



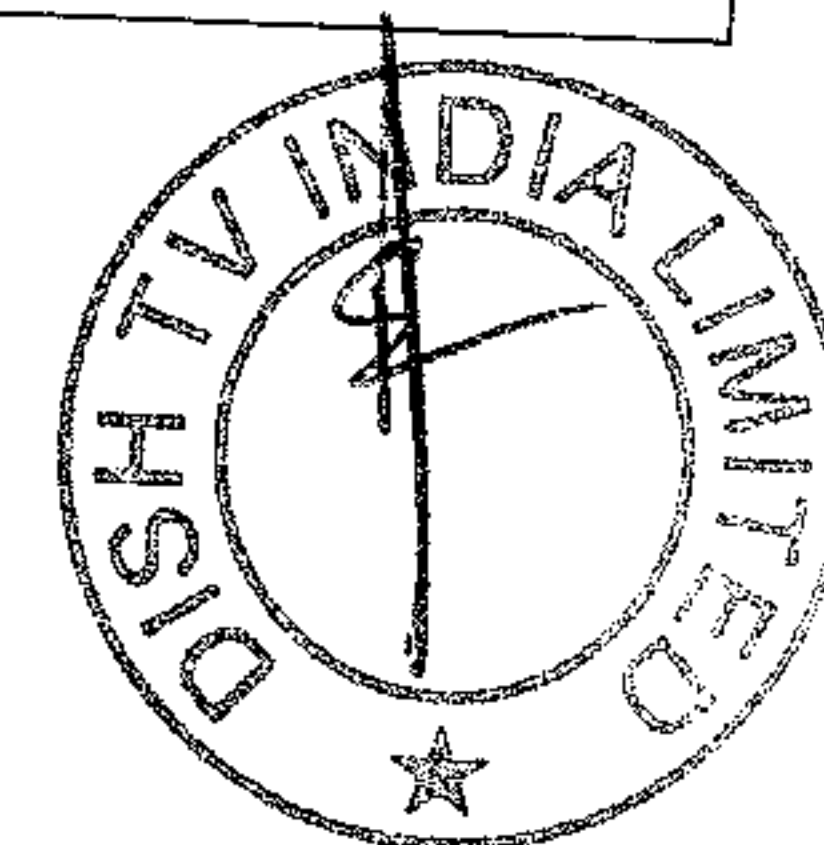
The following Special Resolutions have been passed with requisite majority on September 10, 2014:-

Resolution No.	Resolution Description
1	Special Resolution under Section 180(1) (c) of the Companies Act, 2013 read with rules made thereunder, to authorise the Board of Directors, pursuant to new provisions of Companies Act, 2013, to borrow up to Rs. 3000 Crores over and above the paid-up share capital and free reserves of the Company
2	Special Resolution pursuant to Section 180(1)(a) of the Companies Act, 2013 read with rules made thereunder, to authorise the Board of Directors, pursuant to new provisions of Companies Act, 2013, for creation of Charge / Mortgage on assets of the Company upto an amount of Rs. 3,000 Crores
3	Special Resolution pursuant to the provisions of Sections 42 and 71 of the Companies Act, 2013 read with rules made thereunder, to offer or invite for Subscription of Non-Convertible Debentures on private placement basis upto Rs. 500 Crores
4	Special Resolution pursuant to the provisions of Section 186 of the Companies Act, 2013 read with rules made thereunder, to authorise the Board of Directors for making investment / giving any loan or guarantee / providing security upto Rs. 500 Crores

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

**Postal Ballot Form sent and Postal Ballot Forms received / e-voted**

1	Total number of Postal Ballot Forms dispatched (Physical & Electronic)	163,640
2	Number of Physical Postal Ballot Forms received (Physical)	214
	Less : Found invalid	(7)
	Net Valid Physical Postal Ballot Forms	207
3	Number of Voters/ Folios voted Electronically	162
4	Total Folios / Voters	369



