December 1, 2018

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

Sub: Declaration of Result of Postal Ballot

Dear Sirs,

This is in continuation and reference to our earlier intimation(s) dated October 25, 2018, October 31, 2018 and November 01, 2018 with regard to Postal Ballot of Dish TV India Limited.

Pursuant to the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') including Regulation 44(3), and basis the report of the scrutinizer (Mr. Jayant Gupta, Practising Company Secretary), dated **December 1, 2018**, we would like to inform you that the Members of the Company have accorded their approval with requisite majority through Postal Ballot Mechanism (including e-voting) for the Special Resolution(s) mentioned below. The said Special resolutions have deemed to be passed on **November 30, 2018,** in terms of applicable provisions. The said Postal Ballot was conducted in accordance with Section 110 of the Companies Act, 2013 read with Rules made thereunder and other applicable provisions of the Companies Act, 2013 and Listing Regulations.

Resolution No.	Resolution Description
1	Special Resolution for extension of benefits of Dish TV India limited 'Employees Stock Option Scheme 2018' ("ESOP 2018") – for employees of the Subsidiary Company(ies) of the Company, as per postal Ballot Notice of the Company dated October 25, 2018 read with Explanatory statement thereto.
2	Special Resolution for extension of benefits of Dish TV India limited 'Employees Stock Option Scheme 2018' ("ESOP 2018") – for employees of any future holding Company of the Company, as per postal Ballot Notice of the Company dated October 25, 2018 read with Explanatory statement thereto.

In terms of Section 110 of the Companies Act, 2013 read with rules made thereunder, Members consent was sought for the Special resolution(s) enumerated in the Postal Ballot Notice dated October 25, 2018. The Postal Ballot Notice along with Explanatory Statement under Section 102 of the Companies Act, 2013 read with rules made thereunder along with the Postal Ballot Forms and self-addressed pre-paid Business Reply Envelope was dispatched / sent through e-mail, to the Members of the Company whose names(s) appeared in the Register of Members / Record of Depositories on Friday, the 26th day of October 2018, the cut-off date fixed for the said purpose.

DISH TV INDIA LIMITED

In addition to the option for Physical Voting, the Company had offered E-Voting facility (on NSDL platform) as an alternative for its Members which enabled them to cast votes electronically, instead of voting through the Physical Postal Ballot form. The Physical Postal Ballot Voting and E-Voting commenced from Thursday, the 1st **day of November, 2018** at 9:00 A.M. (IST) and ended on Friday, the **30th day of November, 2018** at 5:00 P.M. (IST).

Further, based on the Report of the scrutinizer, the Company has today i.e **December 01, 2018**, declared that the special resolution(s), as mentioned above, has been approved with requisite majority and shall be deemed to have been passed on **November 30, 2018**, in terms of Secretarial Standards issued by the Institute of Company Secretaries of India and other applicable provisions, if any.

Brief Details of Postal Ballot Form sent and Postal Ballot Forms received / e-voted

1	Total number of Postal Ballot Forms issued and dispatched (Both Physical & Electronic)	154,391
2	Number of Physical Postal Ballot Forms received Less : Found invalid Net Valid Physical Postal Ballot Forms	15 0 15
3	Number of Voters/ Folios voted Electronically	473
4	Total Folios / Voters	488

Result of the Voting conducted through Postal Ballot Mechanism on the Special Resolution(s) mentioned above, under Section 110 of the Companies Act, 2013 read with Rules made thereunder and Listing Regulations, is as follows:

POSTAL BALLOT VOTING RESULT SUMMARY

RESOLUTION NO. 1:

PARTICULARS	Physical Votes	E-Votes	Aggregate Votes	% of Votes received
Assents for the Resolution	383179	1439905902	1440289081	99.9092%
Dissents to the Resolution	0	1309641	1309641	0.0908%
Total Valid Postal ballots/ Votes	383179	1441215543	1441598722	100.0000%
RESULT- APPROVED				

RESOLUTION NO. 2:

PARTICULARS	Physical Votes	E-Votes	Aggregate Votes	% of Votes received
Assents for the Resolution	383179	1440926868	1441310047	99.9799%
Dissents to the Resolution	0	289396	289396	0.0201%
Total Valid Postal ballots/ Votes	383179	1441216264	1441599443	100.0000%
RESULT- APPROVED				

DISH TV INDIA LIMITED

Pursuant to Listing Regulations, please find enclosed herewith a Copy of the Scrutinizer's Report dated December 01, 2018 submitted by the Scrutinizer viz Mr. Jayant Gupta, Practicing Company Secretary along with the details of the Voting Result issued by Link Intime India Pvt. Ltd., the Company's Registrar and Share Transfer Agent in terms of Regulation 44(3) of Listing Regulations. The result is also being placed on the Company's website viz. www.dishd2h.com along with copy of Scrutinizer Report.

