

**Date: 7<sup>th</sup> September, 2018**

To,  
Corporate Relationship Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001

**Security Code: 509073**

**Dear Sirs,**

**Sub.: Disclosure of Voting Results of AGM, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of remote e-voting results of the 34<sup>th</sup> Annual General Meeting ("AGM") declared by the Company on 6<sup>th</sup> September, 2018. The resolution set out in the notice of AGM was approved by the shareholders of the Company with requisite majority.

Kindly note and take the same on records.

Thanking you,

Yours faithfully

**FOR HATHWAY BHAWANI CABLETEL & DATACOM LIMITED**



**MANOJ DERE**

Company Secretary & Compliance Officer  
FCS No. 7652



Encls: As above

**Hathway Bhawani Cabletel & Datacom Ltd.**

Corporate Office : Bazzola Commercial Complex, A Wing, 1st Floor, Suman Nagar, Sion Trombay Road, Chembur, Mumbai - 400 071.

Tel. : +91-22-65134400 • Fax : +91-22-65134455 • E-mail : bhawani@hathway.net

Regd. Office : 805/806, Windsor, 8th Floor, Off CST Road, Kalina, Santacruz (East), Mumbai - 400 098.

Tel.: +91-22-67742500 • Fax : +91-22-67742400

CIN : L65910MH1984PLC034514

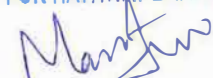
**Annexure I**

Date of the declaration of Voting Result	September 7, 2018
Total number of shareholders on record date	As on record date i.e. August 30, 2018, No. of shareholders were 1,795
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Total no. of shareholders present in person in the meeting: 37, Proxy: 3 2 35
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	None

**Details of Agenda**

Sr. No.	Agenda Item	Resolution type (Ordinary/Special)	Mode of voting (Show of hands/ Poll/Postal ballot/ E-voting)	Remarks
1.	Adoption of: (a) Audited Standalone Balance Sheet as at 31st March, 2018, Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with Report of Directors and Auditors thereon.  (b) Audited Consolidated Balance Sheet as at 31st March, 2018, Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with Report of Auditors thereon.	Ordinary	E-Voting	Resolution passed with requisite majority as per table below
2.	Appointment of Mr. Vatan Pathan (DIN: 07468214) as a Director of the Company, liable to retire by rotation.	Ordinary	E-Voting	Resolution passed with requisite majority as per table below
3.	Appointment of Mr. Rajesh Kumar Mittal (DIN: 07957284) as a Director of the Company, liable to retire by rotation.	Ordinary	E-Voting	Resolution passed with requisite majority as per table below
4.	Appointment of Ms. Pallavi Balkur (DIN: 08102789) as a Director of the Company, liable to retire by rotation.	Ordinary	E-Voting	Resolution passed with requisite majority as per table below

FOR HATHWAY BHAWANI CABLETEL &amp; DATACOM LIMITED


**MANOJ DERE**  
 Company Secretary & Compliance Officer


**Details of Item No. 1**

Resolution required :(Ordinary / Special)			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	5188457	4180000	80.56	4180000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot		0	0.00	0	0	0.00	0.00
	Total		4180000	80.56	4180000	0	100.00	0.00
Public - Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-voting	2911543	491	0.02	488	3	99.39	0.61
	Poll		6832	0.23	6832	0	100.00	0.00
	Postal ballot		0	0.00	0	0	0.00	0.00
	Total		7323	0.25	7320	3	99.96	0.04
<b>Total</b>		<b>8100000</b>	<b>4187323</b>	<b>51.69</b>	<b>4187320</b>	<b>3</b>	<b>99.99</b>	<b>0.00</b>

**Details of Item No. 2**

Resolution required :(Ordinary / Special)			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter	E-voting		4180000	80.56	4180000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00

FOR HATHWAY BHAWANI CABLETEL & DATACOM LIMITED

*Manoj Dere*  
**MANOJ DERE**  
 Company Secretary & Compliance Officer



Group		5188457						
	Postal ballot		0	0.00	0	0	0.00	0.00
	Total	5188457	4180000	80.56	4180000	0	100.00	0.00
Public - Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-voting	2911543	491	0.02	488	3	99.39	0.61
	Poll		6832	0.23	6832	0	100.00	0.00
	Postal ballot		0	0.00	0	0	0.00	0.00
	Total	2911543	7323	0.25	7320	3	99.96	0.04
<b>Total</b>		<b>8100000</b>	<b>4187323</b>	<b>51.69</b>	<b>4187320</b>	<b>3</b>	<b>99.99</b>	<b>0.00</b>

