December 29, 2022

National Stock Exchange of India Limited Exchange Plaza, Plot no. C/1, G Block, Bandra- Kurla Complex, Bandra (E), Mumbai - 400 051 **NSE Symbol: - DISHTV**	**BSE Limited** Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400 001 **BSE Scrip Code: - 532839**

Kind Attn. : Manager - Corporate Relationship Department

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

Proceedings of Adjourned 34th Annual General Meeting of the Company held today *viz*. December 29, 2022 & Voting Results thereof

Dear Sir,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **('Listing Regulations')**, we wish to inform you that the Adjourned 34th Annual General Meeting **('Adjourned AGM')** of the Company was held today *i.e.* Thursday, December 29, 2022 at 12:30 Hrs (IST) through Video Conferencing/ Other Audio Visual Means, in accordance with the Circular(s) issued by Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') in this regard. The business(es) mentioned in the Notice dated December 6, 2022 calling the Adjourned AGM were transacted at the Adjourned AGM.

In terms of applicable regulatory provisions, the Directors present at the Adjourned AGM, elected Dr. (Mrs.) Rashmi Aggarwal, Independent Director of the Company, as Chairperson for the Adjourned AGM. Requisite quorum being present, the meeting was called to order at 12:30 Hrs (IST).

In this regard, please find enclosed the following:

1. Summary of Adjourned AGM proceedings pursuant to Part A of Schedule III under Regulation 30 of the Listing Regulations as **Annexure 1;**
2. Voting results of the Adjourned AGM pursuant to Regulation 44 of the Listing Regulations as **Annexure 2**; and
3. Consolidated Report of the Scrutinizer dated December 29, 2022, on Remote E-voting and electronic voting at the Adjourned AGM 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,

Yours faithfully,
For Dish TV India Limited

DISH TV INDIA LIMITED

Ranjit Singh
Company Secretary & Compliance Officer
Membership No. A15442
Contact No.: +91-120-504 7000

Encl. as above

Annexure 1

SUMMARY OF PROCEEDINGS OF THE ADJOURNED 34th ANNUAL GENERAL MEETING OF THE COMPANY

The Adjourned 34th Annual General Meeting ("Adjourned AGM") of the Company was held today *i.e.* Thursday, the 29th day of December, 2022, through Video Conferencing / Other Audio Visual Means ('VC/OAVM') in accordance, with the applicable provisions of Companies Act, 2013 ('the Act') read with the Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), and also in terms of the Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, from time to time, in this regard.

Mr. Ranjit Singh, Company Secretary & Compliance Officer welcomed the Members and other attendees at the Adjourned AGM. Dr. (Mrs.) Rashmi Aggarwal, Mr. Shankar Aggarwal, Mr. Madan Mohanlal Verma and Mr. Gaurav Gupta, Directors of the Company, were present at the meeting. Mr. Anil Kumar Dua, Chief Executive Officer and Mr. Rajeev Kumar Dalmia, Chief Financial Officer of the Company were also present. The representatives of the Statutory Auditors, Cost Auditors, Internal Auditors and Secretarial Auditors were also present.

The Company Secretary informed the Members that the Company has taken all requisite steps to enable Members to participate through VC and vote at the Adjourned AGM.

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 Listing Regulations and Section 108 of the Act, 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 transacted at the Adjourned AGM, through the electronic voting platform of National Securities Depository Limited ('NSDL'). The Remote E-Voting commenced from December 25, 2022 at 9:00 A.M. (IST) and ended on December 28, 2022 at 5:00 P.M. (IST).

Members who had not cast their votes electronically and who were participating in the Adjourned AGM had the facility to cast their votes during the Adjourned AGM and 15 minutes after the Adjourned AGM through the e-voting system provided by NSDL. The Company Secretary informed the Members that the necessary documents referred to in the Notice of the Adjourned AGM were available for inspection electronically on the website of the Company and also through the link of NSDL.

The Company Secretary introduced the following Directors, Chief Executive Officer and Chief Financial Officer attending the Adjourned AGM of the Company.