We request you to kindly take the above intimation on record.

Thanking You,

For **Dish TV India Ltd.**

DISH TV INDIA LIMITED

Ranjit Singh
Company Secretary
Membership No. - A15442

Encl:

(1) Scrutinizer Report dated December 01, 2018
(2) Voting Result in terms of Regulation 44(3)

JAYANT GUPTA & ASSOCIATES
COMPANY SECRETARIES

SCRUTINIZER'S REPORT

December 1, 2018

The Chairman & Managing Director
Dish TV India Limited
(CIN: L51909MH1988PLC287553)
18th Floor, A Wing, Marathon Futurex,
N M Joshi Marg, Lower Parel,
Mumbai - 400013

Subject: Report on result of passing Shareholders' Resolution by Postal Ballot in terms of Section 110 of the Companies Act, 2013 read with rules made thereunder

Dear Sir,

This is with reference to my appointment as a Scrutinizer by the Board of Directors of 'Dish TV India Limited' (hereinafter referred to as 'the Company') on October 25, 2018, in terms of Section 110 of the Companies Act, 2013 read with rules made thereunder for the purpose of conducting the Postal Ballot and ascertaining the results of voting on the Resolution (both physical and electronic) to be passed by means of Postal Ballot Mechanism.

My responsibility as the Scrutinizer for overseeing and reporting on the voting process is restricted to verifying and submitting my report on the votes cast 'in favor' or 'against' the resolution based on the Postal Ballot Forms submitted by the Shareholders of the Company and on the report generated from the system provided by National Securities Depository Limited ('NSDL'), the authorised service provider of electronic voting facility to the said shareholders of the Company.

The Company had sought the approval of its Members through the Postal Ballot Mechanism for the following Special Resolutions through its Postal Ballot Notice dated October 25, 2018:

JAYANT GUPTA & ASSOCIATES Company Secretaries GHAZIABAD

FA - 156, Lajpat Nagar, Sahibabad, Ghaziabad, Uttar Pradesh - 201005
Phones: 0120-4553626, 9899754475 Email: pcs.jga@gmail.com

RESOLUTION NO. 1 (SPECIAL RESOLUTION):

Extension of benefits of Dish TV India limited 'Employees Stock Option Scheme 2018' ("ESOP 2018") – for employees of the Subsidiary Company(ies) of the Company, as per postal Ballot Notice of the Company dated October 25, 2018 read with Explanatory statement thereto.

RESOLUTION NO. 2 (SPECIAL RESOLUTION):

Extension of benefits of Dish TV India limited 'Employees Stock Option Scheme 2018' ("ESOP 2018") – for employees of any future holding Company of the Company, as per postal Ballot Notice of the Company dated October 25, 2018 read with Explanatory statement thereto.

The information, in respect of the details of the Members of the Company eligible for voting under the Postal Ballot Process and their voting rights were furnished to me by the Company and the Registrar and Transfer Agent of the Company *viz*. Link Intime India Private Limited.

The Company also furnished all other relevant and required details in respect of the Postal Ballot Mechanism through which the approval of the Members of the Company for the abovementioned resolution was sought.

Further, as per the Report generated from the E-Voting platform of National Securities Depository Limited ('NSDL'), and upon scrutiny of physical Postal Ballot Forms received from Members of the Company, I hereby submit my report as under:

1. The Company on **October 31, 2018** completed the dispatch of Postal Ballot Notices (both physically and electronically) along with Explanatory Statement under Section 102 of the Companies Act, 2013 read with rules made thereunder along with the Postal Ballot Forms to the Members of the Company whose names(s) appeared in the Register of Members / Record of Depositories as on the **October 26, 2018**, i.e. the cut-off date fixed for the said purpose. The Company also dispatched self-addressed pre-paid Business Reply Envelope to the members whose E-mail ID was not available in the Register of Members / Record of Depositories (as on **October 26, 2018)** and all other members who has requested for physical copy of the same.