### Details of Item No. 3

Resolution required :(Ordinary / Special)			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	5188457	4180000	80.56	4180000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot		0	0.00	0	0	0.00	0.00
	Total	5188457	4180000	80.56	4180000	0	100.00	0.00
Public - Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-voting		491	0.02	488	3	99.39	0.61

FOR HATHWAY BHAWANI CABLETEL & DATACOM LIMITED

  
**MANOJ DERE**  
 Company Secretary & Compliance Officer



	Poll	2911543	6832	0.23	6832	0	100.00	0.00
	Postal ballot		0	0.00	0	0	0.00	0.00
	Total	2911543	7323	0.25	7320	3	99.96	0.04
<b>Total</b>		<b>8100000</b>	<b>4187323</b>	<b>51.69</b>	<b>4187320</b>	<b>3</b>	<b>99.99</b>	<b>0.00</b>

#### **Details of Item No. 4**

Resolution required :(Ordinary / Special)			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	5188457	4180000	80.56	4180000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot		0	0.00	0	0	0.00	0.00
	Total		4180000	80.56	4180000	0	100.00	0.00
Public - Institutions	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal ballot		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-voting	2911543	491	0.02	487	4	99.19	0.81
	Poll		6832	0.23	6832	0	100.00	0.00
	Postal ballot		0	0.00	0	0	0.00	0.00
	Total		7323	0.25	7319	4	99.95	0.05
<b>Total</b>		<b>8100000</b>	<b>4187323</b>	<b>51.69</b>	<b>4187319</b>	<b>4</b>	<b>99.99</b>	<b>0.00</b>

FOR HATHWAY BHAWANI CABLETEL & DATACOM LIMITED

*Manoj Dere*  
**MANOJ DERE**  
 Company Secretary & Compliance Officer





**Declaration of results of remote e-voting/Ballots voting at 34<sup>th</sup> Annual General Meeting of Hathway Bhawani Cabletel & Datacom Limited held on 6<sup>th</sup> September, 2018**

In terms of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2015 of the Companies Act, 2013 ("the Act") as amended from time to time and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Hathway Bhawani Cabletel & Datacom Limited ('the Company') provided remote e-voting facility and voting through physical Ballots to the Members at the 34<sup>th</sup> Annual General Meeting held on 6<sup>th</sup> September, 2018 on the resolutions, vide Notice of 34<sup>th</sup> Annual General Meeting (AGM) dated 8<sup>th</sup> May, 2018.

Members' voting through remote e-voting during the period from Monday, 3<sup>rd</sup> September, 2018 at 10.00 a.m. till Wednesday, 5<sup>th</sup> September, 2018 up to 5.00 p.m., the dates fixed for remote e-voting have been considered by the Scrutinizer. Further, to enable those Members who could not vote through remote e-voting, physical Ballots were distributed at the 34<sup>th</sup> AGM. The Board had appointed Mr. Himanshu S. Kamdar, Practicing Company Secretary, Partner, M/s Rathi & Associates, Company Secretaries, as Scrutinizer to scrutinize the voting processes of the 34<sup>th</sup> AGM of the Company.

Based on the Scrutinizer's Report dated 7<sup>th</sup> September, 2018, ***I hereby declare that all the 4 (Four) resolutions as set out in the Notice dated 8<sup>th</sup> May, 2018 of the 34<sup>th</sup> AGM of the Company, have been duly passed with requisite majority***, the details of which are specified herein below:

Item No.	Brief description	% Votes in Favour (Assent)	% Votes Against (Dissent)	Passed as
1.	Adoption of: (a) Audited Standalone Balance Sheet as at 31st March, 2018, Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with Report of Directors and Auditors thereon.  (b) Audited Consolidated Balance Sheet as at 31st March, 2018, Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with Report of Auditors thereon.	100	-	Ordinary Resolution
2.	Appointment of Mr. Vatan Pathan (DIN: 07468214) as a Director of the Company, liable to retire by rotation.	100	-	Ordinary Resolution
3.	Appointment of Mr. Rajesh Kumar Mittal (DIN: 07957284) as a Director of the Company, liable to retire by rotation.	100	-	Ordinary Resolution



**Hathway Bhawani Cabletel & Datacom Ltd.**

Corporate Office : Bazzola Commercial Complex, A Wing, 1st Floor, Suman Nagar, Sion Trombay Road, Chembur, Mumbai - 400 071.

Tel. : +91-22-65134400 • Fax : +91-22-65134455 • E-mail : bhawani@hathway.net

Regd. Office : 805/806, Windsor, 8th Floor, Off CST Road, Kalina, Santacruz (East), Mumbai - 400 098.

