement of Profit

& Loss as at March 31, 2016. The Company also has balance in Securities Premium account amounting to Rs. 15,43,39,65,550 (Rupees One Thousand Five Hundred Forty Three Crores Thirty Nine Lakhs Sixty Five Thousand Five Hundred and Fifty Only) as on March 31, 2016.

In order to give a true and fair view of the financial statements of the Company, the Company intends to write off deficit in the statement of Statement of Profit & Loss by reducing the entire amount standing to the credit of the Securities Premium account, with effect from April 1, 2016.

In terms of provisions of section 52 of the Companies Act, 2013, the balance in Securities Premium account can only be utilized for purposes specified therein and any utilization of Securities Premium account for other purpose would be construed as reduction of capital. Accordingly, provisions of sections 100 to 104 of the Companies Act, 1956 will be applicable for writing off the deficit in the Statement of Profit & Loss against Securities Premium Account.

Reduction of share capital requires the approval of the Shareholders by means of a Special Resolution pursuant to Section 100 of the Companies Act, 1956 and accordingly, approval of the shareholders is being sought through this Postal Ballot.

The proposed Reduction of Capital is subject to the approval of the Hon'ble High Court of Judicature of applicable jurisdiction, or the National Company Law Tribunal, as may be applicable.

The Board, at meeting held on May 23, 2016 has accorded its approval for reduction of capital (Securities Premium Account). The National Stock Exchange of India Limited and the BSE Limited have vide their letters dated July 14, 2016 and July 15, 2016 respectively, issued Observation Letter to the proposal of Reduction of Capital. In terms of the Securities and Exchange Board of India ('SEBI') Circular No. CIR/CFD/CMD/16/2015 dated November 30, 2015, the Complaint Report and Observation Letters of the Stock Exchanges are enclosed herewith (As Annexure 1 and Annexure 2 respectively). The Company has obtained Fairness Opinion on the proposed Capital Reduction, copy of which is enclosed as Annexure 3 and the same is also available on the web-site of the Company. The proposed Capital Reduction will not cause any prejudice to the creditors of the Company since it does not involve any financial outlay / outgo on the part of the Company.

Further, the proposed Capital Reduction would not in any way adversely affect the ordinary operations of the Company and the Company's equity capital structure will remain unchanged. There will be no change in the shareholding pattern of the Company pursuant to the proposed reduction of Capital (post effective date i.e April 1, 2016) as no issue of shares or reduction or cancellation of shares by the Company are envisaged under the proposed reduction of capital.

The Capital Structure and Shareholding Pattern of the Company pre-reduction of Capital (Securities Premium Account) as on March 31, 2016 and post reduction of Capital (post effective date i.e April 1, 2016) (Securities Premium Account) is as follows:

Capital Structure (In Rs.)		
Particulars	Pre reduction of capital (Securities Premium Account) as on March 31, 2016	Post reduction of capital (Securities Premium Account)#
Authorised Capital	1,50,00,00,000.00	1,50,00,00,000.00
Issued & Subscribed Capital	1,06,58,64,835.00	1,06,58,64,835.00
Paid up Capital	1,06,58,51,431.75	1,06,58,51,431.75

Shareholding Pattern					
S. No	Particulars	Pre reduction of capital (Securities Premium Account) as on March 31, 2016		Post reduction of capital (Securities Premium Account)#	
		No. of Shares	%	No. of Shares	%
1	Promoter and Promoter Group	686878060	64.44	686878060	64.44
2	Mutual Funds	65024606	6.10	65024606	6.10
3	Foreign Portfolio Investors	120232353	11.28	120232353	11.28
4	Insurance Companies	4600	0.00	4600	0.00
5	Foreign Institutional Investors	86383345	8.10	86383345	8.10
6	Financial Institutions / Banks	571467	0.05	571467	0.05
7	Central Govt. /State Govt. / President of India	3317283	0.31	3317283	0.31
8	Shareholders holding up to Rs. 2 lakhs	41393536	3.88	41393536	3.88
9	Shareholders holding more than Rs. 2 lakhs	14705681	1.38	14705681	1.38
10	Bodies Corporate	44663688	4.19	44663688	4.19
11	Others:				
	-NBFC registered with RBI	39584	0.00	39,584	0.00
	-Overseas Corporate Bodies	8883	0.00	8883	0.00
	-Foreign National / Entity	6025	0.00	6025	0.00
	-NRI	2626795	0.25	2626795	0.25
	-Trust	8929	0.00	8929	0.00
	Total	1065864835	100.00	1065864835	100.00