Name	Designation
Mr. Shankar Aggarwal	Independent Director and Chairman of Audit Committee, Risk Management Committee and Corporate Social Responsibility Committee
Dr. (Mrs.) Rashmi Aggarwal	Independent Director and Chairperson of Nomination and Remuneration Committee and Stakeholder Relationship Committee
Mr. Gaurav Gupta	Independent Director
Mr. Madan Mohanlal Verma	Independent Director
Mr. Anil Kumar Dua	Chief Executive Officer
Mr. Rajeev Kumar Dalmia	Chief Financial Officer

DISH TV INDIA LIMITED

Members were informed that basis the votes cast by the Shareholders at the previous Annual General Meetings, the Annual Audited Financial Statements of the Company for the Financial Year 2021-22 and Financial Year 2020-21 were not adopted with the requisite majority and accordingly, the AGM of the Company held on September 26, 2022 in respect of adoption of the said Financial Statements, stood adjourned. Accordingly, this Adjourned AGM was convened to transact the above mentioned items.

In terms of the applicable regulatory provisions, the Directors present at the Adjourned AGM elected Dr. (Mrs.) Rashmi Aggarwal, Independent Director of the Company, as Chairperson for the Adjourned AGM.

The requisite quorum being present, the Chairperson called the meeting to order. Mrs. Aggarwal addressed the Members' *inter-alia* informing them about the business performance, outlook, etc. of the Company.

The Notice convening the Adjourned AGM of the Company was taken as read with the permission of the Members of the Company as the same was earlier circulated to the Members. The Company Secretary read the Secretarial Auditor's qualification for the Financial Year 2021-22 and Statutory Auditors' qualification on the financials of the Financial Year 2020-21 and the management response thereon.

Thereafter, forum for the Question & Answer (Q&A) was opened for the pre-registered speakers to seek clarification or offer any comments related to the resolutions or Financial Statements and Operations of the Company. Total 17 speaker shareholders raised queries / made comments on the financial performance and other relevant matters for which necessary clarifications and responses were provided by Mr. Anil Kumar Dua, Chief Executive Officer and Mr. Rajeev Kumar Dalmia, Chief Financial Officer of the Company.

The Members were further informed, that Mr. Jayant Gupta (Membership No. F7288), Company Secretary, proprietor of Jayant Gupta & Associates, has been appointed as Scrutinizer to scrutinize the vote cast through the Remote E-voting platform and electronic voting at the Adjourned AGM. The consolidated results of Remote E-voting and voting at the Adjourned AGM would be announced after the Adjourned AGM 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 December 22, 2022 to cast their votes electronically on all Agenda items proposed in the Notice calling this Adjourned AGM and also extended the said E-voting facility at the Adjourned AGM.

The Chairperson thereafter, thanked all the Members for their participation at the Adjourned AGM and for their constructive suggestions and observations.

The Members were also informed that the e-voting platform shall remain open for 15 minutes after the conclusion of the Adjourned AGM, post which the process of counting of votes shall be initiated, in terms of applicable provisions of law. The proceedings of the present Adjourned AGM finished at 13:47 Hrs, post which the E-voting platform was open for 15 minutes to enable the members to do the E-voting.

90 Shareholders were present in the Adjourned AGM through VC.

DISH TV INDIA LIMITED

Annexure 2

Dish TV India Limited									
Resolution Required : (Ordinary)			1 - ADOPTION OF THE AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS AND REPORT OF THE BOARD OF DIRECTORS AND AUDITORS THEREON FOR THE FINANCIAL YEAR 2021-22						
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	74384968	74384968	100.0000	74384968	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		**74384968**	**100.0000**	**74384968**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	230008995	101206952	44.0013	47270356	53936596	46.7066	53.2934
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**101206952**	**44.0013**	**47270356**	**53936596**	**46.7066**	**53.2934**
Public Non Institutions	E-Voting	1536862091	775374009	50.4518	133494861	641879148	17.2168	82.7832
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**775374009**	**50.4518**	**133494861**	**641879148**	**17.2168**	**82.7832**
Total		**1841256054**	**950965929**	**51.6477**	**255150185**	**695815744**	**26.8306**	**73.1694**

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Dish TV India Limited

Resolution Required : (Ordinary)	**2 - ADOPTION OF THE AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS AND REPORT OF THE BOARD OF DIRECTORS AND AUDITORS THEREON FOR THE FINANCIAL YEAR 2020-21.**
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	74384968	74384968	100.0000	74384968	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		**74384968**	**100.0000**	**74384968**	**0**	**100.0000**	**0.0000**
Public Institutions	E-Voting	230008995	101206952	44.0013	29992963	71213989	29.6353	70.3647
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**101206952**	**44.0013**	**29992963**	**71213989**	**29.6353**	**70.3647**
Public Non Institutions	E-Voting	1536862091	775371295	50.4516	115654183	659717112	14.9160	85.0840
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		**775371295**	**50.4516**	**115654183**	**659717112**	**14.9160**	**85.0840**
Total		**1841256054**	**950963215**	**51.6475**	**220032114**	**730931101**	**23.1378**	**76.8622**

