



April 10, 2017

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.: Newspaper Advertisement of the National Company Law Tribunal, Mumbai Bench convened meeting of the Equity Shareholders of the Company for considering and approving Scheme of Arrangement

Dear Sirs,

This is further to the Observation letter nos. NSE/LIST/10152 dated March 1, 2017 and DCS/AMAL/MD/R37/717/2016-17 dated March 2, 2017 issued by National Stock Exchange of India Limited and BSE Limited respectively, conveying No-objection to the Scheme of Arrangement amongst Videocon D2H Limited ("the transferor Company") and Dish TV India Limited ("the transferee Company") and their respective Shareholders and Creditors ('Scheme'). The Company vide its letter dated March 30, 2017 had informed the Stock Exchanges about receipt of Order of the Hon'ble National Company Law Tribunal, Mumbai Bench ('NCLT') dated March 22, 2017. Further, Company vide its letter dated April 8, 2017 intimated the Stock Exchanges about the completion of dispatch of Notices of NCLT convened Meeting of the Equity Shareholders of the Company along with Postal Ballot Form (in physical and electronic mode).

In Compliance with the Provisions of Regulation 47 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Order of Hon'ble National Company Law Tribunal ("NCLT") and other applicable provisions, the Company has duly Advertised in two local newspapers circulating in Mumbai viz. "Free Press Journal" in English and "Navshakti" in Marathi on April 9, 2017, *inter-alia*, intimating about the NCLT convened meeting of the equity shareholders scheduled to be held on Friday, May 12, 2017, at 11:30 A.M. at 'Hall of Culture, Nehru Centre Dr. Annie Besant Road, Worli, Mumbai – 400 018' for the purpose of considering, and, if thought fit, approving, with or without modification, the Scheme of Arrangement amongst Videocon D2H Limited ("the Transferor Company") and Dish TV India Limited ("the Applicant Company") and their respective Shareholders and Creditors ("Scheme").

In this regard, please find enclosed herewith copies of the newspaper clippings for your information and records.

Kindly acknowledge the receipt.

Thanking you.

Yours truly,

For Dish TV India Limited

Ranjit Singh

Company Secretary & Complian

Membership No. -A15442

Encl: As above

dishtv

DISH TV INDIA LIMITED

Registated Office; 10th Floor, A Wing, Marsthon Future, I M. Jachi Mang, Lower Parel, Human - 400013, Maharashtra Carporate Office; FC-19, Sector 15A, Noble - 201 301 (U.P.) Fct- 0120 - 2647003/2647000, Faz: 0120 - 4557070 CIN: L519894H1980PLC287553, E-Mail: investor@dishtv.in, Websilo: www.dishtv.in

HOTICE OF THE MEETING OF EQUITY SHAREHOLDERS

Form No CAA.2

(Pursuant to Section 230(1) of the Companies Act, 2013 and Aulo 6 and 7 of the Companies (Compromises, Arrangements and Amalgomations) Iluies, 2016)

Company Scheme Application No. 273 of 2017.

DISH TV (UDIA LIMITED

APPLICANT COMPANY

Notice is hereby given that by an Order dated March 22, 2017, the Mumbai Banch of Ilon'ible National Company Law Tribunal ("NCLT or "Tribunal") has directed a meeting to be held of the Equity Shareholders of Dish TV India Limited I'the Applican/Transferee Company" for the purpose of considering, and, if thought fit, approving, with or without modification, the Scheme of Arrangement amangst Vidoocon DZH Limited ("the Transferor Company") and the Applicant Company and their respective Shareholders and Creditors ("Scheme").

In ourspance of the said order and as directed therein. Further notice is hereby given that a meeting of Equity Shareholders of the Applicant Company will be held at "listl of Culture, Habru Centre Or, Annie Besont Road, World, Mumbrai – 400 016" on Friday, the 12th day of May, 2017 at 11.30 A.M., at which time and place the Equity Shareholders of the Applicant Company as at the out-off date of March 31, 2017 are requested to attend.