The Reduction of Capital (Securities Premium Account) involves write off of Deficit in the Statement of Profit & Loss Account by reducing the amount standing to the credit of the Securities Premium Account. Thus Reduction of Capital (Securities Premium Account) does not entail discharge of any consideration by the Company to its Shareholders. Accordingly, the Shareholding Pattern of the Company post reduction of Capital (Securities Premium Account) remains unchanged.

There may be a subsequent increase in the Share Capital on account of conversion of partly paid up Shares to fully paid up shares upon receipt of valid call money and allotment of shares under Employees Stock Option Scheme, 2007 of the Company.

In the post reduction of capital (Securities Premium Account), the figures for all categories like Mutual Funds, Bodies Corporate, etc. have been taken at Pre reduction of Capital (Securities Premium Account) levels as the shares are constantly traded and it is not possible to make an assessment on the position post reduction of capital (Securities Premium Account) with respect to these categories of Shareholders.

All documents referred to in the Notice and Explanatory Statement are open for inspection on all working days (Monday to Friday) between 2:00 P.M. to 4:00 P.M. up to Monday, the 19th day of September, 2016 (i.e. last date for receiving Postal Ballot Forms by Scrutinizer)

Your board of directors recommend passing of resolution set out in Item No. 1 as Special Resolution.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the resolution(s).

ITEM NO. 2:

The Registered Office of the Company is presently situated in Delhi at 'Essel House, B-10, Lawrence Road Industrial Area, Delhi – 110 035'. It is proposed to shift the Registered Office of the Company to State of Maharashtra, Mumbai for ease of administration and cost effectiveness. This will bring in management ease and would in no way be detrimental to the interest of any member of the public, employees and associates of the Company in any manner.

Hence, it is proposed to shift the Registered Office of the Company from 'Essel House, B-10, Lawrence Road Industrial Area, Delhi – 110 035' to '18th Floor, A Wing, Marathon Futurex, N M Joshi Marg, Lower Parel, Mumbai – 400 013' in the State of Maharashtra, Mumbai

The Board, at meeting held on August 12, 2016 approved the shifting of Registered Office to the State of Maharashtra, Mumbai

Pursuant to the provisions of Section 12, 13 and 110 of the Companies Act, 2013 and the Rules thereunder, shifting of Registered Office of the Company from one State to another and consequent alteration to the Memorandum of Association of the Company requires approval of the Members by way of Special Resolution, which would be subject to the approval of the Regional Director or Central Government. Further, pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, the Special Resolution of shifting of Registered Office of a listed Company from one state to another is required to be passed by way of Postal Ballot.

Subsequent to your approval, requisite application will be made to the concerned statutory authorities including *inter-alia* Regional Director / Central Government / Ministry of Corporate Affairs. After obtaining the permission / approval of change of Registered Office from concerned authority (ies), the Registered Office of the Company shall be shifted to '18th Floor, A Wing, Marathon Futurex, N M Joshi Marg, Lower Parel, Mumbai – 400 013, Maharashtra'

All documents referred to in the Notice and Explanatory Statement are open for inspection. The copy of the Memorandum of Association and Articles of Association of the Company as on data along with the proposed amendments and the list of creditors will be open for inspection at the present Registered Office of the Company on all working days (Monday to Friday) between 2:00 P.M. to 4:00 P.M. up to Monday, the 19th day of September, 2016 (i.e. the last date for receiving Postal Ballot forms by Scrutinizer).