2. In addition to the option of Physical Voting, the Company had offered E-Voting facility (on NSDL platform) as an alternative for its Members which enabled them to cast votes electronically, instead of voting through the Physical Postal Ballot form. E-Voting was optional and Members had to logon to the NSDL E-voting platform *viz.* https://www.evoting.nsdl.com and cast their vote electronically. The Company informed its Members that each Member had to opt for only one mode for voting *i.e.* either by

Physical Ballot or by E-Voting. In case Member(s) casted their vote *via* both modes *i.e.* Physical Ballot as well as E-Voting, then voting done through E-voting would be treated as prevailing and the Physical Voting as invalid. There were no cases of members who voted both physically and electronically or for both 'for' and 'against' the resolution.

3. The Postal Ballot Voting and E-Voting commenced on Thursday, **November 01, 2018** at 9:00 A.M. (IST) and ended on Friday, **November 30, 2018** at 5:00 P.M. (IST).

4. The Members were required to complete the Postal Ballot Form and the Physical Postal Ballot forms were to be sent to the Scrutinizer at the Corporate Office of the Company at FC-19, Sector 16A, Noida- 201301, U.P., on or before 5:00 P.M. (IST) on November 30, 2018. The Members desirous to vote at the aforementioned resolution electronically, were required to cast their votes on the NSDL Platform on or before 5:00 P.M. (IST) on November 30, 2018.

5. Particulars of all the Postal Ballot Forms (physical and electronic) received from the Members of the Company have been entered in a Register separately maintained for the purpose.

6. The report on the E- Voting carried out by the Members was downloaded by me from the NSDL website on November 30, 2018 through my unique Scrutinizer's login, built in the NSDL platform for scrutiny of votes casted electronically in the presence of two independent witnesses not in the employment of the Company.

7. The sealed physical Postal Ballot Forms received by me were kept under my safe custody before commencing scrutiny of such postal ballot forms. These were opened and scrutinized by me.

8. All postal ballot forms (both for e-voting and physical voting) received on or before 5:00 P.M. (IST) on November 30, 2018 *viz.* the last date and time fixed by the Company for receipt of the Postal Ballot Forms, were considered for scrutiny and any Postal Ballot Form(s) received thereafter have not been taken into account.

9. Postal Ballot Forms with the defects as mentioned in the instructions of the Postal Ballot Form were treated as invalid and were not considered.

10. The number of votes stated in the following table also represents the paid up share capital against these votes, as the share capital of the Company is divided into Equity shares of Re. 1/- each fully paid up. Shareholders of partly paid shares were not eligible to participate in the Postal Ballot Mechanism, on account of un-paid calls and were only eligible to receive copy of the notice for information purpose.

JAYANT GUPTA & ASSOCIATES Company Secretaries GHAZIABAD

Relevant dates under the Postal Ballot Mechanism were as under-

1.	The date of determination of entitlement to receive Postal Ballot Forms ('Cut-Off Date')	October 26, 2018
2.	Date of completion of dispatch of Postal Ballot Notice (Physical and Electronic) and other enclosures together with Postal Ballot Form(s) and Business Reply Envelope.	October 31, 2018
3.	Date of Public Announcement with respect to completion of dispatch of Postal Ballot Forms in two newspapers: • Business Standard - English daily (Nation-wide Circulation) • Navshakti - Marathi daily (Mumbai Edition)	 November 01, 2018 November 01, 2018
4.	Date and time by which Postal Ballot Forms were to be received from members	November 30, 2018 Upto 5:00 P.M. (IST)

I report that I visited the Corporate office of the Company located at FC - 19, Sector 16 A, Film City, Noida, Uttar Pradesh -201 301 from time to time and obtained the custody of the sealed /envelopes containing Postal Ballot Forms.

The total number of sealed envelopes received on or before 5:00 P.M. (IST) on November 30, 2018 were 15 (nos.) containing 15 Postal Ballot Forms. I did not find any defaced or mutilated Postal Ballot Form.

Further, undelivered sealed envelopes containing Postal Ballot Forms along with Postal Ballot notices and Business Reply Envelopes, received by the Company, were not opened and were separately kept in the safe custody of the Company Secretary of the Company.