**POSTAL BALLOT VOTING RESULT SUMMARY**

**RESOLUTION NO. 1:**

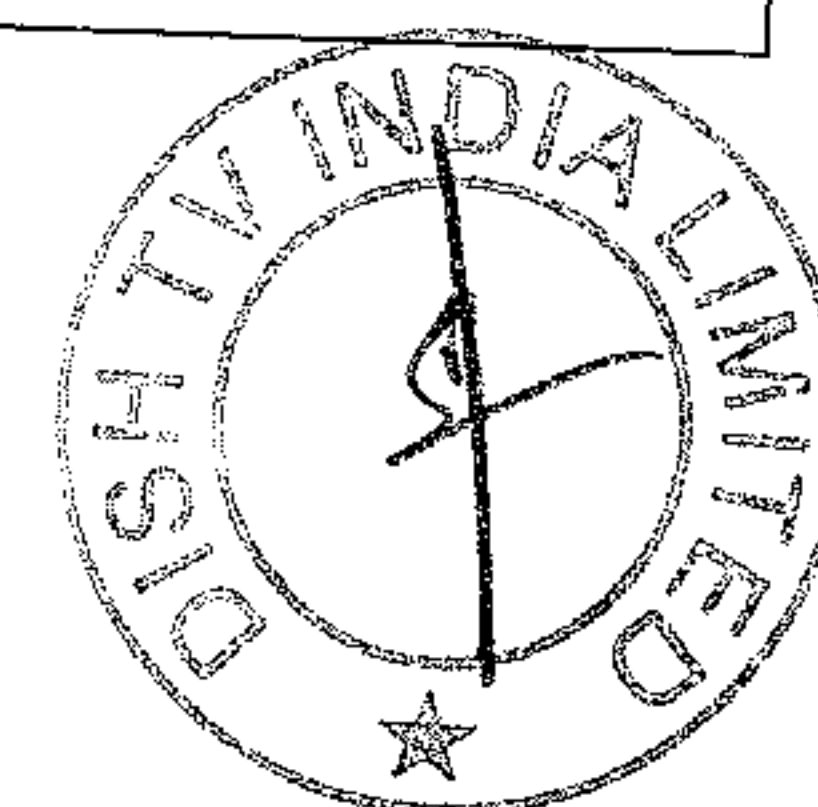
PARTICULARS	Physical Votes	E-Votes	Aggregate Votes	% of Votes received
Assents for the Resolution	814133704	48115987	862249691	98.1697%
Dissents to the Resolution	2866513	13209112	16075625	1.8303%
Total Valid Postal ballots/ Votes	817000217	61325099	878325316	100.00%
Abstained from Voting	249	286	535	
<b>RESULT- APPROVED</b>				

**RESOLUTION NO. 2:**

PARTICULARS	Physical Votes	E-Votes	Aggregate Votes	% of Votes received
Assents for the Resolution	814133154	48115249	862248403	98.1746%
Dissents to the Resolution	2866853	13165149	16032002	1.8254%
Total Valid Postal ballots/ Votes	817000007	61280398	878280405	100.00%
Abstained from Voting	459	44987	45446	
<b>RESULT- APPROVED</b>				

**RESOLUTION NO. 3:**

PARTICULARS	Physical Votes	E-Votes	Aggregate Votes	% of Votes received
Assents for the Resolution	814915241	48156839	863072080	98.2634%
Dissents to the Resolution	2084816	13168259	15253075	1.7366%
Total Valid Postal ballots/ Votes	817000057	61325098	878325155	100.00%
Abstained from Voting	409	287	696	
<b>RESULT- APPROVED</b>				



**RESOLUTION NO. 4:**

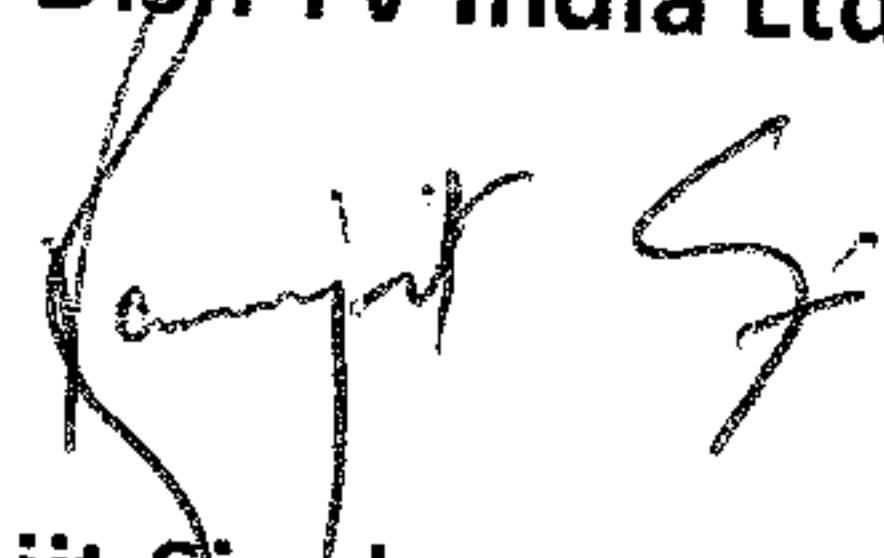
PARTICULARS	Physical Votes	E-Votes	Aggregate Votes	% of Votes received
Assents for the Resolution	814903053	43090833	857993886	97.6852%
Dissents to the Resolution	2096979	18234265	20331244	2.3148 %
Total Valid Postal ballots/ Votes	817000032	61325098	878325130	100.00%
Abstained from Voting	434	287	721	
<b>RESULT- APPROVED</b>				