A copy of the Schome and of the statement under section 230(3) of the Companies Act, 2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 can be obtained free of charge on any working day (except Saturdays, Sundays and Public Holidays) from the Registered Office of Agalicant Company or / and at the office of its Advocates Id/s Hemant Sethi & Co., situated at 1602 Har Parmann, Behind Amar Cinema, Chembur, Mumbai 400 071. Persans entilled to attend and vote at the meeting, impy vote in person or by proxy, provided that all provies in the prescribed form, duly signed or authorized by the said person, are deposited at the Registered Office of the Company at 18th Fluor, A Wing, Marathun Futurex, NIM Joshi Morg, Lower Parel, Humbai, Maharashtra – 400 013 not later than 43 hours bulora the meeting, Form of proxy can be obtained free of charge from the Registered Office of the Company or from the office of its Advocates as mentioned above.

The Nor ble Iribunal has appointed Mr. Najeev Kumar Dalmia, Ekief Figoricial Officer of Unchpplicant Company, and failing him, Mr. Gaurav Goel, President - Business Gevelopment & Strategy or the Applicant Company, and Milita him, Mr. Vecrender Kumar Gupto, Chief Operating Officer of the Applicant Company, as Chairman of the said meeting. The above mentioned Scheme of Arrangement, if approved at the meeting, will be subject to the subsequent approval of the Hom'ble Tribunal.

Pursuant to the directions issued by the Hon'ble Tribunal, and In accordance with provisions of Section 100 & 110 of the Companies Act. 2013, read with Rules made thereunder and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 ("Rules") (Including any statutory modification or re-enactment thereof for the time being in force), provisions of the Companies Act, 1956, as may be applicable, and Regulation 44 of SEN (Listing Diligations and Disclosure Requirements) Regulations, 2015 and any other applicable regulations, the Equity Shareholders of the Company have been given an applion to voice on the Resolution approving the Scheme as per draft proposed in the Motte and April 3, 2017 Essend in connection with the Meeting by way of Postal Ballot or through cember E-voiting facility provided by Hallonal Securities Depository Limited (NSDL) and in this regard, the Shareholders may note that:

- On April 8, 2017, the Company has completed dispatch of Hotice of the meeting setting out draft of the Resolution along with annexures thereto including Postal Baltot Form and Business Reply envelope to all the Equity Shareholders of the Company (as at the cut-off date of March 31, 2017) at their registered addresses in the permitted mode & electronically to those Equity Shareholders who have registered their e-mail addresses with the Company or Depository Participants.
- Bottee of the said meeting is available on the Company's website viz., www.dishtv.in and on the website of USDL viz., www.evaling.nscl.com apart from the website of the Stock Exchange where the Company's shares are fisted viz., www.bseindla.com and www.nseindla.com,
- The Voting period for casting of vote by way of Postal Ballot / Remote E-Voting will commence on Wednesday, Aguil 12, 2017 [9.00 a.m.] and shall end on Thursday, May 11, 2017 [5.00 p.m.]. The Remote E-Voling modulo shall be disabled by RSDL for voling after May 11, 2017 [5:00 p.m.].
- Shareholders may also cast their vote on the proposed resolution by way of Postal Ballot by delivering duly filled and signed Postel Ballot form in the Business Reply Envelope (BRE) to the Applicant Company, so as to reach the Scrutinizer not later than 5:00 p.m. on May 11, 2017, to be eligible for being considered, failing which, it will be strictly considered that no reply has been received from the member
- Any member who has not received the Postal Ballot form may apply to the Company and obtain a duplicate
- Hembers can opt for only one mode of voting i.e. either through remote E-Voting / Postal Ballot or Polling Paper at Tribunal Convened Meeling. Numbers who have cast their votes either through Postal Ballot or chrough remote e-voling may atland the meeting but shall not be allowed to vote on Poil at the Meeling. It is clarified that casting of votes by postal ballot or remote E-Voling does not disentitle a Shareholder as on the Cut-off date of March 31, 2017 from attending the Heeting.
- Members may contact the Company Secretary of the Company or call on 0120 2467000 or by email at investorBdishtv.in for any queries/grievances in connection with the voling.
- As directed by the Hon'ble Tribunal, Mr. Jayant Gupta, Practicing Company Secretary (CP Humber 9738) and failing him Hrs. Heelam Gupta, also a Practicing Company Secretory ICP number 6950) and failing her Mr. Puncet Singh, Practicing Company Secretory ICP Humber 17849I shall act as a Scrutinizer for the said meeting for conducting the Postal Ballot, Remote E-Voting and Poll process in a fair and transparent manner.
- The result of the voting shall be declared by the Chairman of the Meeting immediately upon receipt of Scrutinizers report by displaying the same at the Registered Office of the Company situated at 18th Poor, A Wing, Marathon Futurex, RM Joshi Marg, Lower Parel, Mumbai, Maharashtra - 400013 and on the Company's website viz., www.dishtv.in within 48 hours of the conclusion of the meeting. The said result shall also be inlimated to the BSE Limited and the National Stock Exchange of India Limited where the Applicant Company's