Tel.: +91-22-67742500 • Fax : +91-22-67742400

CIN : L65910MH1984PLC034514

4.	Appointment of Ms. Pallavi Balkur (DIN: 08102789) as a Director of the Company, liable to retire by rotation.	100	-	Ordinary Resolution
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The Scrutinizer's Report on the voting process conducted for the 34<sup>th</sup> AGM is annexed herewith.

**FOR HATHWAY BHAWANI CABLETEL & DATACOM LIMITED**



**MANOJ DERE**

**Company Secretary & Compliance Officer**

**Place: Mumbai**



**Date: 7<sup>th</sup> September, 2018**

# Rathi & Associates

## COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.  
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

7<sup>th</sup> September, 2018

The Chairman,

**HATHWAY BHAWANI CABLETEL AND DATACOM LIMITED**

805/806, Windsor, 8<sup>th</sup> Floor, Off CST Road,

Kalina, Santacruz (East), Mumbai-400 098

Dear Sir,

**Sub: Scrutinizer's Report on the remote e-voting and voting through physical ballots conducted at 34<sup>th</sup> Annual General Meeting (AGM) of Shareholders of Hathway Bhawani Cabletel and Datacom Limited**

Hathway Bhawani Cabletel and Datacom Limited ("the Company") vide resolution of its Board of Directors dated 8<sup>th</sup> May, 2018, appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and voting through physical ballots at the 34<sup>th</sup> Annual General Meeting ("AGM") held on Thursday, 6<sup>th</sup> September, 2018 on the resolutions contained in the Notice dated 8<sup>th</sup> May, 2018 for the AGM, as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under and the applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and voting through physical ballots on the resolutions contained in the aforesaid Notice of the 34<sup>th</sup> Annual General Meeting of the Members of the Company. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting and voting through physical ballots is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide remote e-voting facility and voting through physical ballots as provided by Bigshare Services Private Limited.

As required under Section 101 of the Act, a notice along with explanatory statement under Section 102 of the Act was sent to shareholders by speed post and through e-mail, for seeking approval of members on following resolutions:





1. **Resolution No. 1** as an Ordinary Resolution;

- a. To receive, consider and adopt the audited standalone Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2018 comprising of Balance Sheet as at 31<sup>st</sup> March, 2018 and the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Reports of Directors and Auditors thereon.
- b. To receive, consider and adopt the audited consolidated Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2018 comprising of consolidated Balance Sheet as at 31<sup>st</sup> March, 2018 and the consolidated Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Report of the Auditors thereon.

2. **Resolution No. 2** as an Ordinary Resolution for appointment of Mr. Vatan Pathan (DIN: 07468214) as a Director of the Company, liable to retire by rotation.

3. **Resolution No. 3** as an Ordinary Resolution for appointment of Mr. Rajesh Kumar Mittal (DIN: 07957284) as a Director of the Company, liable to retire by rotation.

4. **Resolution No. 4** as an Ordinary Resolution for appointment of Ms. Pallavi Balkur (DIN: 08102789) as a Director of the Company, liable to retire by rotation.

The Company provided the remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) to cast votes on aforesaid resolutions through e-voting by the members of the Company. The Company had also made available the physical ballots at the 34<sup>th</sup> AGM to enable the members to cast their votes on the aforesaid resolutions.

Remote e-voting facility was made available to the members of the Company to exercise their voting rights from 10.00 a.m. of Monday, 3<sup>rd</sup> September, 2018 upto 5.00 p.m. of Wednesday, 5<sup>th</sup> September, 2018. Accordingly, e-votes casted upto 5.00 p.m. of 5<sup>th</sup> September, 2018 have been considered for my scrutiny.

After the conclusion of the 34<sup>th</sup> Annual General Meeting, first the voting conducted through physical ballots at the meeting was unlocked in the presence of two witnesses not in employment of the Company, namely Mr. Satish Shah and Mr. Vinod Agarwal and thereafter remote e-voting was unblocked in the presence of two witnesses not in employment of the Company, namely Mr. Vishal Adhav and Mr. Paras Daftary. A summary of the votes cast by shareholders through remote e-voting and the voting conducted through physical ballots at the 34<sup>th</sup> Annual General Meeting with their pattern of voting is as per Annexure enclosed to this Report.



The results of the voting by members through remote e-voting and voting through physical ballots at the 34<sup>th</sup> Annual General Meeting of the Company in respect of the above mentioned Resolutions may accordingly be declared by the Chairman of the Company.