Your board of directors recommend passing of resolution set out in Item No. 2 as Special Resolution.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested,

By Order of the Board
For **DISH TV INDIA LIMITED**

Sd/-

RANJIT SINGH

Company Secretary
Membership No. A15442

Place: Noida

Date: August 12, 2016

Encl:- 1. Postal Ballot Form
2. Self-Addressed Postage Pre-Paid Envelope



Complaints Report

Details of complaints, if any received from June 13, 2016 to July 3, 2016 for the proposed Reduction of Capital of Dish TV India Limited

Part A

Sr. No.	Particulars	Number
1.	Number of complaints received directly	NIL
2.	Number of complaints forwarded by Stock Exchange	NIL
3.	Total Number of complaints/comments received (1+2)	NIL
4.	Number of complaints resolved	NIL
5.	Number of complaints pending	NIL

Part B

Sr. No.	Name of complainant	Date of complaint	Status (Resolved/Pending)
1.	NA	NA	NA

For Dish TV India Limited

Ranjit Singh
Company Secretary

Membership No: A15442



Dish TV India Limited.

FC-19, Film City, Sector-16A, Noida-201301, UP. Tel: 0120-2467005/2467000, Fax: 0120-4357078

Customer Care: 1-860-180-3474, Email: investor@dishtv.in & CIN: L51909DL1988PLC101836

Regd Office: Essel House, B-10, Lawrence Road, Industrial Area, Delhi-110035

www.dishtv.in

Ref: NSE/LIST/80137

July 14, 2016

The Company Secretary
 Dish TV India Limited
 Film City - 19,
 Sector 16A,
 Noida - 201301

Kind Attn.: Mr. Ranjit Singh

Dear Sir,

Sub: Observation letter for draft Scheme of Capital Reduction of Dish TV India Limited

This has reference to draft Scheme of Capital Reduction of Dish TV India Limited submitted to NSE vide your letter dated June 8, 2016.

Based on our letter reference no Ref: NSE/LIST/76424 submitted to SEBI and pursuant to SEBI Circular No. CIR/CFD/CMD/16/2015 dated November 30, 2015, SEBI has vide letter dated July 14, 2016, has commented, on the draft Scheme of Capital Reduction, that *"The company shall duly comply with various provisions of the Circular"*.

We hereby convey our 'No-objection' with limited reference to those matters having a bearing on listing/ delisting/ continuous listing requirements within the provisions of the Listing Agreement, so as to enable the Companies to file the Scheme with Hon'ble High Court.

However, the Exchange reserves its rights to raise objections at any stage if the information submitted to the Exchange is found to be incomplete/ incorrect/ misleading/ false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, Listing Agreement, Guidelines / Regulations issued by statutory authorities.

The validity of this "Observation Letter" shall be six months from July 14, 2016, within which the Scheme shall be submitted to the Hon'ble High Court. Further pursuant to the above cited SEBI circulars upon sanction of the Scheme by the Hon'ble High Court, you shall submit to NSE the following:

- a. Copy of Scheme as approved by the High Court;
- b. Result of voting by shareholders for approving the Scheme;
- c. Statement explaining changes, if any, and reasons for such changes carried out in the Approved Scheme vis-à-vis the Draft Scheme.
- d. Status of compliance with the Observation Letter/s of the stock exchanges

I.



- e. The application seeking exemption from Rule 19(2)(b) of SCRR, 1957, wherever applicable; and
- f. Complaints Report as per Annexure III of SEBI Circular No. CIR/CFD/CMD/16/2015 dated November 30, 2015.

Yours faithfully,
For National Stock Exchange of India Limited

Divya Poojari
Manager

P.S. Checklist for all the Further Issues is available on website of the exchange at the following URL
http://www.nseindia.com/corporates/content/further_issues.htm

This Document is Digitally Signed

DCS/AMAL/AC/24(f)/458/16-17
July 15, 2016

The Company Secretary
DISH TV INDIA LTD
Essel House, B-10, Lawrence Road,
Industrial Area, New Delhi, Delhi, 110035.