Rajeev Kumar Dalmia Chairman appointed (or the Meeting

Holda, Uttar Pradesh, dated April 8, 2017

CERTIFIED TRUE COPY

RANJINSINGH

Company Secretary

Membership No.- ACS-15442

For DISH TO INC

डिश टीव्ही इंडिया लिमिटेड dishti

नींदर्गीकृत कार्यालयः १८ तम कराता. ए विंग, ग्रेश्यांन पशुष्क्रोत्सर, जा. ग्रेसी, धर्ग, लोजस पोल, मुंबई – ४०० ०१३, ग्रह्मायः, कांगीरेट कार्यालयः एमसी – १३, ग्रेस्टर १३ए, नीएडा – २०१ ३०६ (उ. प्र.) सूर. १०२०-१४६७००५/२४६७०००, फॉब्स: ०१२०-४३५७०७८ भीजायस्य : L51909AH1988PLC287553 ई-मेल: investor@dishtvin, बेबाबह्द: www.dishtvin

राजभागधारकांच्या सभेती सूचना

्विचे क्र. सीतीए २ (वंगन्या भावत, २२१३ चे अनुच्छेर २३० (३) व कंपन्या (शहबोडो, व्यवस्था वे जिल्लिकेटा) विच्या, २०१६ चे नियम ६ व ७ अंतर्गता) कंपनी योजना अर्ज क्र. १७४/२०१७