A Copy of the Scrutinizer's Report dated September 10, 2014 submitted by the Scrutinizer viz Mr. Jayant Gupta, Practicing Company Secretary, is enclosed herewith. Based on the Scrutinizer's Report, Mr. Ranjit Singh, Company Secretary, has also duly announced the Result of Postal Ballot today viz September 10, 2014 at the Registered Office of the Company at B-10, Essel House, Lawrence Road Industrial Area, Delhi – 110 035. The result has also been posted on the Company's website [www.dishtv.in](http://www.dishtv.in).

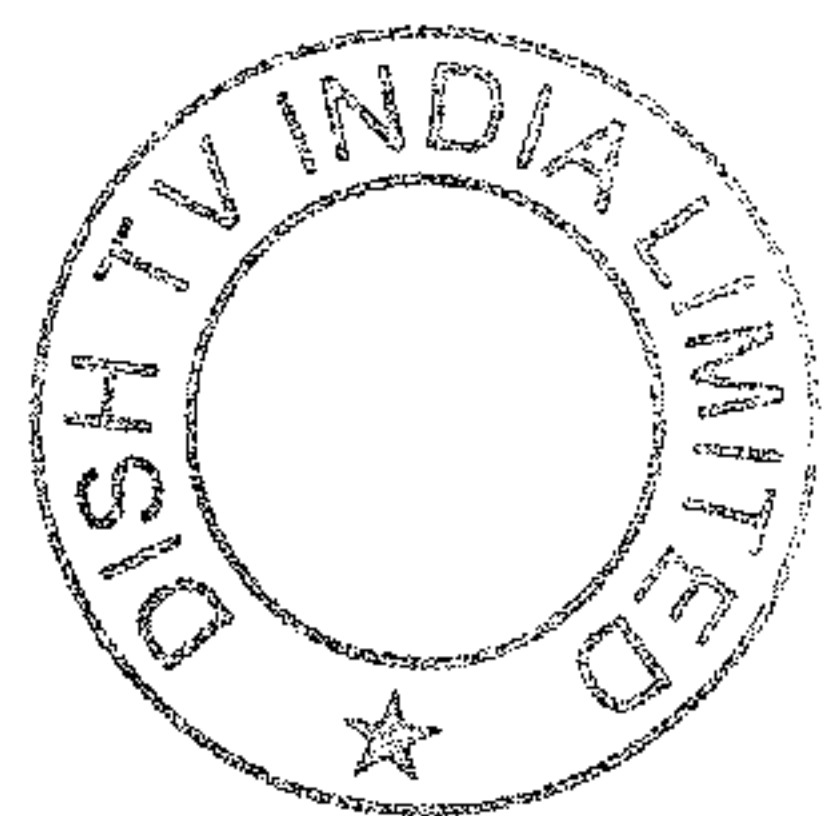
We request you to kindly take the above intimation on record

Thanking You,

For **Dish TV India Ltd.**



**Ranjit Singh**  
Company Secretary  
Membership No. - A15442



Encl: Scrutinizer Report

September 10, 2014

**SCRUTINIZER'S REPORT**

**The Chairman**  
**Dish TV India Limited**  
B-10, Lawrence Road,  
Industrial Area,  
Delhi-110035

**Subject: Report on result of passing shareholder's resolution by means of Postal Ballot in terms of Section 110 of the Companies Act, 2013 read with rules made thereunder**

Dear Sir,

This has reference to my appointment as a Scrutinizer by the Board of Directors of "Dish TV India Limited" (hereinafter referred to as 'the Company') at its meeting held on July 22, 2014, 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 Resolutions (both physical and electronic) to be passed by means of Postal Ballot Mechanism.