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Details of the Participation and Agenda items transacted at the Adjourned AGM of the Company held on December 29, 2022 are as follows:

Description	**Particulars**
Date of Adjourned AGM	December 29, 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 AGM – December 22, 2022)	2,62,313
Total Number of Shareholders present in the meeting through Video Conferencing	
a) Promoters & Promoter Group	17
b) Public	73

Resolution No. 1	Ordinary Resolution: Adoption of the Audited Standalone and Consolidated Financial Statements and Report of the Board of Directors and Auditors thereon for the Financial Year 2021-22.
Type of Business	Ordinary Business
Mode of Voting	Remote E-voting and E-Voting

Resolution No. 2	Ordinary Resolution: Adoption of the Audited Standalone and Consolidated Financial Statements and Report of the Board of Directors and Auditors thereon for the Financial Year 2020-21.
Type of Business	Ordinary Business
Mode of Voting	Remote E-voting and E-Voting

Mr. Jayant Gupta, Company Secretary, proprietor of Jayant Gupta & Associates, who was appointed as the Scrutinizer, submitted his consolidated report on Remote E-voting and E-voting during the Adjourned AGM dated December 29, 2022 to the Chairperson of the Adjourned AGM. Basis the consolidated report of the Scrutinizer dated December 29, 2022, below are the Voting results for all the resolutions forming part of the AGM Notice:

S. No	**Resolution Description**	**Type**	**Voting Result**
1	Adoption of the Audited Standalone and Consolidated Financial Statements and Report of the Board of Directors and Auditors thereon for the Financial Year 2021-22	Ordinary	Not Approved
2	Adoption of the Audited Standalone and Consolidated Financial Statements and Report of the Board of Directors and Auditors thereon for the Financial Year 2020-21	Ordinary	Not Approved

Copy of the Scrutinizer's Report along with requisite particulars of Remote E-voting and E-voting conducted during the Adjourned AGM, Results as per Regulation 44(3) of the Listing Regulations are enclosed herewith for your information and record.

Thanking you.

Yours Sincerely,
For **Dish TV India Limited**

DISH TV INDIA LIMITED

Ranjit Singh
Company Secretary & Compliance Officer
Membership No. A15442

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 Chairperson,
Adjourned 34th Annual 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 at the Adjourned 34th Annual General Meeting ('Adjourned AGM') of Dish TV India Limited held on Thursday, December 29, 2022 at 12:30 P.M. (IST) 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, have been appointed as a Scrutinizer by the Board of Directors of Dish TV India Limited ('the Company'), for the purpose of scrutinizing the Remote E-Voting that commenced on Sunday, December 25, 2022 at 9:00 A.M. (IST) and ended on Wednesday, December 28, 2022 at 5:00 P.M. (IST) and E-voting at the Adjourned 34th Annual General Meeting ('Adjourned AGM') of Dish TV India Limited held on Thursday, December 29, 2022 at 12:30 P.M. (IST) through video conferencing ('VC')/other audio visual means ('OAVM'), as per the Notice dated December 6, 2022 calling the Adjourned AGM 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 calling the Adjourned AGM 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 Adjourned AGM, 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 Chairperson 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 Adjourned AGM was held through VC or OAVM in accordance with the MCA circulars, physical attendance of Members has been dispensed with. Accordingly, the facility

JAYANT GUPTA & ASSOCIATES Company Secretaries GHAZIABAD

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of appointment of proxies by the members is also dispensed with. The deemed venue of the Adjourned AGM is the registered office of the Company.

I hereby report as under:

1. Basis the votes cast by the Shareholders of the Company at the 34th Annual General Meeting held on September 26, 2022 (**'AGM'**), the Annual Audited Financial Statements of the Company for the Financial Year 2021-22 and Financial Year 2020-21, were not adopted by the Shareholders and accordingly, the said AGM, in respect of adoption of the Annual Audited Financial Statements for the Financial Year 2021-22 and Financial Year 2020-21 was adjourned *sine die.*

2. The Company applied for and obtained extensions from the Registrar of Companies, Mumbai to hold the Adjourned AGM of the Company by December 31, 2022. The Company issued fresh notice dated **December 6, 2022** calling the Adjourned AGM of the Company on Thursday, December 29, 2022.