Sir/Madam,

Sub: Observation letter regarding the Draft Scheme of Arrangement involving Reduction of Capital of Dish TV India Limited.

We are in receipt of Draft Scheme of Arrangement involving Reduction of Capital of Dish TV India Limited, as required under SEBI Circular No. CIR/CFD/CMD/16/2015 dated November 30, 2015; SEBI vide its letter dated July 14, 2016 has inter alia given the following comment(s) on the draft scheme of arrangement:

- "Company shall duly comply with various provisions of the Circulars."

Accordingly, based on aforesaid comment offered by SEBI, the company is hereby advised:

- To duly comply with various provisions of the circulars.

In light of the above, we hereby advise that we have no adverse observations with limited reference to those matters having a bearing on listing/de-listing/continuous listing requirements within the provisions of Listing Agreement, so as to enable the company to file the scheme with Hon'ble High Court.

Further, pursuant to the above SEBI circulars, upon sanction of the Scheme by the Hon'ble High Court, the listed company shall submit to the stock exchange the following:

- a. Copy of the High Court approved Scheme;
- b. Result of voting by shareholders for approving the Scheme;
- c. Statement explaining changes, if any, and reasons for such changes carried out in the Approved Scheme vis-à-vis the Draft Scheme;
- d. Copy of the observation letter issued by all the Stock Exchanges where Company is listed.
- e. Status of compliance with the Observation Letter/s of the stock exchanges;
- f. The application seeking exemption from Rule 19(2)(b) of SCRR, 1957, wherever applicable; and
- g. Complaints Report as per Annexure II of this Circular.
- h. Any other document/disclosure as informed by the Exchange.

The Exchange reserves its right to withdraw its 'No adverse observation' at any stage if the information submitted to the Exchange is found to be incomplete / incorrect / misleading / false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, Listing Agreement, Guidelines/Regulations issued by statutory authorities.

Please note that the aforesaid observations does not preclude the Company from complying with any other requirements.

Yours faithfully,

A handwritten signature in blue ink that reads 'Nitin Pujari'.

Nitin Pujari
Manager



BSE Limited (Formerly Bombay Stock Exchange Ltd.)
Registered Office : Floor 25, P J Towers, Dalal Street, Mumbai 400 001, India
T : +91 22 2272 1234/55 E: corp.com@mseindia.com www.bseindia.com
Corporate Identity Number : U67120MH2005PL1015199



STRICTLY PRIVATE & CONFIDENTIAL

May 23,2016

To,

The Board of Directors
 Dish TV India Limited
 Essel House, B-10,
 Lawrence Road Industrial Area ,
 Delhi -110035

Sub: Fairness Opinion on the proposal of Adjustment of Securities Premium Reserves against the accumulated losses of Dish TV India Limited (DISH TV / Company)

Dear Sir(s),

We refer to our engagement letter dated May 23, 2016 wherein the Company has appointed us viz. Dalmia Securities Private Limited (DSPL) as the Merchant Banker and requested us to arrive at an opinion in respect of the proposal of the Company to adjust the Securities Premium Reserves against the accumulated losses as per Sections 78, 100 to 104 of the Companies Act, 1956, read with Section 52 of the Companies Act, 2013.

1. BACKGROUND, SCOPE AND PURPOSE OF THIS REPORT

1.1 Dish TV is a public limited listed company incorporated under the provisions of the Companies Act, 1956 on having its registered office at Essel House B-10 Lawrence Road Industrial Area, Delhi 110035. Dish TV is *inter alia* engaged in the business of providing Direct-to-Home ("DTH") service, pursuant to a DTH license issued by the Ministry of



Regd. Office : Ideal Plaza, Suite S-401, 4th Floor, 11/1, Sarat Bose Road, Kolkata - 700020, P 91-33-22806544, 91-33-66120500 F 91-33-22806643
 Corporate Office : Mumbai Office : 17, Khetan Bhavan, 2nd Floor, 198, J. Tata Road, Mumbai 400 020 Ph:91-22-30272810