A brief summary of the scrutiny process is as under:

1	Total number of Postal Ballot Forms issued and dispatched (Both Physical & Electronic)	154,391
2	Number of Physical Postal Ballot Forms received Less : Found invalid Net Valid Physical Postal Ballot Forms	15 0 15
3	Number of Voters/ Folios voted Electronically	473
4	Total Folios / Voters	488

JAYANT GUPTA & ASSOCIATES Company Secretaries GHAZIABAD

The Particulars of voting on each of the resolutions is as follows:

RESOLUTION NO. 1:

Particulars	Physical Votes	E-Votes	Aggregate Votes	% of Votes received
Assents for the Resolution	383179	1439905902	1440289081	99.9092%
Dissents to the Resolution	0	1309641	1309641	0.0908%
Total Valid Postal ballots/ Votes	383179	1441215543	1441598722	100.0000%

RESOLUTION NO. 2:

Particulars	Physical Votes	E-Votes	Aggregate Votes	% of Votes received
Assents for the Resolution	383179	1440926868	1441310047	99.9799%
Dissents to the Resolution	0	289396	289396	0.0201%
Total Valid Postal ballots/ Votes	383179	1441216264	1441599443	100.0000%

JAYANT GUPTA & ASSOCIATES
Company Secretaries
GHAZIABAD

The Postal Ballot Forms and all other related records are kept in my custody and shall be handed over to Mr. Ranjit Singh, Company Secretary, who is authorized by the Board to supervise the Postal Ballot process.

Since the number(s) of vote(s) cast in favour of each of the special resolutions 1 to 2 are more than three times the number of votes cast against the resolution, I hereby report that all the above said special resolutions (S. No. 1 to 2) have been duly passed with requisite majority. You may accordingly declare the result of the voting by Postal Ballot.

Jayant Gupta & Associates
Company Secretaries

JAYANT GUPTA & ASSOCIATES
Company Secretaries
GHAZIABAD

(Jayant Gupta)
Scrutinizer
CP No.: 9738
Date: December 1, 2018

Mr. Rajeev K Dalmia
Chief Financial Officer
Dish TV India Limited

Dish TV India Limited

Resolution Required : (Special)	S. No. 1 - Special Resolution for extension of benefits of Dish TV India Limited 'Employees Stock Option Scheme 2018' ("ESOP 2018") – for employees of the Subsidiary Company(ies) 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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	1120012912	1120012912	100.0000	1120012912	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**1120012912**	**100.0000**	**1120012912**	**0**	**100.0000**	**0.0000**	**0**
Public Institutions	E-Voting	251457525	145133255	57.7168	143904192	1229063	99.1531	0.8469	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**145133255**	**57.7168**	**143904192**	**1229063**	**99.1531**	**0.8469**	**0**
Public Non Institutions	E-Voting	469783516	176069376	37.4788	175988798	80578	99.9542	0.0458	0
	Poll		383179	0.0816	383179	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**176452555**	**37.5604**	**176371977**	**80578**	**99.9543**	**0.0457**	**0**
Total		**1841253953**	**1441598722**	**78.2944**	**1440289081**	**1309641**	**99.9092**	**0.0908**	**0**

LINK INTIME INDIA PVT. LTD. MUMBAI

Dish TV India Limited

Resolution Required : (Special)	S. No. 2 - Special Resolution for extension of benefits of Dish TV India Limited 'Employees Stock Option Scheme 2018' ("ESOP 2018") – for employees of any future holding Company 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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	1120012912	1120012912	100.0000	1120012912	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**1120012912**	**100.0000**	**1120012912**	**0**	**100.0000**	**0.0000**	**0**
Public Institutions	E-Voting	251457525	145133255	57.7168	145130476	2779	99.9981	0.0019	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**145133255**	**57.7168**	**145130476**	**2779**	**99.9981**	**0.0019**	**0**
Public Non Institutions	E-Voting	469783516	176070097	37.4790	175783480	286617	99.8372	0.1628	0
	Poll		383179	0.0816	383179	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		**176453276**	**37.5606**	**176166659**	**286617**	**99.8376**	**0.1624**	**0**
Total		**1841253953**	**1441599443**	**78.2944**	**1441310047**	**289396**	**99.9799**	**0.0201**	**0**