Thanking you,

Yours sincerely,

For RATHI & ASSOCIATES  
COMPANY SECRETARIES



HIMANSHU S KAMDAR  
PARTNER  
FCS NO. 5171  
COP NO. 3030



## ANNEXURE

Summary of votes casted through remote e-voting and physical ballots received for each of the resolutions is given below:

1. **Resolution No. 1** as an Ordinary Resolution;

- a. To receive, consider and adopt the audited standalone Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2018 comprising of Balance Sheet as at 31<sup>st</sup> March, 2018 and the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Reports of Directors and Auditors thereon.
- b. To receive, consider and adopt the audited consolidated Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2018 comprising of consolidated Balance Sheet as at 31<sup>st</sup> March, 2018 and the consolidated Statement of Profit and Loss and Cash Flow Statement for the year ended on that date together with the Report of the Auditors thereon.

Sr. No.	Particulars	Resolution No. 1	
		No. of Ballots / Remote e-Voting confirmations	No. of Shares voted
a.	Votes casted through ballots	19	6,832
b.	Remote e-voting confirmations received	22	41,80,491
	<b>Total</b>	<b>41</b>	<b>41,87,323</b>
c.	Less: Invalid Ballots / Remote e-voting confirmations	-	-
d.	<b>Net Valid Ballots / Remote e-voting confirmations</b>	<b>41</b>	<b>41,87,323</b>
	(i) Physical Ballots / Remote e-voting confirmations with assent for the Resolution	38	41,87,320
	<b>% of Assent</b>		<b>*100</b>
	(ii) Physical Ballots / Remote e-voting confirmations with dissent for the Resolution	3	3
	<b>% of Dissent</b>		<b>-</b>

\*Rounded off to nearest number



2. For Resolution No. 2 as an Ordinary Resolution for appointment of Mr. Vatan Pathan (DIN: 07468214) as a Director of the Company, liable to retire by rotation.

Sr. No.	Particulars	Resolution No. 2	
		No. of Ballots / Remote E-Voting confirmations	No. of Shares voted
a.	Votes casted through ballots	19	6,832
b.	Remote e-voting confirmations received	22	41,80,491
	<b>Total</b>	<b>41</b>	<b>41,87,323</b>
c.	Less: Invalid Ballots / Remote e-voting confirmations	-	-
d.	<b>Net Valid Ballots / Remote e-voting confirmations</b>	<b>41</b>	<b>41,87,323</b>
(i)	Physical Ballots / Remote e-voting confirmations with assent for the Resolution	38	41,87,320
	<b>% of Assent</b>		<b>*100</b>
(ii)	Physical Ballots / Remote e-voting confirmations with dissent for the Resolution	3	3
	<b>% of Dissent</b>		<b>-</b>

\*Rounded off to nearest number



3. For Resolution No. 3 as an Ordinary Resolution for appointment of Mr. Rajesh Kumar Mittal (DIN: 07957284) as a Director of the Company, liable to retire by rotation.

Sr. No.	Particulars	Resolution No. 3	
		No. of Ballots / Remote e-Voting confirmations	No. of Shares voted
a.	Votes casted through ballots	19	6,832
b.	Remote e-voting confirmations received	22	41,80,491
	<b>Total</b>	<b>41</b>	<b>41,87,323</b>
c.	Less: Invalid Ballots / Remote e-voting confirmations	-	-
d.	<b>Net Valid Ballots / Remote e-voting confirmations</b>	<b>41</b>	<b>41,87,323</b>
(i)	Physical Ballots / Remote e-voting confirmations with assent for the Resolution	38	41,87,320
	<b>% of Assent</b>		<b>*100</b>
(ii)	Physical Ballots / Remote e-voting confirmations with dissent for the Resolution	3	3
	<b>% of Dissent</b>		<b>-</b>

\*Rounded off to nearest number





4. For Resolution No. 4 as an Ordinary Resolution for appointment of Ms. Pallavi Balkur (DIN: 08102789) as a Director of the Company, liable to retire by rotation.

Sr. No.	Particulars	Resolution No. 4	
		No. of Ballots / Remote E-Voting confirmations	No. of Shares voted
a.	Votes casted through ballots	19	6,832
b.	Remote e-voting confirmations received	22	41,80,491
	<b>Total</b>	<b>41</b>	<b>41,87,323</b>
c.	Less: Invalid Ballots / Remote e-voting confirmations	-	-
d.	<b>Net Valid Ballots / Remote e-voting confirmations</b>	<b>41</b>	<b>41,87,323</b>
	(i) Physical Ballots / Remote e-voting confirmations with assent for the Resolution	37	41,87,319
	<b>% of Assent</b>		<b>*100</b>
	(ii) Physical Ballots / Remote e-voting confirmations with dissent for the Resolution	4	4
	<b>% of Dissent</b>		<b>-</b>

\*Rounded off to nearest number