SEBI Regn Nos. NSE INB230645339 F&O INF230645339 Code 06453 BSE INBO 10684638 F&O INFO10684638 Code 530

NSDL IN300222 CDSL I4500 BARN 0284

CIN : U67120WB1993PTC060525
 www.dalmiasec.com



Information & Broadcasting, Government of India (MIB). The Equity Shares of DISH TV are listed on the BSE Limited and National Stock Exchange of India Limited.

- 1.2 The paid up capital of DISH TV is Rs. 1065,851,431.75 as on March 31, 2016 (comprises of 1065,830,337 equity shares of Rs. 1 each fully paid up, 15,383 equity shares of Rs. 1 each paid up Rs. 0.75 and 19,115 equity shares of Re. 1 each paid up Rs. 0.50) The share holding pattern as at March 31,2016 was as under:

Category	% of total shares
Promoters	64.44
Public	35.56
Total	100

- 1.3 The Company had securities premium reserves of Rs. 1543.40 crores and has an accumulated loss of more than Rs. 1543.40 crs.as at March 31, 2016.

2. SCOPE OF ENGAGEMENT

- 2.1 DISH TV has appointed us, to give a fairness opinion on the valuation in terms of Clause 24(h) of the erstwhile Listing Agreement and under Regulation 37 of SEBI(LODR) Regulations, 2015 on the valuation report issued by the Chartered Accountants in connection with the proposed adjustment of Securities Premium Reserves by DISH TV, in terms of SEBI Circular CIR/CFD/DIL/5/2013 dated February 4, 2013. CIR/CFD/DIL/8/2013 dated 21 May 2013 and SEBI circular CIR/CFD/CMD/16/2015 dated November 30,2015.

3. SOURCES OF INFORMATION

- 3.1 For the purpose of this exercise, we have relied upon the following documents:
- Financial statements of DISH TV ;
 - Copy of Memorandum and Article of Association of DISH TV;
 - Report of the Statutory Auditors to the Company, dated May 23,2016 and
 - Other relevant information



4. KEY FACTS OF THE PROPOSAL:

- 4.1 As at March 31,2016, the share capital of the Company is Rs.106.59 crore and securities premium reserves of Rs. 1543.40 crores.
- 4.2 The Board of Directors of the Company is proposing a proposal whereby, the entire balance of the Security premium Reserves would be adjusted against the accumulated losses.
- 4.3 The Company proposes to implement a Reduction of Capital under Section 78, 100 to 104 of the Companies Act, 1956 read with Section 52 of the Companies Act, 2013.
- 4.4 Thus, reduction of Securities Premium in the manner specified above would be deemed as reduction of share capital under the provisions of Section 52 of the Companies Act, 2013 (corresponding to Section 78 of the Companies Act, 1956) and such reduction is covered by provisions of Section 100 to 104 of the Companies Act, 1956. Accordingly, the present reduction of Securities Premium is being proposed under provisions of Section 52 of the Companies Act, 2013 (corresponding to Section 78 of the Companies Act, 1956) read with Sections 100 to 104 of the Companies Act, 1956
- 4.5 The adjustment / set-off of the Securities Premium Account would not have any impact on the shareholding pattern, and the capital structure of the Company. The reduction will be for the benefit of the Company and its shareholders, creditors and all concerned as a whole. The reduction does not involve any cash outflow and therefore, would not affect the ability or liquidity of the Company to meet its obligations/commitments in normal course of business.
- 4.6 The reduction does not involve either the diminution of any liability in respect of the unpaid share capital or payment to any shareholder of any paid-up capital and the order of the Court sanctioning the Scheme shall be deemed to be an order under Section 102 of the Companies Act, 1956 confirming the reduction.



Jemil
DALMIA SECURITIES PVT. LTD.
MUMBAI

5. EXCLUSIONS AND LIMITATIONS

Our report is subject to the scope limitations detailed hereinafter.