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 July 22, 2014:

**RESOLUTION NO. 1:**

Special Resolution under Section 180(1) (c) of the Companies Act, 2013 read with rules made thereunder, to authorise the Board of Directors, pursuant to new provisions of Companies Act, 2013, to borrow up to Rs. 3000 Crores over and above the paid-up share capital and free reserves of the Company

**RESOLUTION NO. 2:**

Special Resolution pursuant to Section 180(1)(a) of the Companies Act, 2013 read with rules made thereunder, to authorise the Board of Directors, pursuant to new provisions of Companies Act, 2013, for creation of Charge / Mortgage on assets of the Company upto an amount of Rs. 3,000 Crores

**RESOLUTION NO. 3:**

Special Resolution pursuant to the provisions of Sections 42 and 71 of the Companies Act, 2013 read with rules made thereunder, to offer or invite for Subscription of Non-Convertible Debentures on private placement basis upto Rs. 500 Crores

**RESOLUTION NO. 4:**

Special Resolution pursuant to the provisions of Section 186 of the Companies Act, 2013 read with rules made thereunder, to authorise the Board of Directors for making investment / giving any loan or guarantee / providing security upto Rs. 500 Crores



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. Sharepro Services (India) Private Limited. The Company also furnished all the 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 resolutions were sought.

Further, as per the Report generated from the E-Voting platform of Central Depository Services (India) Limited ('CDSL') 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 August 7, 2014 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 and self-addressed pre-paid Business Reply Envelope to all the Members of the Company whose names(s) appeared in the Register of Members / Record of Depositories on July 25, 2014, the cut-off date fixed for the said purpose.
2. In addition to the option for Physical Voting, the Company had offered E-Voting facility (on CDSL 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 CDSL E-voting platform viz. <http://www.evotingindia.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 was to be treated as prevailing and the Physical Voting as invalid. However, none of the members voted both physically and electronically.
3. The Members were required to complete the Postal Ballot Form (both physically and electronically). The Physical Postal Ballot forms were required 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 6:30 P.M. on September 6, 2014. The Members desirous to vote at the aforementioned resolutions, electronically, were required to cast their votes on the CDSL Platform on or before 6:30 P.M. on September 6, 2014.
4. 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.
5. The report on the E- Voting carried out by the Members was downloaded by me from the CDSL website through my unique Scrutinizer's login, built in the CDSL platform for scrutiny of votes casted electronically.
6. The sealed physical Postal Ballot Forms received by me and were kept under my safe custody before commencing scrutiny of such postal ballot forms.



7. The Physical Postal Ballot Forms received were opened and scrutinized by me.
8. All postal ballot forms (both for e-voting and physical voting) received / receivable on or before 6:30 P.M. on September 6, 2014 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 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.

**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')	July 25, 2014
2.	Date of completion of dispatch of Postal Ballot Notice (Physical and Electronic) and other enclosures thereon together with Postal Ballot Form(s) and Business Reply Envelope.	August 7, 2014
3.	Date of Public Announcement with respect to completion of dispatch of Postal Ballot Forms in two newspapers: <ul style="list-style-type: none"> <li>• Business Standard - English daily (Nation-wide Circulation) and</li> <li>• Business Standard - Hindi daily (Delhi Edition)</li> </ul>	August 8, 2014
4.	Date and time by which Postal Ballot Forms were to be received from members	September 6, 2014 (on or before 6:30 P.M.)

I report that I personally 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 6:30 P.M. on September 6, 2014 were 214 (nos) containing 214 Postal Ballot Forms. The sealed envelopes were opened on September 7, 2014. I did not find any defaced or mutilated Postal Ballot Form.

Further, the Company has received 2281 sealed envelopes containing Postal Ballot Forms which were posted to the registered shareholders of the Company but returned undelivered. These envelopes 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:

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The Particulars of voting on each resolution is as follows:

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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 resolutions 1 to 4 are more than three times the number of votes cast against that resolution, I hereby report that all the above said special resolutions (S. No. 1 to 4) 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)  
SCRUTINIZER  
CP No.: 9738