3. Pursuant to the circulars issued by the Ministry of Corporate Affairs ("MCA") dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022 (collectively referred to as "MCA Circulars"), the Company dispatched the Notice calling the Adjourned AGM of the Company along with e-voting instructions, through NSDL to **2,36,651 Shareholders** whose email addresses were registered with the Company/Depository Participants/Depositories, by E-mail only on **December 7, 2022**, as per the records of the shareholders of the Company as on **December 2, 2022**.

4. In terms of the requirement of Circular No. 20/2020 dated May 5, 2020, issued by the MCA, the Company has duly given a Public Notice by way of advertisement in two newspapers viz. **"Business Standard"** and **"Navshakti"** on **December 7, 2022,** specifying that the Adjourned AGM will be held through VC or OAVM facility and also specifying other requirements as enumerated in the aforementioned circular.

5. 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 **December 8, 2022** regarding Notice calling the Adjourned AGM of the Company and information pertaining to the E-voting.

6. 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 provided the facility of voting to **2,62,313 shareholders**, holding fully paid up equity shares of the Company, to cast votes electronically up-to December 28, 2022 through remote e-voting on NSDL platform and by means of E-voting at the Adjourned

Company Secretaries
GHAZIABAD

AGM 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.* **Thursday, December 22, 2022.**

7. The Company provided the facility of electronic remote e-voting to the eligible shareholders of the Company from **Sunday, December 25, 2022 at 9:00 A.M. (IST) up-to Wednesday, December 28, 2022 at 5:00 P.M.(IST)** through the platform of 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.

8. At the Adjourned AGM of the Company held on December 29, 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. NSDL was the service provider of the facility of voting to the shareholders through E-Voting. The NSDL e-voting platform was re-opened during the Adjourned AGM and kept open for fifteen minutes after the conclusion of the proceedings of the Adjourned AGM, for E-voting by the members.

9. Pursuant to Rule 20(xii) of Companies (Management & Administration) Rules, 2014, the E-Voting on NSDL Website was unblocked on **December 29, 2022 at 02:06 P.M. (IST)** in the presence of two independent witnesses viz. **CS Punit Jain and CS Rahul Kumar**, who are associated with me and not in employment of the Company.

10. Based on the reports generated from the Remote E-Voting system provided by NSDL and E-voting conducted during the Adjourned AGM through NSDL platform, I submit the consolidated results of Remote E-Voting and E-voting held during the Adjourned AGM as under:

1. **ORDINARY BUSINESS OF ADJOURNED AGM**

a) As an Ordinary Resolution- Item No.1

Adoption of the Audited Standalone and Consolidated Financial Statements and Report of the Board of Directors and Auditors thereon for the Financial Year 2021-22

MODE	NUMBER OF MEMBERS VOTED (VALID)	VALID VOTES	FAVOUR			AGAINST		
			NUMBER OF MEMBERS VOTED	VOTES	VOTING %	NUMBER OF MEMBERS VOTED	VOTES	VOTING %
E-VOTING	562	950965929	439	255150185	26.83	123	695815744	73.17

2. **ORDINARY BUSINESSES OF 33RD AGM**

b) As an Ordinary Resolution- Item No.2

Adoption of the Audited Standalone and Consolidated Financial Statements and Report of the Board of Directors and Auditors thereon for the Financial Year 2020-21

MODE	NUMBER OF MEMBERS VOTED (VALID)	VALID VOTES	FAVOUR			AGAINST		
			NUMBER OF MEMBERS VOTED	VOTES	VOTING %	NUMBER OF MEMBERS VOTED	VOTES	VOTING %
E-VOTING	557	950963215	412	220032114	23.14	145	730931101	76.86

Based on the above, the Resolution Nos. 1 and 2 have failed to obtain requisite number of votes in favour by the shareholders under remote e-voting and electronic voting at the Adjourned AGM and the number of votes against these Resolutions are more than those in favour. The results of the voting by members through remote e-voting and electronic voting at the Adjourned AGM 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 Adjourned AGM. 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 & ASSOCIATES
Company Secretaries
GHAZIABAD

Jayant Gupta
Proprietor
Membership No.: F7288
PCS No. : 9738
PR No. : 759/2020
UDIN : F007288D002830394

Place: New Delhi
Date : December 29, 2022