- 5.1 The report is to be read in totality, and not in parts, in conjunction with the relevant documents referred to therein.
- 5.2 In the course of the present exercise, we were provided with both written and verbal information, including financial data. Our report is based on the information furnished to us being complete and accurate in all material respects. We have relied upon the historical financials and the information and representations furnished to us without carrying out any audit or other tests to verify its accuracy with limited independent appraisal. Also, we have been given to understand by the managements of the Company that they have not omitted any relevant and material factors. Accordingly, we do not express any opinion or offer any form of assurance regarding its accuracy and completeness. We assume no responsibility whatsoever for any errors in the above information furnished by the Company and their impact on the present exercise.
- 5.3 Our work does not constitute an audit, due diligence or verification of historical financials or including the working results of the Company or the business referred to in this report. Accordingly, we are unable to and do not express an opinion on the fairness or accuracy of any financial information referred to in this report.
- 5.4 We express no opinion whatsoever and make no recommendation at all to the Company's underlying decision to effect the proposed Scheme or as to how the holders of equity shares should vote at their respective meetings held in connection with the proposal.
- 5.5 We do not express and should not be deemed to have expressed any views on any other term of the proposed Scheme. We also express no opinion and accordingly accept no responsibility or as to the prices at which the equity shares of DISH TV will trade following the announcement of the proposal or as to the financial performance of DISH TV following the consummation of the proposal.



- 5.6 Our opinion is not, nor should it be construed as our opining or certifying the compliance of the proposed transfer with the provisions of any law including companies, taxation and capital market related laws or as regards any legal implications or issues arising thereon.
- 5.7 No investigation of the Company's claim to the title of assets or property owned by the Company has been made for the purpose of this fairness opinion. With regard to the Company's claim we have relied solely on representation, whether verbal or otherwise made, by the management to us for purpose of this report.
- 5.8 Our analysis and results are also specific to the date of this report. An exercise of this nature involves consideration of various factors. This report is issued on the understanding that the Company has drawn our attention to all the matters, which they are aware of concerning the financial position of the Company, its business and any other matter, which may have an impact on our opinion for the proposal. We have no responsibility to update this report for events and circumstances occurring after the date of this report.
- 5.9 This report has been issued for the sole purpose to facilitate the Company to comply with clause 24(h) of the erstwhile Listing Agreement and Regulation 37 of the SEBI (LODR) Regulations 2015 and relevant SEBI circulars.

6. Valuation Report

On the basis of our verification of the proposed reduction of capital, we certify that the condition of obtaining a valuation report mentioned in paragraph I.A.4 of circular No. SEBI Circular No. CIR/CFD/DIL/16/2015 dated 30 November, 2015 is not applicable as the same is being undertaken for setting off the accumulated losses by reducing the amount standing to the credit of the Securities Premium Account and as such there would be no share swap arrangement or issuance of shares. Consequently, there would be no change in the share holding pattern of the Company pursuant to proposed reduction of capital.



7. OPINION & CONCLUSION

Subject to the caveats as detailed hereinbefore, we as a Merchant Banker hereby certify that we have reviewed the proposal for adjustment of Securities Premium Reserves against the accumulated losses of Dish TV India Limited and observed the same to be fair and reasonable from a financial and commercial point to the holders of Equity Shares of Dish TV India Limited.