विशा टीव्ही इंडिया लिपिटेड .. दिशा टी-बी ब्रेडिया लिमिटेड ... असंदार केंग्सी क्षेत्र में .. असंदार कंगसी मुप्तन माहारे रेणात वेत्र आहे को, आहेश दि. १२ मार्च, २०६७ अंसांत समानतीन पार्टीय कंपनी िकारी मायाविकारणाच्या (एततीएलाटी मा न्यावािकारणा चुंबई एडडाविज कंपनी कार्य मायाविकारणाच्या (एततीएलाटी मा न्यावािकारणा कंपनी चुंबई एडडाविज दिश जी कार्य मायाविकारणा कंपनी आणि अंतिकारी कंपनी केंग्सी केंग्सी केंग्सी कार्य कार्य व योग्य मायाव्यावा सुप्तमांचाितां या मुक्यांचाितांचा कंपनी देणाच्या वदेशाने डिश टीड्बी इंडिया लिमिटेड (अर्वेटार्स)स्वातिंसी कंपनी) च्या सम्भागभाषाच्यांची सभा आयोचित कंपना विकेश टिश टीड्बी इंडिया लिमिटेड (अर्वेटार्स)स्वातींसी। कंपनी) च्या सम्भागभाषाच्यांची सभा आयोचित कंपनी वर्षा होते आहेत. अर्वेटार कंपनीच्या सम्भागभाषावांची समा होता ऑफ कंपनीच्या समागापापावांची समा होता ऑफ कंपनी इंडिया होते अर्वेटार कंपनीच्या समागापापावांची समा होता ऑफ कंपनीच समागापापावांची समा होता ऑफ कंपनीच समागापापावांची समा होता और अर्वेटार कंपनीच समागापापावांची समागापापावांची समा होता और अर्वेटार कंपनीच समागापापावांची समागापावांची अर्वेटिक राहांची अर्वेटिक राहांची समागापावांची समागापावांची समागापावांची अर्वेटिक राहांची अर्वेटिक राहांची अर्वेटिक राहांची समागापावांची समागापावांची समागापावांची अर्वेटिक राहांची अर्वेटिक राहांची समागापावांची समागापावांची समागापावांची समागापावांची अर्वेटिक राहांची अर्वेटिक राहांची समागापावांची समागापावांची समागापावांची समागापावांची अर्वेटिक राहांची अर्वेटिक राहांची समागापावांची समागापावांची समागापावांची अर्वेटिक राहांची समागापावांची समागावांची समागापावांची समागापावांची समागापावांची समागापावांची समागावांची समागापावांची समागापावांची समागापावांची समागापावांची समागावांची समागापावांची समागापावांची समागावांची समागापावांची समागापावांची समागापावांची समागापावांची समागावांची समागावांची समागापावां

विजीतार उपनित्त करनीचे प्राणाणाधारक असतेव्या व्यक्तिनी उपित्रस्य राहिने, रूपरे व विजीतार विजीतार करनीचे प्राणाणाधारक असतेव्या करना कारण, १०६५ वे अनुच्छेद १३० (३) सहजावन कंग्न्या (तडाजीठ), व्यवसा व कितिनीमाला) नियम, १०६६ च्या अनुच्छेद १३० (३) अंदार्गत गोवना व अख्यासाधी प्रत अर्थता गंकनीच्या नोदणीकृत करावीयतान् व गाव व्यवसायी प्रत अर्थता गंकनीच्या नोदणीकृत करावीयतान् व गाव व्यवसाय ने हुंगत सेठी अंच के, वांचे कार्यायता प्रता १६०१, तब प्रताण, अस्म तिनमाच्या गांगे, तेंग्र, मृंदर्ड १७०० ७६१ केन्द्रा कारणाणी क्यातीद्वर्य (प्रतिनमा, तेंच्या स्थावित्रक सुच्छोच दिवस वगाव्या)) त्रिक्य सायंक्रित सुच्छाच दिवस वगाव्या) त्रिक्य सायंक्रित माणवात्र के प्रतिनेत्र व वांचे वित्रिय प्रताणका करावीयता प्रता प्रता तेंचे प्रतिनेत्री विषयक वांची वित्रिय प्रत्य वांचाली अर्थता प्रता प्रता साव कारणी क्यात्रका प्रता प्रता प्रता प्रता प्रता प्रता व वांचे वित्रिय प्रता प्रता प्रता प्रता प्रता प्रता प्रता प्रता व वांचे वित्रिय प्रता प्र