Thanking you,

Yours faithfully,

For _____

Authorised Signatory

Place: MUMBAI. (JEYAKUMAR.S)



DISH TV INDIA LIMITED



Registered Office: Essel House, B-10, Lawrence Road Industrial Area, Delhi – 110 035

Corporate Office: FC-19, Sector 16A, Noida – 201 301 (U.P), Tel: 0120- 2467005/2467000, Fax: 0120-4357078

CIN: L51909DL1988PLC101836, E-Mail: investor@dishtv.in, Website: www.dishtv.in

S. No

POSTAL BALLOT FORM

1.	Name(s) of Shareholder(s) (including joint holders, if any)	
2.	Registered address of the Sole/First named Shareholder	
3.	Registered Folio No./ *DP ID & Client ID (*Applicable to investors holding shares in dematerialized form)	
4.	Number of shares held	

I / We hereby exercise my / our vote in respect of the Special Resolutions to be passed through Postal Ballot / E-Voting for the business stated in the Postal Ballot Notice of the Company dated August 12, 2016 by sending my / our assent or dissent to the said Resolution by placing a tick mark (v) in the appropriate box below:

Resolution Description	No. of Shares for which votes cast	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
Special Resolution for Reduction of Capital (Securities Premium Account)			
Special Resolution for Shifting of Registered Office of the Company from the National Capital Territory of Delhi to the State of Maharashtra, Mumbai			

Place:

Date:

(Signature of the Shareholder or Authorised Signatory)

NOTES:

- ❖ Kindly read the instructions printed overleaf carefully before exercising your vote.
- ❖ If the voting rights are exercised electronically, there is no need to use this form.
- ❖ Last date for receipt of Postal Ballot Form by Scrutinizer is on or before 6:30 P.M. on September 19, 2016. Please note that any Postal Ballot Form(s) received after the said date & time will be strictly treated as if reply from the Member has not been received.

ELECTRONIC VOTING PARTICULARS

The E-Voting facility is available at the link <https://www.evoting.nsdl.com/>

The electronic voting particulars are set out as below:

EVEN (ELECTRONIC VOTING EVENT NO.)	USER ID	PASSWORD
104634		

INSTANCES IN WHICH THE POSTAL BALLOT FORM SHALL BE TREATED AS INVALID OR REJECTED

- (a) A form other than one issued by the company has been used;
- (b) It has not been signed by or on behalf of the Member;
- (c) Signature on the Postal Ballot Form doesn't match the specimen signatures with the Company / Depository;
- (d) It is not possible to determine without any doubt the assent or dissent of the Member;
- (e) Neither assent nor dissent is mentioned;
- (f) Any competent authority has given directions in writing to the company to freeze the Voting Rights of the Member;
- (g) The envelope containing the Postal Ballot Form is received after the last date prescribed;
- (h) The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
- (i) It is received from a Member who is in arrears of payment of calls;
- (j) It is defaced or mutilated in such a way that its identity as a genuine form cannot be established;
- (k) Member has made any amendment to the Resolution or imposed any condition while exercising his vote.

INSTRUCTIONS FOR POSTAL BALLOT

- ✓ Pursuant to provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, Assent or Dissent of the Members in respect of the Special Resolution contained in the Postal Ballot Notice dated August 12, 2016 is being sought through Postal Ballot Process.
- ✓ Any Member desiring to exercise his/her vote by Physical Postal Ballot, may send duly completed Postal Ballot Form in the enclosed self-addressed postage pre-paid Business Reply Envelope. The envelope bears the name of Mr. Jayant Gupta, Practicing Company Secretary, appointed as the 'Scrutinizer' for the Postal Ballot Process by the Board of Directors of the Company and the address of the Corporate Office of the Company.
- ✓ **The Voting period will commence on and from August 21, 2016 at 9:00 A.M and end on September 19, 2016 at 6:30 P.M.** The envelopes containing Postal Ballot Form should reach the Scrutinizer not later than **6:30 P.M. on September 19, 2016**. Postage on the Business Reply Envelope will be borne by the Company. However, envelopes containing Postal Ballot, if sent by Courier or by Registered Post or Speed Post, at the expense of the Member will also be accepted. Postal Ballot Form(s) may also be deposited personally at the Corporate Office of the Company.
- ✓ Consent must be accorded by placing a tick mark (v) in the column 'I / we assent to the resolution' or dissent must be accorded by placing a tick mark (v) in the column 'I / we dissent to the resolution'. Postal ballot form bearing (v) mark in both the column will render the form invalid. Voting in the Postal Ballot cannot be exercised by a Proxy.
- ✓ The Postal Ballot form should be completed and signed by the Shareholder(s). In case of joint holding, the Postal Ballot Form should be completed and signed (as per the specimen signature registered with the Company / Depository) by the first named Member and in the absence of such Member, by the next named joint-holder. A Member may sign the Postal Ballot Form through an attorney, in such case certified true copy of the Power of Attorney should be attached to the Postal Ballot Form. There will be only one Postal Ballot Form for every folio irrespective of the number of joint Member(s).
- ✓ In case of shares held by Companies, Trusts, Societies etc., the duly completed Postal Ballot Form, signed by the Authorised Signatory, should also be accompanied by a certified true copy of the Board Resolution/Authority together with the specimen signature(s) of the duly Authorised Signatory(ies). In case of electronic voting, documents such as the certified true copy of Board Resolution / Power of Attorney, along with attested specimen signatures, should be E-mailed to the Scrutinizer at pcs.jga@gmail.com and to the Company at investor@dishtv.in with a copy marked to evoting@nsdl.co.in
- ✓ A Member neither needs to use all his/her votes nor needs to cast all his/her votes in the same way.
- ✓ An incomplete, unsigned, incorrectly completed, incorrectly ticked, defaced, torn, mutilated, over-written, wrongly signed Postal Ballot Forms will be rejected. The Scrutinizer's decision on the validity of Postal Ballot Form will be final.
- ✓ The signature of the Member on this Postal Ballot Form should be as per the specimen signature furnished by Depositories or registered with the Company, in respect of shares held in Dematerialised form or in physical form, respectively.
- ✓ Voting rights shall be reckoned on the paid up value of shares registered in the name of the Member as on the cut-off date viz Friday, the 12th day of August, 2016.
- ✓ A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly completed duplicate Postal Ballot Form should reach the Scrutinizer not later than the date and time specified above.
- ✓ No Member is entitled to vote on Postal Ballot unless all calls or other sums presently payable by him in respect of shares have been paid.
- ✓ Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self addressed postage prepaid envelope as all Postal Ballot(s) will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
- ✓ Members are requested to fill Postal Ballot Form in indelible ink & avoid filling it by using erasable writing medium(s) like pencil.
- ✓ The resolutions, if assented by requisite majority, shall be considered as passed on Monday, the 19th day of September, 2016 (i.e. last date specified by the Company for receipt of duly completed Postal Ballot form or E-Voting).
- ✓ The result of the Postal Ballot will be declared / announced on Thursday, the 22nd day of September, 2016 at 5:00 P.M. at the Registered Office of the Company. The results along with the Scrutinizer's Report shall be placed on the website of the Company viz. www.dishtv.in and on the notice board of the Company at its Registered Office and Corporate Office after the declaration of result. The results shall also be communicated to the Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited and also displayed on website of NSDL viz. www.nsdl.co.in. The result of the Postal Ballot shall also be communicated through Newspaper Advertisement.
- ✓ In case of any query & grievances in relation to the Resolutions proposed to be passed may be addressed to Mr. Ranjit Singh, Company Secretary, Dish TV India Limited, FC - 19, Sector-16A, Noida – 201 301, U.P. or email to investor@dishtv.in
- ✓ **E-VOTING: In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and provisions of Section 108 of the Companies Act, 2013 read with the Rules made thereto, the Company is pleased to provide E-Voting facility (through E-Voting Platform of National Securities Depository Limited), as an alternate which would enable the Member to cast votes electronically, instead of sending Physical Postal Ballot Form. Please note that E-Voting is optional. In case a Member has voted through E-Voting facility, he does not need to send the physical Postal Ballot Form. In case Member(s) cast their vote via both modes i.e. Physical Ballot as well as E-Voting, then voting done through E-Voting shall prevail and Physical Voting of that Member shall be treated as invalid. Members are requested to refer to the Postal Ballot Notice and Notes thereto, for detailed instructions with respect to E-Voting.**