प्रचारां । वादानाकरण याज्ञा, सभेमाजे मान्य झाल्यास, श्री सन्याननीच न्यायाधिकरणाच्या युदील पंत्रीच्या अभीन असेल.
सन्ताननीय न्यायाधिकरणाद्वारं जागि निर्देश हासेच कंपन्या कायदा, २०१३ च्या अनुच्छेद १०८ व ११० च्या ततुर्वी सहस्राचन त्यायाधिकरणाच्या व्यव्या त्याची सहस्राचन कंपन्या (१४०) च ११० च व्यव्या ततुर्वी सहस्राचन त्यायाधिक निरम च कंपन्या (१४०) च १०१३ कायदा या प्रचारीयाच्या अन्य साम् तत्युत्ती, कार्यो असत्यास सहस्राचन कंपन्या (१४०) च १०० कार्या त्याच प्रचारीयाच्या अन्य साम् तत्युत्ती, कार्यो अस्या या पुनाभित्रीयम अन्तर्य, १४० क्याच साम् प्रचारीय व्यव्या केर्या च विभाग्य आवश्यकता) विभिन्यन तर्या देव विभाग्य अस्य साम् प्रचारीय अस्य साम् विभिन्यन १४० व अन्य साम् विभाग्य १४० व अन्य साम् विभाग्य १४० व अन्य साम विभाग्य साम विभाग्य अस्य साम विभाग्य अस्य साम विभाग्य अस्य साम विभाग्य अस्य अस्य अस्य साम विभाग्य अस्य अस्य अस्य साम विभाग्य अस्य अस्य अस्य अस्य अस्य साम विभाग्य अस्य अस्य अस्य साम विभाग्य अस्य अस्य अस्य साम विभाग्य सा

सदा मुचनेची सूचना कंपनीचे रोअर्म सूचिबद असलेले स्टॉक एक्सवेंग्रेस www.bseindla.com व www.nseindla.com व्यक्तिका कंपनीची चेबसाइट www.dishlufin वर तेचेच एनएसडीम्हनची चेबसाइट www.evoling.nsdl.com वाही उपलब्ध आहे.

टपाली मतदान/पर्योध ई-भवदानाहारे मत देण्याचा मतदान कालावर्षा युपबार, दि. ६२ एकिल, २०५७ (स. ९.०० बा.) रोजी सुरू होत आहु गुकबा, दि. ६१ में, २०५७ रोजी (सार्य. ५.०० बा.) संपत ओई, दि. १६ में, २०५७ रोजी (सार्य. ५.००) मरचात एनएसडीएलहोर परीह ई-मतदानाचे ग्रोड्युल अन्तर्यारा काण्यात पेईल.

एनप्रकाशकारा भागव इ-मदानाच पाइनुस्त अक्तमस्या कारणाम पहुंद, विद्यमेस रिकाय एन्वहत्तम् (बीआई) मध्त ट्रथाली मतदान भिष्म भवन व स्वाधारी करून ते अर्जदार कंत्रमेकडे गीनिरीकालेकडे विन्यायमं यात्र राज्यसादां दि. ११ में, २०१५ तेजी सार्य ५,०० पर्वत गोहोचलील असा बेताने पाउचुन प्रस्तावित उपावायर पागमाएकाना त्याचे मत ट्रथाली मतदादांक्षि देता चेळ राकेल. अन्यया त्यांचा प्रतिसाद प्राप्त शासेला नाडी असे समज्ञयात चेईल.

पतानरायक कर्णुन काम (सहताः). पतिनिर्देशक व्याप्ताच्या आव्यापाच्या प्राप्तीपरचात तात्काळ सभेच्या आणशाद्वारे पतदानाथा निकाल पोषित करण्यात येर्देश जो कंपनीच्या नींदणीकृत कार्यादायाय पता १,८ वा मजदात, ए वित, मीथीन म्लक्यूरेक, एक. एक. जोशी मागे, लोओर परेल, मुंबई, महाराष्ट्र — ४२००६३ वेथे तसेन कंपनीचां बेबसाब्ट vowa.dishtv.in नेथेही सभेच्या समाप्तीच्या ४८ तार्याच्या आत प्रदर्शित कप्प्यात येर्देश. अर्जदात कंपनीचे शोअसं सृचिवद असलेले वीएसई लिमिटेड ब नैशनल स्टॉक एस्सचेन ऑफ इंडिया शिमेटेडलाही सदर निकाल नळविण्यात येर्देश.

नोएडा, उत्तर प्रदेश दिनांक ८ एप्रिल, २०१७

सही/-राजीव कुमार दालमिया समेसाठी नियुक्त अध्वक्ष

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